AGENDA

AMERICAN BAR ASSOCIATION

BOARD OF GOVERNORS

Chicago, Illinois
Hyatt Regency
August 1-3, 2018

MEETINGS OF THE BOARD AND BOARD COMMITTEES

Thursday, August 2, 2018

Member Services Committee 9:00 a.m. – 12:00 p.m.
Gold Coast, Concourse Level, West Tower

Profession, Public Service and Diversity Committee 9:00 a.m. – 12:00 p.m.
Columbian, Concourse Level, West Tower

Finance Committee 9:00 a.m. – 12:00 p.m.
Water Tower, Concourse Level, West Tower

Board of Governors and Board Nominees Luncheon 12:00 p.m. – 2:00 p.m.
Crystal Ballroom C, Lobby Level, West Tower

Sexual Harassment Forum 2:30 p.m. – 4:00 p.m.
Grand Ballroom A/B/C/D, East Tower, Ballroom Level

Presentation by Rod Rosenstein, United States 4:30 p.m. – 5:00 p.m.
Deputy Attorney General
Grand Ballroom, East Tower, Ballroom Level

Friday, August 3, 2018

Board of Governors Meeting 8:30 a.m. – 4:00 p.m.
Crystal Ballroom B, Lobby Level, West Tower

Board of Governors Graduation Luncheon 12:00 p.m. – 2:00 p.m.
Crystal Ballroom C, Lobby Level, West Tower

Board of Governors Meeting Reconvenes 2:00 p.m.
Crystal Ballroom B, Lobby Level, West Tower
Wednesday, August 1, 2018

Executive Committee Meeting 2:00 p.m. – 3:00 p.m.
Picasso, Concourse Level, West Tower

Subcommittee on Investments Meeting 2:00 p.m. – 5:00 p.m.
Haymarket, Concourse Level, West Tower

Board Governance Committee Meeting 3:00 p.m. – 4:00 p.m.
Columbian, Concourse Level, West Tower
OTHER MEETINGS – AUGUST 2018 BOARD MEETINGS

Wednesday, August 1, 2018

Executive Committee Meeting 2:00 p.m. – 3:00 p.m.
Picasso, Concourse Level, West Tower

Subcommittee on Investments Meeting 2:00 p.m. – 5:00 p.m.
Haymarket, Concourse Level, West Tower

Board Governance Committee Meeting 3:00 p.m. – 4:00 p.m.
Columbian, Concourse Level, West Tower
1. **REPORT OF OFFICERS**
   **8:30 a.m. – 9:30 a.m.**

1.1 President
   - Bass

1.2 President-Elect
   - Carlson

1.3 Chair of the House of Delegates
   - Enix-Ross

1.4 Immediate Past President
   - Klein

1.5 Secretary
   - Smith

   a. Board Minutes
      - June 1, 2018
      - June 21-22, 2018

   b. Executive Committee Minutes
      - May 23, 2018
      - June 1, 2018 (email ballot)
      - June 20, 2018
      - July 9, 2018

   c. Blanket Authority Report

   d. Technical Comments Report

   e. Continuation of Board Entities

   f. Continuation of Special Committees and Commissions

   g. Fund for Justice and Education
      (Board sitting as members of the Board of the Fund for Justice and Education.)
      - Minutes of June 22, 2018
      - Final Acceptance of Grant Awards

   h. Request for Adoption of Memorial Resolution for Former Secretary Herbert D. Sledd

1.6 Treasurer
   - Behnke

5.3 Request to Approve FY2019 Consolidated and Capital Budgets

1.7 Executive Director
   - Rives
2. MATTERS FOR DIRECT BOARD ACTION

2.1 Consideration of House Reports
9:30 a.m. – 10:00 a.m.
 a. Resolution 101

2.2* Consideration Regarding New Membership Model
10:00 a.m. – 11:00 a.m.
Tracy A. Giles, Chair, Standing Committee on Membership
Jack L. Rives, ABA Executive Director
James Dimos, ABA Deputy Executive Director
Michael Kreisberg, ABA Chief Membership Officer

5.4* Reconstitution of A-E-F-C Pension Plan Administration Committee
11:00 a.m. – 11:15 a.m.

2.3 ABA Retirement Funds
(Board sitting as Members of the ABA Retirement Funds)
11:15 a.m. – 11:30 a.m.
Raymond C. Marshall, President
ABA Retirement Funds
Scarlett Ungurean, Executive Director
ABA Retirement Funds

2.4 American Bar Foundation
(Brand sitting as Members of the American Bar Foundation)
11:30 a.m. – 11:45 a.m.
Ellen J. Flannery, President
American Bar Foundation
Ajay K. Mehrotra, Executive Director
American Bar Foundation

2.5 Report from Board Governance Committee
Linda L. Randall, Chair, Board Governance Committee

Executive Session
2:00 p.m. – 2:30 p.m.

2.6 Reports from Committee Chairs
2:30 p.m. – 2:45 p.m.
a. Profession, Public Service and Diversity
b. Finance
c. Member Services

* Board action required.
2.7* Consent Calendar  
2:45 p.m. – 3:00 p.m.  
a. Items to be Removed from Consent Calendar  
b. Adoption of Consent Calendar  

2.8* Consideration/Adoption of Strategic Plan  
3:00 p.m. – 3:15 p.m.  
William R. Bay, Chair, Strategic Planning Working Group  
BAY  

2.9 ABA CEELI, Inc.  
3:15 p.m. – 3:30 p.m.  
(Board sitting as members of ABA CEELI, Inc.)  

2.10 Introduction of New Board Members  
3:30 p.m. – 3:45 p.m.  

INFORMATIONAL REPORTS  
None  

* Board action required.
### 3. MEMBER SERVICES

#### a) Matters for Review by the Board

- 3.1 Request from Section of Environment, Energy, and Resources for Bylaws Amendments
- 3.2 Request from American Bar Endowment for Exception to ABA Email Policy
- 3.3 Request from President-Elect Robert M. Carlson to Create or Continue Special Advisors
- 3.4 Request from Standing Committee on Publishing Oversight for ABA Greenbook Chapter 6 Revisions

#### b) Matters for Committee Consideration Only

- 3.20 Approval of Minutes
  - June 21, 2018

#### c) Informational Only

- 3.30 Membership Report
  - (Separate Distribution)

### Supplemental Materials

- 3.5 Request from President-Elect to Amend Jurisdiction Statement of Commission of Future of Legal Education
4. PROFESSION, PUBLIC SERVICE AND DIVERSITY

a) Matters for Review by the Board

4.1 Nominations and Request to Terminate Representative to Outside Organization
   a. A-E-F-C Pension Plan Administration Committee (President-Elect Robert M. Carlson)
   b. ABA Journal Board of Editors (ABA Journal)
   c. Board of Elections (President-Elect Robert M. Carlson)
   d. International Bar Association Council (Section of International Law)
   e. National Construction Dispute Resolution Committee (Section of Public Contract Law)
   f. Terminate ABA Representative to America Invents Act Pro Bono Advisory Council (Section of Intellectual Property Law)

4.2 Awards
   a. Section of Intellectual Property Law
   b. Section of Antitrust Law
   c. Health Law Section
   d. Section of Environment, Energy, and Resources (and Request to Contribute Funds)

4.3 Request from Working Group to Advance Well-being in the Legal Profession to Initiate Substance Disorder and Mental Health Campaign, Including a Pledge for Legal Employers

4.4 Request from President-Elect Robert M. Carlson to Amend Jurisdictional Statements
   a. ABA Rule of Law Initiative
   b. Center for Innovation Governing Council

4.5 Requests from ABA Rule of Law Initiative
   a. Updated List of Approved Countries of Operation, Donors and Thematic Program Areas
   b. Memoranda of Understanding with Partner Organizations:
      (i) Ministry of Justice of the Republic of Uzbekistan
      (ii) Libya

4.6 Requests from Fund for Justice and Education to Create Program Support Funds
   a. Migrant Children and Family Initiative
   b. Standing Committee on Gun Violence

4.7 Request for Continuation of the Veterans Legal Services Initiative
b) **Matters of Independent Jurisdiction**

4.15 Requests for Co-Sponsorship
   a. Section of Antitrust Law (2)
   b. Section of Science and Technology Law
   c. Public Education Division

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c) **Matters for Committee Consideration Only**

4.20 Approval of Minutes
   June 21, 2018

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<td>4.21</td>
<td>ABA Enterprise Fund Projects – FY2018 Third Quarter Reports</td>
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<td>4.22</td>
<td>Report from Chair of Committee on Scope and Correlation of Work</td>
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d) **Informational Only**

3.30 Membership Report
   (Separate Distribution)

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<td>Informational Report on Action Taken Since Last Meeting</td>
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<td>FY2018 Profession, Public Service and Diversity Committee</td>
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<td>4.31</td>
<td>Committee Roster</td>
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<td>4.31</td>
<td>Chart of Committee Assignments of Entities Overseen</td>
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AGENDAS OF BOARD COMMITTEES

5. **FINANCE COMMITTEE**

a) **Matters for Review by the Board**

5.1 Requests to Make Contributions to Outside Organizations
   a. Section of Family Law
   b. Section of Environment, Energy, and Resources

5.2 Request from Fund for Justice and Education to Create Endowment to Support the Legal Opportunity Scholarship Fund

5.3 Request to Approve FY2019 Consolidated and Capital Budgets

5.4* Reconstitution of A-E-F-C Pension Plan Administration Committee

5.5 Request to Approve Policy Regarding General Revenue Funded Committee Meetings

5.6 Grant Awards Modification Report (Board Acceptance)

b) **Matters for Committee Consideration Only**

5.20 Approval of Minutes
   a. Finance Committee
      June 21, 2018
   b. FJE Approval of Minutes
      June 21, 2018

5.21 Treasurer’s Report

5.22 4th Quarter FYTD Variance to Budget Report(s)

5.23 Report of Investments Subcommittee

c) **Informational Only**

3.30 Membership Report

(Separate Distribution)
TO: Board of Governors
FROM: Hilarie Bass
DATE: July 2, 2018
SUBJECT: Report of the President

My activities since the last report from the Board of Governors Meeting are as follows:

June 25
Miami, FL
- Remarks at Collaborative Bar Leadership Summit

June 26-27
Harlingen, TX
- Observe illegal entry prosecutions at U.S. Courthouse
- Meet with separated parents at Port Isobel Detention Center
- Dinner with local attorneys Jodi Goodwin, Kyle Brown and Eduardo Rodriguez; and State Bar president Joe Longley

June 27-29
Chicago, IL
- Remarks at Summit for Achieving Long-Term Careers for Women in Law
- Dinner with Bob Carlson, Andrea Sinner, Bethany Myles
- Summit reception and dinner
- Meet with Jack Rives, Bob Carlson, Judy Perry Martinez, Jim Dimos RE: New membership model
- Follow-up meeting to Women’s Summit

July 1-3
St. Thomas and Puerto Rico
Disaster Relief Trip
- Dinner with Virgin Island bar leaders
• Meeting with VI Bar President Anthony Ciolli
• Meeting with VIBAR
• Lunch at the Supreme Court of the Virgin Islands
• Dinner with ABA leaders in Puerto Rico, including Carlos Vidal Rodriguez, ABA House of Delegates; Manuel Quilichini, ABA State Delegate, SC on CLE, SC on Bar Activities and Services; Luis Dubon; and others
• Meeting with Servicos Legales / Puerto Rico Legal Services
• Meeting with the Chief Justice of the Puerto Rico Supreme Court
• Meeting and Roundtable with the University of Puerto Rico Law School
• Public Roundtable with representatives of FEMA, representatives of Puerto Rico legal service providers and president of the New York City Bar
• Meeting with PRLS attorneys / survivors at Disaster Relief Center
• Interview with EFE reporter Jorge Muniz Ortiz RE: VI/PR Tour

July 5

• Podcast with The Lawyerist on Legal Talk Network RE: Term as ABA president
• Interview with ABA Journal reporter Lee Rawles RE: Trip to Puerto Rico
• Conference call RE: Standing Committee on American Judicial System

July 9

Board of Governors Executive Committee call

July 16

Chicago, IL

• Meet with Jack Rives, Bob Carlson, Judy Perry Martinez, Jim Dimos RE: New membership model
• Meeting with local law firms and bars of color RE: Annual

July 17

Washington, D.C.

• Meet with Australian AG Christian Porter
• Remarks at Silver Gavel Awards for Media and the Arts

July 19

• Podcast “Fight Back with Barbara and Nicole Boxer” RE: Immigration, family separations and pro bono lawyers

July 23

• Interview with Chicago Tribune reporter Heidi Stevens RE: Annual
• Conference call RE: Media briefing
July 24-29

Singapore
- Remarks at ASEAN Conference panel, “Stock-Taking and the Way Ahead”

My upcoming meetings and activities scheduled to date:

August 18-22
Newport, RI
- Annual Conference of Chief Justices and Conference of State Court Administrators

September 13-14
Colorado Springs, CO
- Remarks before U.S. Air Force Academy cadets in celebration of Constitution Day

September 20-23
Kalispell, MT
- Remarks at State Bar of Montana Annual Meeting

September 26-27
Brasilia, Brazil
- Remarks at II International Congress of Law, Government & Technology

September 28
Miami, FL
- Remarks at Dade County Bar Association

October 4
San Antonio, TX
- Remarks at National Association of Women Judges Annual Conference

October 5
Las Vegas, NV
- Remarks at Entertainment & Sports Law Section Conference

October 7-12
Rome, Italy
- International Bar Association’s 2018 Annual Conference and Council Meeting
- ABA breakfast program

Oct. 27-28
Porto, Portugal
- L5 Meeting (Hosted by CCBE)

November 7-9
Chicago, IL
- Board of Governors Fall Meeting

Approximate percentage spent in travel budget: As of July 2, my travel budget has been exhausted. My firm will cover any additional ABA travel expenses through the end of the current fiscal year and will reimburse the ABA for any overage, as required by ABA policy.
TO: Board of Governors

FROM: Robert M. Carlson

DATE: July 2, 2018

SUBJECT: Report of the President-Elect

My activities since the last report from the Board of Governors Meeting are as follows:

June 22-24
Denver, CO
Journal Board of Editors Spring Meeting

June 25-26
Miami, FL
Collaborative Bar Leadership Academy

June 27
Washington, D.C.
Media Training with ABA

June 28
Chicago, IL
Summit on Long-Term Careers for Women in Law

July 1-3
St. Thomas and Puerto Rico
Disaster Relief Trip

July 12-14
Chicago, IL
State Bar of Nevada Annual Meeting

July 25-28
Sun Valley, ID
State Bar of Utah Annual Convention

July 29
New Orleans, LA
National Bar Association Meeting

My upcoming meetings and activities scheduled to date:

August 9-11
Bernalillo, NM
State Bar of New Mexico Annual Meeting
August 13-14  Anchorage, AK
                          Alaskan Federal Bar Conference

August 22-24  San Francisco, CA
                          2019 Annual Meeting Site Visit

September 14-15  San Diego, CA
                          California Lawyers Association Annual Meeting

September 19-21  Kalispell, MT
                          State Bar of Montana Annual Meeting

September 26-28  Chicago, IL
                          Section Officers Conference

October 22-26  Washington, D.C.
                          Pro Bono Week (With Justice Kagan)

Oct. 30-Nov. 3  Porto, Portugal
                          UIA Congress

November 7-9  Chicago, IL
                          Board of Governors Meeting

November 12  Chicago, IL
                          LSC Forum on Access to Justice

Approximate percentage spent in travel budget as of July 2: 84%
MEMORANDUM

To: Members of the Board of Governors
From: Deborah Enix-Ross, Chair of the House of Delegates
Subject: Report of the Chair of the House of Delegates
Date: July 2, 2018

This is my last report as Chair of the House of Delegates. It has been an honor and privilege to serve with all of you on the Board of Governors. Your dedication to the Association and our members, under the extraordinary leadership of Presidents Linda A. Klein and Hilarie Bass, has been a source of both admiration and inspiration for me.

Through the House of Delegates, the ABA advocates on behalf of the legal profession, the justice system, our clients and the rule of law. I am truly grateful to have been given the opportunity to serve as Chair of the House.

As the incoming Chair of ABA Day, I hope to continue to work with each of you, and I look forward to seeing you in Washington, D.C. on April 9-11 for ABA Day 2019.

My activities since May 2018 include:

**ACTIVITIES AND EVENTS**

- **May 8**  
  Review of Board of Governors Committees Jurisdictional Statements  
  Telephonic

- **May 17**  
  SCOPE Nominating Committee  
  Telephonic

- **May 21-22**  
  Rules and Calendar Committee Meeting  
  Chicago

- **May 23**  
  Board of Governors Executive Committee  
  Telephonic

- **June 7-10**  
  ABA Paris Sessions  
  Paris

- **June 11**  
  Board of Governors Improving the Profession Committee  
  Telephonic

- **June 18**  
  Rules and Calendar Committee Meeting  
  Telephonic

- **June 20-22**  
  Board of Governors Meeting  
  Denver
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<td>ABA Journal Board of Editors Meeting</td>
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<td>June 27</td>
<td>SCOPE Nominating Committee</td>
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<td>June 29</td>
<td>Call concerning Issues of Concern Panel at Annual Meeting</td>
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**UPCOMING ACTIVITIES AND EVENTS**

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<td>August 1-3</td>
<td>Board of Governors Meeting</td>
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<td>August 4-5</td>
<td>House of Delegates Committee Meetings</td>
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Dear Friends,

It has been quite the ride. Time has flown by, and this is my last report to you. I cannot thank you all enough, board members and staff, for the patience, advice and courtesy you have all extended to me.

The road ahead is not easy. Our responsibilities to our beloved association are great. There are so many important things that the ABA does. We must do all we can to keep it strong. I know you will make good decisions. As you consider the many options in the coming months and years, please keep in mind the people we are here to help – the lawyers, the indigent and those who seek protection under the rule of law. If you think about what is in the best interest of those we serve, you will never make the wrong decision.

Thank you, thank you, thank you for the privilege of being your President-Elect, President and Immediate Past President.

My activities since the last report from the Board of Governors Meeting are as follows:

May 22  McLean, Virginia
   • Diversity discussion with Ricardo Azaldua

May 30  Atlanta, Georgia
   • Discussion about veterans project with Michael Macagnone

June 11
   • Interview with Robin McDonald re: Lawyer of the Year Award

June 12
   • Call with Manny Supervile re: InterAmerican Bar Association
   • Veterans project fundraising conference call

June 13
   • Video shoot for Georgia Association of Black Women Attorneys Zenith Award presentation
June 19
- Judicial Council Committee on Grants for legal services for the indigent victims of domestic violence

June 20-21
- Board of Governors Meeting

June 25-27
Warsaw, Poland
- Meeting with leaders of Polish bar associations
- Keynote remarks and panel moderator at U.S. Conference on the Rule of Law, sponsored by Center for American Law Studies
- Meeting with Stanislw Zablocki, President of the Supreme Court, Head of the Criminal Law Chamber
- Malgorzat Gersdor, the First President of the Supreme Court
- Darusz Zawisktowski, President of the Supreme Court, Head of the Civil Law Chamber
- Jozef Iwulski, President of the Supreme Court, Head of the Labour Law, Social Security and Public Affairs Chambers

July 3
Atlanta, Georgia
- Veterans project fundraising conference call

July 11
- Member Advantage Orientation re: FJE

July 12
Atlanta, Georgia
- Remarks at Business Community Network

July 13
- AGC Georgia Legislative Committee Meeting

July 19
- Panelist on Atlanta business radio show

July 21
- Receive Zenith Award from Georgia Association of Black Women Attorneys, make remarks

Approximate percentage spent in travel budget as of July 2: 13%
The Board met via conference call on June 1, 2018.


President Bass informed the Board that the purpose of the conference call was to discuss the Finance Committee’s recommendations regarding the FY2019 budget. Due to the limited timeline to finalize the FY2019 budget, the Finance Committee requested that the Executive Committee vote on the Finance Committee’s recommendations. More importantly, entities will be notified and given the opportunity to appeal recommendations from the Finance Committee and the Executive Committee.

It was reported that if general operations funding is reduced or eliminated, it does not necessarily mean that the entity will no longer exist. Entities may be subsumed with other ABA entities or secure outside funding/grants.

The Finance Committee also examined an “honor” system for reimbursement for Board and House members, but has yet to make a recommendation.

Regarding Board liaison funding, the Finance Committee recommended that the Board members meet with their assigned entities at Midyear and Annual Meetings and participate by conference calls or webinars.
There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

Mary L. Smith
Secretary

The following Board nominees were in attendance: William R. Bay, Hon. Frank J. Bailey, Andrew J. Demetriou, Charles E. English, Jr., Rew R. Goodenow, Sheena R. Hamilton, Susan M. Holden, Judy Perry Martinez, Lynn Fontaine Newsome, Howard T. Wall, III, and Michele Wong Krause.

Executive Director Jack L. Rives and the following management staff also attended: Martin D. Balogh, Alpha M. Brady, Holly Cook, Barry Currier, James Dimos, Amy Eggert, Michael Kreisberg, Janae LeFlore, William K. Phelan, Jarisse J. Sanborn, Carol Stevens, and Thomas M. Susman.

On Thursday, June 21, 2018, the Board held an open session from 1:30 p.m. to 5:00 p.m. to allow ABA entities to comment on the new membership model. The Board received written comments from the following entities: Section of Public Contract Law; Section of Litigation; Section of Environment, Energy and Resources; Forum on Air and Space Law; Health Law Section; Section Officers Conference Representatives; and the Standing Committee on Membership. The Board heard from the following individuals on behalf of their entities: Standing Committee on Legal Aid and Indigent Defendants, Hon. Lora Livingston; Judicial Division, Hon. Ann Breeno-Greco; Section of Environment, Energy, and Resources, Howard Kenison; Standing Committee on Legal Assistance for Military Personnel, Steve Lepper; and Government and Public Sector Lawyers Division, Hon. Janet Coulter.
On Friday, June 22, 2018, President Bass called the meeting to order and welcomed the members of the Board and Association staff.

1. **REPORTS OF OFFICERS AND THE EXECUTIVE DIRECTOR**

1.1 The Board received the written report of President Bass. She reported that the Board has spent a significant amount of time discussing budgetary issues and eliminating ABA entities, but she has learned how important the ABA is to lawyers here and around the world. The issue of immigrant children being separated from parents at the border is an example of how ABA entities come together to help. Over 1,000 people have visited the ABA’s website regarding how to advocate for legal representation of unaccompanied immigrant children not only in federal immigration courts nationwide but also in state, family, juvenile and probate court proceedings for orders finding abuse, abandonment or neglect to qualify for special immigrant juvenile status, leading to lawful permanent residence in the U.S. The Working Group on Unaccompanied Minor Immigrants also works with immigration legal services providers and bar associations to recruit, train and place cases with pro bono attorneys. The ABA must stand up to the rule of law in the United States and across the world.

1.2 President-Elect Carlson referred the Board to his written report of activities. He stated that he will continue the work of the Working Group to Advance Well-Being in the Legal Profession which examines and makes recommendations regarding the high rate of depression, suicide, and addiction among lawyers. He added that the ABA posted a new ABA Legal Fact Check that explores the legal precedents related to whether a U.S. president can act “above the law.” ABA Legal Fact Check seeks to help the media and the public find dependable answers and explanations to sometimes confusing legal questions and issues.

1.3 Chair of the House of Delegates (“House”) Deborah Enix-Ross referred the Board to her written report of activities. She informed the Board that the House will meet for two days during the 2018 Annual Meeting and expects that the House will complete its business early Tuesday afternoon.

1.4 The Board received the written report of Immediate Past President Klein. She stated that when she conducted her “listening tour” as President, she talked with many lawyers and small firms and learned that they did not know how to reach out to the ABA. The Board must approve a budget for FY2019, and she encouraged the Board to keep this in mind, focus on how to keep the ABA strong, and stay focused on its mission.

1.5a Mary L. Smith, ABA Secretary, presented for approval the minutes of the Board’s February 1-2, 2018 meeting held in Vancouver, British Columbia, Canada and the April 10, 2018 meeting held in Washington, D.C., and by telephone conference.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the minutes of the Board’s February 1-2, 2018 meeting held in Vancouver, British Columbia, Canada and the April 10, 2018 meeting held in Washington, D.C. and by telephone conference.

1.5b The Board received the minutes of the Executive Committee’s meetings on January 31, February 15, March 5 and 27, and April 27, 2018.

1.5c The Secretary presented and the Board received the Report on the Exercise of Blanket Authority that summarized the requests for blanket authority received since the Board’s meeting in February 2018.

1.5d 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”) performed the following: a) approved the minutes of the February 20, 2018 meeting of the ABA/FJE Board as presented, and b) accepted the ABA/FJE restricted grants and contributions received or awarded through March 31, 2018, and not previously reported, as requested by the Association’s Financial Services Division.

1.5e Request for Adoption of Memorial Resolutions for Board Member Wendell G. Large and Former President Wallace D. Riley

The Board passed a memorial resolution recognizing Wendell G. Large of Portland, Maine, who passed away suddenly on April 7, 2018. Wendell served in the House of Delegates representing the Maine Bar Association from 2006-2014, on the Board of Governors from 2014-2017, and was recently elected as the Maine State Delegate for 2017-2020. He is survived by his wife, Soozie; his daughter, Nellie and her partner, Juan Garcia, and one grandson; his sister, Leslie-Ann Stevens, her husband, Mark, and four nieces.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

BE IT RESOLVED, THEREFORE, that the Board of Governors of the American Bar Association, meeting on the twenty-second day of June, 2018, in Denver, Colorado, recognizes the accomplishments, standards and achievements of Wendell G. Large and extends its deepest sympathy to his family.

The Board passed a memorial resolution recognizing former President Wallace D. Riley who passed away on May 17, 2018. Wallace served in the House of Delegates from 1972 to 1977, representing the State Bar of Michigan. He served as the ABA
President from 1983-1984, and as a Former President, had life tenure in the House of Delegates.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

BE IT RESOLVED, THEREFORE, that the Board of Governors of the American Bar Association, meeting on the twenty-second day of June, 2018, in Denver, Colorado, recognizes the accomplishments, standards and achievements of Wallace D. Riley and extends its deepest sympathy to his family.

1.6 The Board received the written report of ABA Treasurer Michelle A. Behnke. Ms. Behnke reported on two topics: Consolidated FY2018 Operating and Non-Operating Results through April 30, 2018 and an update on the FY2019 budget process. On a consolidated basis, the ABA reports revenue under four segments: 1) General Operations; 2) Sections, Divisions and Forums; 3) Grants; and 4) Gifts. Consolidated operating revenue through April 30, 2018 was $134.5 million, which was $3.8 million below budget. Revenue budget variances are primarily due to unfavorability in General Operations of $1.9 million and Sections of $1.7 million. The main drivers of the General Operations revenue shortfalls to budget are Dues revenue of $1.4 million followed by Advertising revenue of $0.4 million. Unfavorability in Section revenue is driven by Meeting Fees ($1.3 million) and Gifts, Contributions and Sponsorships ($0.6 million), and is more than offset by favorable Section expenses. For the full year, staff expects that General Operations’ revenue will be short of budget by approximately $4.0 million. The largest drivers of the variance are lower than budgeted dues revenue and meeting fees. As reported to the Finance Committee in April 2018, dues revenue is expected to be $2.0 million unfavorable to budget for FY2018. Through the same period, consolidated operating expense of $136.3 million was $4.6 million favorable to (under) budget, and $1.4 million favorable to (lower than) the prior year. While the ABA has assets of $328.5 million, it has significant liabilities totaling $157.2 million, leaving total net assets of $171.3 million. The lower dues revenue coupled with inflationary costs increases require that we obtain $6 million of cost reductions in the FY 2019 Budget. The staff reorganization achieved the bulk of that savings. The annual budgetary challenges will continue until the ABA can grow its dues revenue. As such, it is essential that the ABA take the necessary actions to reverse the dues revenue decline. The ABA’s membership team is diligently working to develop a new membership model, one that it believes more lawyers will find compelling. Changing the membership model will be costly and as such will keep pressure on the operating budget in the near term (FY2020 and beyond) until the trend can be reversed.

1.7 The Board received the written report of ABA Executive Director Jack L. Rives. Mr. Rives stated that effective communications are critical to everything the ABA does. The ABA must engage successfully with its members, the media, and the public if it is to thrive as a relevant and dominant voice for America’s lawyers in the
decades to come, and if it is to grow as an organization. As part of the recent staff reorganization, significant changes have been made to the ABA’s communications strategy. Now called Media Relations and Strategic Communications (“MR,” formerly Communications and Media Relations, or “CMR”), the team has a new focus to proactively promote the ABA and its mission and accomplishments. The MR changes involve several areas: Strategic Messaging; Rapid Media/Public Response; Proactive Media and Public Outreach; and Social Media and New Media. As of May 25, 2018, the overall ABA membership count was 385,438, which is up 5.9 percent from the same time last year. The continued success with law school outreach is a major factor in this growth -- over the last year, the ABA experienced a 14.4 percent increase in student members, to 112,301. During the same period, there was a 2.9 percent increase in lawyer members to 258,185, and a drop in associate members of 1.1 percent to 14,952. Recruiting and retaining dues-paying lawyer members continues to be a major challenge for the ABA, and a prime focus of its membership efforts. The launch of the new and extensively improved ABA website has been delayed as a result of its extraordinarily complex operating environment. The ABA has been working very closely with the vendor to ensure all problems are resolved as quickly as possible. The ABA has been very clear that it strongly desires to launch the website before the 2018 Annual Meeting, although there are significant challenges. The website will feature enhancements in many areas and will be readily accessible on mobile devices. The major changes currently underway at the ABA, such as the staff reorganization, improvements to its communications efforts, and the realignment being considered and implemented by the Board, are necessary to position the ABA for growth and to make it a more efficient and effective organization.

2. MATTERS FOR DIRECT BOARD ACTION

2.1 FY2019 Appeals

The Board heard appeals from the following eight entities regarding the FY2019 budget: Commission on Law and Aging, Judge Patricia Banks; Standing Committee on Disaster Response and Preparedness, Chauntis Jenkins; Standing Committee on Group/Prepaid Legal Services, Keri C. Norris; Standing Committee on American Judicial System, Hon. Herbert D. Dixon, Jr., Shira Scheindlin, and Dick Semerdjian; Death Penalty Due Process Review Project, Virginia Sloan; Legal Opportunity Scholarship Committee, James R. Silkenat and Jonathan Wolfe; and Standing Committee on Election Law, Christopher Saucedo.

In executive session, the Board considered and took action on the appeals.

2.2 Consideration Regarding New Membership Model

The Board received a report regarding a new ABA Membership Model from Tracy A. Giles, Chair, Standing Committee on Membership (SCOM); Jack L. Rives, ABA Executive Director; James Dimos, ABA Deputy Executive Director; Michael
Kreisberg, ABA Chief Membership Officer; and Bob Domenz, Chief Executive Officer and Kyle Barrett, Strategist/Senior Account Manager, both of Avenue. After receiving feedback on revenue and content sharing from section representatives, projections from Avenue, marketing costs projections, Financial Services refined the FY2019 Budget. SCOM is working with all ABA entities to address questions and concerns regarding different membership models to present to the Board at the 2018 Annual Meeting.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the five dues categories with the understanding that the Board would approve the bundle of benefits to be included in the new membership model at the 2018 Annual. If the bundle is not approved, the dues categories will not be considered by the House of Delegates at the 2018 Annual Meeting. The Board also approved preliminary amendments to the ABA’s Constitution and Bylaws regarding the new membership model.

2.3 **Presentation Regarding Strategic Plan**

The Board received a report and an update regarding the ABA Strategic Plan from William R. Bay, Chair, Strategic Planning Working Group (Working Group). Mr. Bay informed the Board that the Strategic Plan has been revised to align with the four goals of the Association. The Working Group welcomes comments and will develop measurable goals. The final Strategic Plan will be presented to the Board for its consideration at the 2018 Annual Meeting after it has been circulated to entities for comments.

2.4 **Report from National Judicial College**

The Board received a report from Kim D. Hogrefe, Chair of the National Judicial College Board of Trustees (NJC). The NJC requested the re-election of Alan R. Brayton of Novato, California; Douglas A. Cannon of Las Vegas, Nevada; and Ann Thornton Field of Philadelphia, Pennsylvania; for additional three-year terms each; and the election of Marianne D. Short of Minneapolis, Minnesota and Angelina Tsu of Salt Lake City, Utah, for three-year terms on the NJC Board of Trustees. In addition, the NJC requested approval to amend its bylaws to designate and elect a former member of the Board of Trustees as a Trustee Emeritus.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board re-elected Alan R. Brayton of Novato, California; Douglas A. Cannon of Las Vegas, Nevada; and Ann Thornton Field of Philadelphia, Pennsylvania for additional three-year terms each; and the election of Marianne D. Short of Minneapolis, Minnesota and Angelina Tsu of Salt
Lake City, Utah, for three-year terms on the National Judicial College Board of Trustees. In addition, the Board approved the request of the National Judicial College to amend its bylaws to designate and elect a former member of the Board of Trustees as a Trustee Emeritus.

2.5 Consent Calendar, Reports from Committee Chairs, and ABA Medal

The Board adopted the Consent Calendar as set forth in items 3 through 5 (with the exception of 5.10) of this Summary of Action relating to the reports of the Board Committees. The Board received reports regarding the work of the Board Committees from Hon. Ramona G. See, Chair of Profession, Public Service and Diversity; Andrew J. (Josh) Markus, Chair of Member Services; and Ilene K. Gotts, Chair of Finance.

In executive session, the Board selected and then reported out that Bryan A. Stevenson, Executive Director of the Equal Justice Initiative in Montgomery, Alabama, as the recipient of the 2018 ABA Medal.

2.6 Sexual Harassment Video

The Board previewed a video regarding sexual harassment, as presented by the Office of General Counsel. The Board was asked to provide any comments or feedback regarding the video to Jarisse Sanborn, ABA General Counsel.

2.7 Presentation Regarding New ABA Website

Executive Director Jack Rives presented a preview of the new ABA website. The project goals are to: a) educate new visitors on what the ABA is and what it does; b) convert and retain existing members, increasing their engagement in a graduated manner; c) optimize the purchasing experience for each product category; d) recommend and surface relevant content and products, tailored to the interests of each member; e) create a meaningful and robust logged-in experience to keep members coming back and using the website as a destination; and f) create a team structure with the necessary roles, responsibilities, and skills that will support the website and maintain its quality and consistency over time. Mr. Rives reported that at this point, the new website is on track to launch just before the Annual Meeting in late July. The new website is essentially five websites in one: a) an extremely robust publishing platform; b) an e-commerce site; c) a membership join and d) renew platform; and e) a personalized logged-in experience. Building this platform required the ABA’s partners at Code and Theory to write an enormous amount of custom software in order to match a wide variety of third-party systems with the ABA’s very complex business rules. The ABA has prioritized quality over deadline in order to bring its members the best possible user experience.
2.8 Presentation by Section of Legal Education and Admissions to the Bar

The Board received a report from Maureen O'Rourke, Chair, Section of Legal Education and Admission to the Bar (Section) and Barry Currier, Managing Director, Accreditation and Legal Education regarding the work of the Section and proposed bylaw amendments. Ms. O'Rourke thanked the Board for approving the bylaw amendments. With few exceptions, the changes in the bylaws, standards, and rules of procedure are only those necessary to support the restructuring of the Section's accreditation work. Ms. O'Rourke noted that one of the changes is to shift the periodic comprehensive review of a law school from the current seven-year cycle to a ten-year cycle. Spreading out the work over a longer cycle provides more time and resources to focus on schools requiring regular, ongoing oversight, which the Section does through an annual interim monitoring process, based on data supplied each year by every law school.

2.9 Presentation Regarding Board Governance Survey Responses

The Board received a report from Linda L. Randell, Chair, Board Governance Committee (Committee), regarding the results of the 2018 Board Governance Survey. Ms. Randell thanked the Board for the overwhelming response to the online survey. She stressed the importance of an annual review. She reported that the Committee will develop specific recommendations and forward those to the Board prior to the 2018 Annual Meeting.

2.10 Report Regarding ABA Journal

The Board received a report from Kathleen J. Hopkins, Chair, ABA Journal Board of Editors, regarding the finances and work of the ABA Journal (Journal). ABA members and ABA Journal readers continue to put a high value on the Journal in print and on the web. However, readers have informed the ABA that they do not need 12 issues of the magazine. Despite the financial challenges facing the ABA, it is time to re-imagine the magazine in print and online. The ABA Journal Board of Editors and staff are singularly focused on improvements to address financial and reader/member demands by re-imagining the Journal and its delivery methods to: a) better serve ABA members; b) maintain and improve the quality of journalism to appeal to and connect with a wide legal audience; and c) encourage a community of lawyers through engagement on social channels. The Journal is working to implement a 2-year plan to overhaul the magazine, scale back print delivery and ramp up the quality of web-first coverage and digital delivery. In FY2019, the number of annual issues will drop to 10 and be available to paid members only, giving them the option of print or the digital edition. In FY2020, the Journal will launch a new magazine with six issues (and up to two special issues that can be used for membership marketing), and launch a redesign of abajournal.com.
WRITTEN INFORMATIONAL REPORTS

2.25 ABA Journal Board of Editors Report of Proceedings

The Board received the written report of the ABA Journal Board of Editors (BOE). The BOE voted to nominate two individuals to fill seats being vacated by Judy A. Toyer, whose final three-year term expires in August 2018; and Alice E. Richmond, whose three-year regular term expires in August 2018. To replace Ms. Richmond, the BOE nominated Thomas C. Grella. To replace Ms. Toyer, the BOE nominated Wilson A. Schooley. At a subsequent phone meeting, the BOE elected Ms. Richmond as the chair to replace Kathleen J. Hopkins, who announced her plan to resign from the BOE on June 30, 2018.

The year-to-date financial reports were presented noting the breakdown of budget for FY2018. While more than 40% of the Journal’s $6.2 million budget was devoted to printing and postage in FY2017, the FY2018 budget of $5.5 million cut the percentage to 36%. Another 43% is devoted to salaries; 11% to ad sales commissions; 5% to facilities; 3% for freelancers and other contracted services; and 2% to BOE meetings and staff travel for business development and reporting.

Through November, the Journal was below budget on expenses by 8.9%. The Journal was also below budget by 22% on revenue. This was a vast improvement over the same period in FY2017, when the revenue shortfall was more than 57% below budget. An analysis was presented showing that the Journal has long had a large gap between budget and actuals on revenue. Narrowing that gap is a continuing focus, requiring setting of revenue targets based on previous performance and realistic projections.

Network Media Partners (NMP) presented an overview of the agency, which provides outside ad sales for the Journal and has been working to rebuild the Journal’s failing ad sales operation. NMP’s process for initiating sales, building a plan, and then executing a strategy was explained. It is projected that NMP would be able to bring in $2.2 million in revenue in FY2019 if the Journal continues as a monthly magazine. The projections would lower if issues are cut and circulation drops.

The BOE reviewed its strategic plan and assigned Board members to work with staff on specific areas of the plan in the following areas: Internal & External Marketing (Richard Field, Pamela Roberts, Lauren Rikleen, Kathleen Hopkins); Establish Partnership and Target Audiences for Distribution (Field); Redesign of the Magazine (Katherine O’Neil); Podcast (O’Neil); New Editorial Policy (Hopkins, Rikleen, Judy Toyer); Updated Ethics Policy (Joan Durocher, Rikleen, Roberts); Newsletter Redesign (O’Neil); Diversity Guidelines (Roberts, Rikleen); and Subscriptions (Richmond).
Editorial Committee Chair Alice Richmond expressed the BOE’s continuing concern about diversity among academic exports and other sources used in the Journal. The BOE discussed the content of the September, October, and November issues in detail. Discussion involved overall look and feel, and critiques of articles. Ms. Richmond noted a discernable difference in layouts since the Journal reduced its art budget and began using more contributed photos. The BOE remains concerned that the Journal maintain a high-quality look and feel in terms of art use and article substance.

3.30 Membership Report

The Board did not receive a written report from the Standing Committee on Membership.

MEMBER SERVICES

A. MATTERS FOR REVIEW BY THE BOARD

3.1 Requests to Amend Bylaws

a. The Section of Intellectual Property Law requested approval to amend its bylaws to create a Financial Officer-Elect position. The Section is creating this new position to develop and provide experience to the Financial Officer and to make strategic and effective budgetary decisions for the section. These bylaw revisions were approved by the Section Council at its meeting on April 18, 2018, and are subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

The Member Services Committee recommended approval of the request.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Section of Intellectual Property Law to amend its bylaws to create a Financial Officer-Elect position, subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

b. The Section of Public Contract Law requested approval to amend its bylaws to create a Membership Officer position which will be responsible for advancing the Section and Association membership objectives, with oversight over all related Section committees and liaisons to other Section and Association entities. These bylaw revisions were approved by the Section Council at its meeting on March 17, 2018, and are subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

The Member Services Committee recommended approval of the request.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Section of Public Contract Law to amend its bylaws to create a Membership Officer position, subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

c. The Section of Legal Education and Admissions to the Bar requested approval to amend its bylaws to eliminate the Accreditation and Standards Review Committees and to allow the Council to subsume the work of the Committees. The Council believes that by eliminating the Committees, it will have advantages that will improve the efficiency and effectiveness of the accreditation process. In addition, the Section requested approval to amend its Rules of Procedures to shift the periodic review of a law school from the current seven-year cycle to a ten-year cycle. The bylaw revisions were approved by the Section Council at its meeting on May 11, 2018, and are subject to approval by the Section’s membership and concurrence of the House of Delegates at the ABA 2018 Annual Meeting.

The Member Services Committee recommended approval of the request.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Section of Legal Education and Admissions to the Bar to amend its bylaws to eliminate the Accreditation and Standards Review Committees and to allow the Council to subsume the work of the Committees. In addition, the Board approved the request to amend its Rules of Procedures to shift the periodic review of a law school from the current seven-year cycle to a ten-year cycle, subject to approval by the Section’s membership and concurrence of the House of Delegates at the ABA 2018 Annual Meeting.

3.2 Request from Section of Dispute Resolution to Create Ombuds Day

The Section of Dispute Resolution (Section) requested approval to create an ABA Ombuds Day to raise awareness of the benefits of using an Ombuds and generate a renewed commitment to conflict management. Initially, the Section will hold one event in October of 2018, in Washington, D.C., as its ‘kick off’ event and will incur no or minimal expenses. Any expenses will be derived from Section funds. If successful, ABA Ombuds Day will be an annual event.

The Member Services Committee recommended approval of the request.

UPON MOTION DULY MADE, SECONDED AND CARRIED:
The Board approved the request of the Section of Dispute Resolution (Section) to create an ABA Ombuds Day in October, 2018, in Washington, D.C., and, if successful, to hold as an annual event, with the understanding that any expenses will be derived from Section funds.

3.3 Request from Communications and Media Relations to Create Proactive Messaging Projects

The Communications and Media Relations Division (Division) requested approval to initiate a series of annual pro-active messaging projects designed to burnish the ABA’s brand as the voice of the legal profession, attract positive media attention, and reinforce the ABA’s reputation as the leader in promoting justice and the rule of law and addressing the needs of the legal profession. The Division will collaborate with relevant and appropriate ABA entities and to the extent that funding is needed, the Division seeks approval to pursue relevant grant funding and/or explore partnerships with appropriate outside organizations and universities. The projects include: ABA Annual Report on the Legal Profession; ABA Access to Justice Index; and Annual ABA Survey of Constitutional Knowledge or ABA Survey of Civics Knowledge.

The Member Services Committee recommended approval of the request.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Communications and Media Relations Division to initiate a series of annual pro-active messaging projects, to collaborate with relevant and appropriate ABA entities, and to the extent that funding is needed, the Board approved the request to pursue relevant grant funding and/or explore partnerships with appropriate outside organizations and universities.

3.4 Request from Section of Tort Trial and Insurance Practice to Renew Technical Commenting Authority

The Section of Tort Trial and Insurance Practice (Section) requested renewal of its technical commenting authority for an additional three years. The initial authority to submit technical comments under the Blanket Authority Procedure was granted to the Section by the Board of Governors in 2012 and then in 2015. The Section of Environment, Energy and Resources, and Science and Technology Law have submitted notification that they would like to serve as reviewing entities for some or all of the technical comments submitted by the Section.

The Member Services Committee recommended approval of the request.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Section of Tort Trial and Insurance Practice (Section) to renew its technical commenting authority through June 2021. The Board understood that the Section of Environment, Energy and Resources, and Science and Technology Law have submitted notification that they would like to serve as reviewing entities for some or all of the technical comments submitted by the Section.

3.5 Request from Young Lawyers Division and Law Student Division to Create Talkspace Member Benefit

The Young Lawyers Division and the Law Student Division (Divisions) requested approval to create a new mental health benefit. In August 2017, the Executive Committee approved the request from the Divisions to create a mental health benefit, with BetterHelp as the service provider. Unfortunately, BetterHelp has not been able to satisfy the ABA’s data security protocols. The Divisions have developed a similar benefit with Talkspace, the other leading provider of online and text-based counseling and therapy and believe that it will meet the ABA security standards and provide an attractive benefit for its members. Members of the Divisions will receive a 20% discount off the price of a one-month subscription of all available Talkspace plans for as long as they wish. The Standing Committee on Membership approved the request at its March 2018 meeting.

The Member Services Committee recommended approval of the request.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Young Lawyers Division and the Law Student Division to create a new mental health benefit with Talkspace, one of leading providers of online and text-based counseling and therapy, subject to review of the ABA Office of General Counsel regarding legalities, compliance, and liability.

3.6 Request from Standing Committee on Meetings and Travel to Hold 2023 Midyear Meeting in New Orleans, Louisiana

The Standing Committee on Meetings and Travel requested approval to hold the 2023 Midyear Meeting in New Orleans, Louisiana, on February 1-7, 2023, subject to negotiation of acceptable terms by the Meetings and Travel Department.

The Member Services Committee recommended approval of the request.

UPON MOTION DULY MADE, SECONDED AND CARRIED:
The Board approved the request of the Standing Committee on Meetings and Travel to hold the 2023 Midyear Meeting in New Orleans, Louisiana, on February 1-7, 2023, subject to negotiation of acceptable terms by the Meetings and Travel Department.

3.7 Request from President-Elect Robert M. Carlson to Amend Jurisdictional Statement of Executive Committee and Executive Compensation Committee

President-Elect Robert M. Carlson requested approval to amend the jurisdictional statements of the Executive Committee and the Executive Compensation Committee to reflect the changes made to the process for evaluating the performance of the executive director and making any adjustments to the compensation.

This request was deferred until August 2018 Annual Meeting.

3.8 Request from Standing Committee on Publishing Oversight to Extend Deadline Regarding Editorial Policies

The Standing Committee on Publishing Oversight (SCOPO) requested approval to extend the deadline regarding editorial policies to January 31, 2019. In June 2017, the Board revised a portion of Chapter 6 of the ABA Policy & Procedures Handbook entitled "ABA Editorial Policy," concerning editorial policies for Association entity publications. This new editorial policy requires all publishing entities to have (and to annually review), written editorial policies consistent with the ABA Editorial Policy for their print and electronic publications and publishing programs, including books, periodicals, newsletters, CD-ROM, audio, and video publications. The Board mandated that all entities come into compliance with the new ABA Editorial Policy no later than June 1, 2018, and recommended that SCOPO develop a template policy to minimize the entity work required to achieve compliance with the new editorial policy. Accordingly, SCOPO developed a template policy and shared it with all ABA publishing entities. Because this involves a change in Section/Division/Forum policies, the publishing entities have requested additional time to communicate and review the new Editorial Policy with entity leadership, and to obtain entity approval of new written editorial policies. SCOPO agrees that this is a reasonable request and that additional time will enable entities to strengthen and refine their written editorial policies.

The Member Services Committee recommended approval of the request.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Standing Committee on Publishing Oversight to extend the deadline regarding editorial policies to January 31, 2019.
PROFESSION, PUBLIC SERVICE AND DIVERSITY

A. MATTERS FOR REVIEW BY THE BOARD

4.1 Nominations

a. The ABA Journal Board of Editors requested the following be elected to the ABA Journal Board of Editors:

i. Alice E. Richmond of Boston, Massachusetts, for a third three-year term on the ABA Journal Board of Editors beginning on July 1, 2018, and expiring at the conclusion of the 2021 Annual Meeting;

ii. Thomas C. Grella of Asheville, North Carolina, for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting; and

iii. Wilson A. Schooley of La Mesa, California, for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

The Profession, Public Service and Diversity Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board elected Alice E. Richmond of Boston, Massachusetts, to a third three-year term on the ABA Journal Board of Editors to begin on July 1, 2018, and expire at the conclusion of the 2021 Annual Meeting; Thomas C. Grella of Asheville, North Carolina, and Wilson A. Schooley of La Mesa, California, for three-year terms each beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

b. American Bar Endowment Board of Directors (3)

i. The term of ABA President-Elect Robert M. Carlson of Butte, Montana, as an ex-officio member to the American Bar Endowment Board of Directors (ABE Board of Directors) expires at the conclusion of the 2018 Annual Meeting. ABA President-Elect Robert M. Carlson requested the election of Hilarie Bass of Miami, Florida, to a one-year term as an ex-officio member to the ABE Board of Directors expiring at the conclusion of the 2019 Annual Meeting.

The Profession, Public Service and Diversity Committee recommended approval.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board elected Hilarie Bass of Miami, Florida, to a one-year term as an ex-officio member to the ABE Board of Directors expiring at the conclusion of the 2019 Annual Meeting.

ii. The second five-year term of Martha W. Barnett of Tallahassee, Florida, on the ABE Board of Directors expires at the conclusion of the 2018 Annual Meeting. The ABE Board of Directors requested the Board to approve Michael E. Flowers of Columbus, Ohio, for election to the ABE Board of Directors for a five-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2023 Annual Meeting.

The Profession, Public Service and Diversity Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved Michael E. Flowers of Columbus, Ohio, for election to the American Bar Endowment Board of Directors for a five-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2023 Annual Meeting.

iii. The first five-year term of Carolyn B. Lamm of Washington, D.C., on the ABE Board of Directors expires at the conclusion of the 2018 Annual Meeting. The ABE Board of Directors requested the Board to approve Carolyn B. Lamm for re-election to a second five-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2023 Annual Meeting.

The Profession, Public Service and Diversity Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved Carolyn B. Lamm of Washington, D.C., for election to a second five-year term on the American Bar Endowment Board of Directors beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2023 Annual Meeting.

c. Standing Committee on Audit

The ABA Bylaws specify that the Standing Committee on Audit be comprised of seven members, consisting of the Treasurer; three members who are not ABA Board of Governors (Board) members; and three Board members, one from each Board class. It also states that the Chair shall be designated by the President, and that the appointments are to be made by the Board upon the recommendation of the President. Allan J. Tanenbaum of Atlanta, Georgia, will be re-appointed to serve as
Chair beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2019 Annual Meeting.

The terms of E. Fitzgerald Parnell III of Charlotte, North Carolina (ABA Board of Governors member), and Alan S. Kopit of Pepper Pike, Ohio, expire at the conclusion of the 2018 Annual Meeting. President-Elect Robert M. Carlson requested the appointment of David W. Clark of Jackson, Mississippi, and Armando Gomez of Washington, D.C., for three-year terms on the Standing Committee on Audit beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

The Profession, Public Service and Diversity Committee recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board elected David W. Clark of Jackson, Mississippi, and Armando Gomez of Washington, D.C., for three-year terms on the Standing Committee on Audit beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

d. **Green Growth Knowledge Platform**

The Section of International Law requested the appointment of LeRoy Paddock of Washington, D.C., as the ABA representative to the Green Growth Knowledge Platform for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

The Profession, Public Service and Diversity Committee recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board elected LeRoy Paddock of Washington, D.C., as the ABA representative to the Green Growth Knowledge Platform for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

e. **International Aircraft Registry Advisory Board**

The Section of Business Law (Section) requested that the term of the current representative, William B. Piels of San Francisco, California, to the International Aircraft Registry Advisory Board be extended two years. Typically, appointments of representatives to this entity are for five years. In the Section’s original nomination for Mr. Piels, submitted on April 30, 2015, a five-year term was not specified. As a result, Mr. Piels was appointed for a three-year term. The Section requested that Mr. Piels’ term be extended two years to expire at the conclusion of the 2020 Annual Meeting.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request that the term of William B. Piels of San Francisco, California, as the ABA representative to the International Aircraft Registry Advisory Board, be extended two years to expire at the conclusion of the 2020 Annual Meeting.

f. National Judicial College Board of Trustees (2)

See Exhibit 2.4 (i).

g. Union Internationale des Avocats

The Section of International Law requested the appointment of Steven M. Richman of Princeton, New Jersey, as the ABA representative to the Union Internationale des Avocats for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

The Profession, Public Service and Diversity Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board elected Steven M. Richman of Princeton, New Jersey, as the ABA representative to the Union Internationale des Avocats for a three-year term to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.

4.2 Awards

a. Council on Diversity in the Educational Pipeline and Judicial Division

The Council on Diversity in the Educational Pipeline and the Judicial Division requested approval to rename a segment of the ABA Judicial Clerkship Program (JCP), known as the “Research Exercise”, in honor of the Hon. Frank Sullivan (retired Justice, Indiana Supreme Court, Indianapolis, Indiana). If approved, “The Hon. Frank Sullivan Research Exercise” will be announced at a joint meeting of the entities during the 2018 Annual Meeting. During this meeting a one-time award figurine, valued at no more than $750.00, will be presented to Justice Sullivan who in 2001 reviewed and enhanced the program to reflect the practical and realistic day-to-day activities of a law clerk.

The Profession, Public Service and Diversity Committee recommended approval.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Council on Diversity in the Educational Pipeline and the Judicial Division to rename a segment of the ABA Judicial Clerkship Program, known as the “Research Exercise”, in honor of the Hon. Frank Sullivan. A one-time award figurine valued at no more than $750.00, will be presented to Justice Sullivan who in 2001 reviewed and enhanced the program to reflect the practical and realistic day-to-day activities of a law clerk.

b. Section of State and Local Government Law

The Section of State and Local Government Law (Section) requested approval to rename its Young Lawyer Fellowship, which was approved by the Board at its August 7-8, 2008 meeting, in the name of former Section leader Elizabeth Clark who passed away on October 30, 2017, and was active with the Section’s Diversity Committee and committed to the mentorship of young, diverse Section members. The Elizabeth Clark Fellowship will be awarded to a young lawyer to attend the Section’s Spring or Fall meeting (or the Land Use Institute), write for the Section’s publications, and develop expertise in the areas of the law which Elizabeth Clark so loved and enjoyed. The costs of attending the conference will be derived from Section funds.

The Profession, Public Service and Diversity Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Section of State and Local Government Law (Section) to rename its Young Lawyer Fellowship in the name of former Section leader Elizabeth Clark who passed away on October 30, 2017. The Elizabeth Clark Fellowship will be awarded to a young lawyer to attend the Section’s Spring or Fall meeting (or the Land Use Institute), write for the Section’s publications, and develop expertise in the areas of the law which Elizabeth Clark so loved and enjoyed. The costs of attending the conference will be derived from Section funds.

4.3 Consideration of ABA Medal

In executive session, the Board selected and then reported out Bryan A. Stevenson, Executive Director of the Equal Justice Initiative in Montgomery, Alabama, as the recipient of the 2018 ABA Medal.
4.4 Requests from Fund for Justice and Education

a. Amend Program Support Fund and Endowment Policy

The Fund for Justice and Education (FJE) requested approval of the revised Program Support Funds (PSF) and Endowment policy that includes a more robust role for the ABA/FJE as a partner to the Board in monitoring PSFs and endowments. This policy was submitted to the Board for approval at the 2018 Midyear Meeting but was withdrawn at the request of the Finance Committee to permit comments from affected entities.

The Profession, Public Service and Diversity and Finance Committees recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the request of the Fund for Justice and Education (FJE) for a revised Program Support Funds (PSF) and Endowment policy that includes a more robust role for the ABA/FJE as a partner to the Board in monitoring PSFs and endowments. In addition, the Board recommended that the Finance Committee review the Policy on deficit spending by all entities not just Sections, Divisions and Forums.

b. Create Program Support Fund for Section of Family Law

The Fund for Justice and Education (FJE) requested approval to create a Program Support Fund (PSF) on behalf of the Section of Family Law (Section). The PSF will allow the Section to explore other sources of non-dues revenue to help maintain and expand the charitable programming that helps improve the profession and society. This charitable account will be maintained within the ABA/FJE and all applicable policies pertaining to PSFs will be followed.

The Profession, Public Service and Diversity Committee recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the request of the Fund for Justice and Education (FJE) to create a Program Support Fund (PSF) on behalf of the Section of Family Law, with the understanding that the PSF will be maintained within the ABA/FJE and all applicable policies pertaining to PSFs will be followed.
c. **Update and Recommendation on Current Program Support Funds**

At the June 2017 Board of Governors meeting, the Board’s Improving the Profession Committee approved the ABA/FJE’s request to have an official and participatory role with the Board in the monitoring and compliance of Program Support Funds (PSFs). The ABA/FJE fulfilled its more robust role by reviewing each PSF and providing its formal recommendation on the ongoing status of each account for the Board’s consideration.

The ABA/FJE found that the majority of PSFs are compliant or will be compliant with careful monitoring and review. However, the Center for Human Rights (Center) and the AIDS Coordinating Committee (Coordinating Committee) are not compliant because they have negative balances in their PSF accounts and are seeking special consideration by the Board to allow them to spend additional funds which would further increase the PSFs negative balance until funds are raised to eliminate the deficits.

The Center currently has a negative balance of ($36,857). The Center is working with an anonymous donor who will contribute $100,000 per year for two years with the understanding that a portion of the initial $100,000 will be used to eliminate the current deficit. The Center is hosting the Eleanor Roosevelt Prize for Global Human Rights Advancement in September, and is seeking permission from the Board to spend up to $50,000 as it fundraises for the event.

The AIDS Coordinating Committee currently has a negative balance of ($19,110). The Coordinating Committee recently held the 2018 HIV/AIDS Law & Practice Conference from February 22-23, in New Orleans. Approximately $16,000 in additional charges will be applied to this account, bringing the total negative balance to approximately ($35,000).

The Profession, Public Service and Diversity Committee recommended that the Center for Human Rights and the AIDS Coordinating Committee not be allowed further deficit spending and further recommended that the Finance Committee put controls in place to keep entities from having negative balances in their PSFs.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board did not grant approval for the Center for Human Rights and the AIDS Coordinating Committee to engage in further deficit spending and recommended that the Finance Committee put controls in place to keep entities from having negative balances in their PSFs.
d. **Approval of New Projects/Programs**

The Fund for Justice and Education requested approval of eleven (11) new projects/programs submitted by five (5) ABA entities, nine (9) of which are also requesting approval to seek outside funding and nine (9) are requesting approval to establish separate accounts in their program support funds to track the funding for the new project/program.

The Profession, Public Service and Diversity Committee recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the request of the Fund for Justice and Education of eleven (11) new projects/programs submitted by five (5) ABA entities, nine (9) of which also requested approval to seek outside funding and nine (9) requested approval to establish separate accounts in their program support funds to track the funding for the new project/program.

4.5 **Requests from Rule of Law Initiative**

a. **Updated List of Approved Countries of Operation, Donors and Thematic Program Areas**

The ABA Rule of Law Initiative (ROLI) requested approval of the updated list of Approved Countries of Operation, Donors, and Thematic Program Areas. Specifically, ROLI seeks approval of the Kosovo Legal Services Company (KLSC), as a donor. KLSC is a Kosovo-based organization established in 2011 which operates as an independent limited liability company that provides legal analysis and consulting services strengthening the rule of law in Kosovo. KLSC has received funding from the European Union, the World Bank and the U.S. Agency for International Development (USAID) to build the capacity of, and provide technical support to, Kosovo’s legal institutions, and ROLI would like to explore the possibility of receiving a sub-grant from KLSC to support capacity-building of the Kosovo Chamber of Advocates (bar association) under the upcoming USAID-funded Justice Matters program.

The Profession, Public Service and Diversity Committee recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the request of the ABA Rule of Law Initiative of the updated list of Approved Countries of Operation, Donors, and Thematic Program Areas to specifically add Kosovo Legal Services Company as a donor.
b. **Memoranda of Understanding with Partner Organizations**

The ABA Rule of Law Initiative (ROLI) requested approval to enter into Memoranda of Understanding (MOUs) with the following prospective partner organizations:

1. Tunisia - (a) the Tunisian National Committee on Trafficking in Persons; and (b) The United Nations Population Fund;
3. Tajikistan – International Development Law Organization;
4. Uzbekistan – (a) the Tashkent State University of Law of the Republic of Uzbekistan; and (b) the Chamber of Advocates of the Republic of Uzbekistan;
5. Liberia – Liberia’s judicial authorities;
6. Mauritania – Mauritania’s Commission on Human Rights and Humanitarian Action; and

These MOUs are non-binding expressions of intent to collaborate between the organizations and are often critical to successful implementation of ROLI’s grant commitments.

The Profession, Public Service and Diversity Committee recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the request of the ABA Rule of Law Initiative to enter into Memoranda of Understanding (MOUs) with the following prospective partner organizations, subject to review and approval of the Memoranda of Understanding by the Office of the General Counsel, and a signed copy filed with the Division for Policy and Planning:

1. Tunisia - (a) the Tunisian National Committee on Trafficking in Persons; and (b) The United Nations Population Fund;
3. Tajikistan – International Development Law Organization;
4. Uzbekistan – (a) the Tashkent State University of Law of the Republic of Uzbekistan; and (b) the Chamber of Advocates of the Republic of Uzbekistan;
5. Liberia – Liberia’s judicial authorities;
6. Mauritania – Mauritania’s Commission on Human Rights and Humanitarian Action; and
c. Updated Resolution on Overseas ABA ROLI Office Registration

The ABA Rule of Law Initiative (ROLI) requested approval to update the countries of registration to reflect a change in the status of Uzbekistan. ROLI has been in discussions with the U.S. Government about the opportunity to re-engage local partners and undertake technical assistance activities in Uzbekistan considering recent justice sector reform efforts that the Government of Uzbekistan is implementing. ROLI seeks the Board’s approval to register in-country if the opportunity arises as part of these discussions. ROLI would only be able to implement programs in Uzbekistan with full registration of an office in compliance with national law.

The Profession, Public Service and Diversity Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the ABA Rule of Law Initiative (ROLI) to update the countries of registration to reflect a change in the status of Uzbekistan.

d. Participation in the U.N. Convention Against Corruption Coalition ePlatform

The ABA Rule of Law Initiative (ROLI) requested approval to participate in the UN Convention Against Corruption Coalition (“UNCAC Coalition”), specifically in the African, Southeast Asian and Southeast Europe regional anti-corruption e-platforms. The UNCAC Coalition was established in August 2006 and is a global network of over 350 civil society organizations (CSOs) in over 100 countries, committed to promoting the ratification, implementation and monitoring of the UN Convention against Corruption (UNCAC). ROLI has been asked to participate in the e-platforms given its reputation for anti-corruption programs. The main objective of the e-platforms is to serve as a tool to connect NGOs working in the field of anti-corruption and the promotion of good governance in their respective regions, to expose the featured CSOs to a wider network and series of events pertaining to anti-corruption and the implementation of UNCAC.

The Profession, Public Service and Diversity Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the ABA Rule of Law Initiative (ROLI) to participate in the UN Convention Against Corruption Coalition, specifically in the African, Southeast Asian and Southeast Europe regional anti-corruption e-platforms.
4.6 **Special Committee on Hispanic Legal Rights and Responsibilities – Status of Fundraising Ability and Membership Focus**

The Profession, Public Service and Diversity Committee received a request from Richard Pena, Chair of the Special Committee on Hispanic Legal Rights and Responsibilities (Special Committee) to continue as a Special Committee. In April 25, 2017, the Board required the Special Committee to report to the Board prior to or at its June 2018 meeting regarding the status of the Special Committee’s fundraising ability and membership focus. Since this directive, the Special Committee has embarked on a yearlong initiative to meet the mandate and raise funds for its program support fund while working to increase the number of ABA members who are Hispanic.

The Profession, Public Service and Diversity Committee recommended that the Special Committee on Hispanic Legal Rights and Responsibilities’ FY2019 general revenue budget be reduced to $8,600 to cover meetings and travel costs. The Committee further recommended that the Special Committee not have a dedicated staff person and that the Managing Director of the Diversity Center, following the current ABA reorganization of staff and to achieve better collaboration and use of resources, identify who would support the Special Committee as well as the other Diversity entities within the Center.

It was proposed to the Profession, Public Service and Diversity Committee that the Special Committee be allowed to continue as a separate entity within the Center for Diversity and Inclusion, that its meetings and travel budget be reduced in keeping with the new policy to reduce funding for meetings and travel for all ABA entities, and that the Special Committee no longer have a dedicated staff person but that it be supported by general revenue funded staff of the Center for Diversity and Inclusion.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved that the Special Committee on Hispanic Legal Rights and Responsibilities (Special Committee) be continued and that its FY2019 general revenue budget be reduced to $8,600 to cover meetings and travel costs. The Board further recommended that the Special Committee not have a dedicated staff person and that the Managing Director of the Diversity Center, following the current ABA reorganization of staff and to achieve better collaboration and use of resources, identify who would support the Special Committee as well as the other Diversity entities within the Center.
MATTERS OF INDEPENDENT JURISDICTION

4.15 Requests for Co-sponsorships

The Profession, Public Service and Diversity 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 International Law**: to co-sponsor a breakfast session with the East Africa Law Society during the International Bar Association’s Annual Congress on Thursday, October 11, 2018. The panel, including representatives of both common law and civil law jurisdictions, will explore developments in access to justice, particularly in regard to cross border practice, where traditional forms of law firms are under challenge.

b. **Standing Committee on Public Education**: to collaborate with ThinkCERCA to develop high-quality digital curriculum materials in the areas of law-related and civic education and provide professional development support for teachers and schools using the resources. The two organizations will also collaborate to seek funding as opportunities arise to expand the depth and reach of the collaboration, such as from the Library of Congress for its Teaching with Primary Sources grant program.

c. **Commission on Disability Rights**: to co-sponsor with Microsoft to provide a 10-12-week summer internship opportunity for a law student with a disability who has completed his or her first year. The Commission requested approval for the next three years (2019, 2020, 2021). The selected intern will work within Microsoft’s Corporate, External, and Legal Affairs Department in Redmond, Washington, and will be paid $8,500 a month by Microsoft.

d. **National Conference of the Administrative Law Judiciary**: to co-sponsor and contribute funds to the Fund for Justice, Inc., d/b/a Chicago Appleseed Fund for Justice and others, for a new Comprehensive Data-Based Comparative Study of Central Panels. The study is a complete update of Malcom Rich and Wayne E. Brucar’s *The Central Panel System for Administrative Law Judges: A Survey of Seven States*, which was co-sponsored by the American Judicature Society and the Administrative Conference of the United States in 1983.

e. **Judicial Division (3)**:

i. to apply for a National Press Club “Headliners Program” this bar year (the exact timing is unknown, as the program would need to be first chosen and then determined by the National Press Club). This program will be a high-profile speaker panel discussing the U.S. crisis involving police-involved harm to citizens, such as has been reported in Ferguson, Missouri; Cincinnati, Ohio; Baton Rouge, Louisiana; and Baltimore, Maryland; and elsewhere, and to discuss the role of the courts, the
press and the bar in ensuring a fair trial and to instill confidence in the judiciary.

ii. to co-sponsor with Golden Gate University the Sixth Annual Veterans Law Conference to be held at Golden Gate University Law School in San Francisco, California, on Friday, November 2, 2018. The goal of the conference is to help veterans transition into higher education and into professional careers.

iii. to co-sponsor with the Loyola University School of Law in Chicago, Illinois, a panel discussion, tentatively titled #MeToo and the Judiciary, and a reception to be held in conjunction with the ABA Annual Meeting, on Wednesday, August 1, 2018, with an estimated 100 ABA members and local attorneys in attendance. The Judicial Division Standing Committee on Diversity in the Judiciary has budgeted $3,000 of section funds towards the cost of the program and reception.

f. National Conference of Federal Trial Judges: to co-sponsor a one-day CLE program with the South Carolina Chapter of the Federal Bar Association (SCFBA) on Thursday, August 23, 2018, in Greenville, South Carolina. (Approval for the CLE program has already been obtained from the Standing Committee on Continuing Legal Education.) The program will take place at both the Poinsett Club and the Clement F. Haynsworth Federal Building and U.S. Courthouse. The Judicial Division has approved up to $5,000 from its Program Support Fund to defray the cost of scholarships and speaker reimbursements.

g. Standing Committee on Legal Aid and Indigent Defendants: to co-sponsor with the Los Angeles County Bar Association’s Criminal Justice Section a meet and greet event featuring North Carolina Supreme Court Associate Justice Cheri Beasley, on Wednesday, July 11, 2018, in Los Angeles, California. The program will include a Q&A about Justice Beasley’s background, her path to the North Carolina Supreme Court, and her expertise on juvenile justice.

h. ABA Rule of Law Initiative: to co-sponsor with outside organizations, including several Chicago law schools and law firms, ROLI’s Rule of Law Luncheon at the ABA Annual Meeting, an annual celebration of the ABA’s work to advance the rule of law in more than 50 countries around the world which will feature a discussion with a keynote speaker addressing current challenges and state of the rule of law globally.

i. Forum on Communications Law: to continue to co-sponsor with several outside organizations and to seek outside funding for the First Amendment and Media Law Diversity Moot Court Competition which has been successful for the past ten years. The competition is designed primarily to expose minority law students to the Forum on Communications Law (Forum) and the practice of media law and offers a unique opportunity for law students to apply their writing and advocacy skills to issues relevant to the media law bar. Potential sources of funding will be identified and the Forum will be required to fund some portion of the competition from Forum funds.
j. **Section of Intellectual Property Law**: to co-sponsor certain Section of Intellectual Property Law (Section) committee programs with specific outside entities in the 2018-2019 Association year. This same request has been submitted and approved by the Board for the past six Association years. Committee programs are tools used by Section committees to inform Section members and other interested parties about timely issues in intellectual property law.

k. **Section of Dispute Resolution**: to co-sponsor the project *We, the People: Strengthening Democratic Engagement to Address Local Civil Unrest with Ohio State University’s Divided Community Project*. This collaboration between the Divided Community Project and the Section has received a grant from the American Association of Arbitrators Foundation to support the development and implementation of a national “academy” for invited local community leaders. Expenses not covered by the grant will be paid from Section of Dispute Resolution funds.

**FINANCE**

**A. MATTERS FOR REVIEW BY THE BOARD**

5.1 **Budget Appeals**

The Finance Committee considered ten appeals to the FY2019 budget that were received from various entities. The Finance Committee voted to provide bridge funding of up to $8,600 for these entities to continue to meet in FY 2019 so they can consider funding alternatives with the express understanding that this funding may not be continued in subsequent years. The reason for providing the funding of these entities for meetings in FY 2019 is to provide the opportunity for each entity to work on finding alternative funding for future ways of accomplishing this critical work. By alternative funding, the Committee meant potentially joining and working with other parts of the ABA and/or obtaining external funding (grants or contributions from third-parties). It noted that while the approach was limited to the decisions relating to the appeals and this year's budget, the Finance Committee strongly recommends that next year's Board encourage all entities within the ABA to undertake the same constructive and creative thinking regarding how to achieve significant additional cost savings through new operating models, partnerships and alliances in future years while at the same time continuing to do the good work they are doing.

The Finance Committee made the following recommendations:

- Commission on Law & Aging - $8,600
  - Committee recognizes the great work of the Commission, but also took note that the Commission has approximately $900,000 of funds readily available (in temporarily restricted and program support funds) to support their work. Therefore, the Committee does not believe that
the Commission should receive the amount of General Revenue funding requested at this time. As such, the appeal is granted to the extent of $8,600 to fund meeting and travel expenses and the balance is denied.

• Death Penalty Due Process Review Project - $8,600
  • Denied except for $8,600 to fund meeting and travel expenses for committee to meet and explore other funding alternatives.

• IOLTA-$8,600
  • Denied except for $8,600 to fund meeting and travel expenses for committee to meet and explore other funding alternatives.

• Legal Opportunity Scholarship -$0
  • Appeal is denied. Alternative funding already exists.

• National Judicial College - $0
  • Appeal is denied. Organization has financial resources available to it.

• StC on Group & Prepaid Legal Services - $4,500
  • Denied except for $4,500 to fund meeting and travel expenses for committee to meet and explore other funding alternatives and possible combination with GP Solo.

• StC on American Judicial System - $8,600
  • The appeal is denied except for $8,600 to fund meeting and travel expenses for the committee to meet.

• StC on Disaster Preparedness - $8,600
  • Appeal denied except for $8,600 to fund meeting and travel expenses. The Finance Committee notes that there are other entities in the ABA which are performing a similar function.

• StC on Election Law - $8,233
  • Appeal denied except for $8,233 to fund meeting and travel expense.

• StC on Gun Violence - denied the appeal except for $3,300.

• Commission on Interest on Lawyers’ Trust Accounts - denied the appeal except for $8,600.

5.2 Request from Solo, Small Firm and General Practice Division to Contribute Funds to National Judicial College

The Solo, Small Firm and General Practice Division (Division) requested approval to contribute $2,000, derived from Division funds, to the National Judicial College (NJC). This contribution will be directed toward the Wm. T. (Bill) Robinson III Scholarship Endowment to honor ABA Past President Robinson’s enduring spirit. The fund will provide financial support for judges to attend courses at the College for as long as judicial education exists. The Division Council approved the request for the donation to the NJC at its Council meeting on February 3, 2018.

The Finance Committee recommended approval.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Solo, Small Firm and General Practice Division (Division) to contribute $2,000, derived from Division funds, to the National Judicial College.

5.3 Request from Forum on Construction Law to Contribute Funds to ACE Mentor

The Forum on Construction Law (Forum) requested approval to contribute $10,000, derived from Forum funds, to the ACE Mentor Program. ACE Mentor is an after-school program designed to introduce high school students to the architecture, construction and engineering industries and to encourage them to consider a career in the construction industry. Over 8,700 students have gone through the ACE program and a high percentage have gone on to careers in these industries. In effect, ACE graduates are next-generation potential clients of Forum members. The program is run by volunteer mentors from the industry, including Forum-member construction lawyers.

The Finance Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Forum on Construction Law (Forum) to contribute $10,000, derived from Forum funds, to the ACE Mentor Program.

5.4 Request from Fund for Justice and Education to Extend Budget Line Item for Legal Opportunity Scholarship Fund

The ABA Fund for Justice and Education (FJE) requested approval of the extension of the current ABA Legal Opportunity Scholarship (Scholarship) budget line item through FY2030. The existing budget line item has a timeframe of FY2009 thru FY2020. Under the current budget authority, with no extension made to it by the Board, the program would need to change significantly; entailing a meaningful reduction in the number of Scholarship recipients and the award amount or its duration, beginning in FY2019.

The Finance Committee recommended that the request not be approved.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board did not approve the request of the ABA Fund for Justice and Education for an extension of the current ABA Legal Opportunity Scholarship budget line item through FY2030.
5.5 Request from Section of Litigation to Amend Fundraising Terms for Benjamin R. Civiletti Endowment

The Section of Litigation (Section) requested approval to modify the principal goal of the Benjamin R. Civiletti Endowment from $1 million to $750,000. The Section established the Benjamin R. Civiletti Justice Fund with an initial contribution of $50,000 and another $100,000, to match funds raised independently, with the understanding that this fund would convert to a Program Support Fund if $1 million was not raised within five years. Under its conversion to a permanent endowment, any investment income is to be left in the endowment until the principal balance reaches the $1 million target, at which point income earned can be used to support the Section’s Good Works initiatives and projects.

As of the end of April 2018, the final year of fundraising, the endowment has a total balance of $742,014. With the agreement of Mr. Civiletti, Section leadership has proposed the lowering of the principal target to $750,000. With this revised target, the endowment will still receive contributions; however, earned income will be accessed and directed in a shorter timetable. The Section Council approved this modification at its January 2018 Leadership Meeting.

The Finance Committee recommended approval.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the request of the Section of Litigation to modify the principal goal of the Benjamin R. Civiletti Endowment from $1 million to $750,000.

5.6 Requests from Standing Committee on Audit

The Finance Committee recommended that the Board of Governors approve the following items requested by the Standing Committee on Audit:

- FY2019 Proposed Internal Audit Plan
- Updated Internal Audit Policy Statement
- Retention of Grant Thornton to perform the FY2018 audit of the ADA Consolidated Financial Statements and Single Audit which is required due to the grants received from the federal government.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board approved the following requests of the Standing Committee on Audit:

- FY2019 Proposed Internal Audit Plan
- Updated Internal Audit Policy Statement
• Retention of Grant Thornton to perform the FY2018 audit of the ADA Consolidated Financial Statements and Single Audit which is required due to the grants received from the federal government.

5.7 Report of Investments Subcommittee

The Board delegates to the Finance Committee the responsibility for overseeing the long-term investment assets based on the Board-approved investment policy. The Finance Committee has established an Investment Subcommittee (“Subcommittee”) composed of nine members, including the Treasurer, Finance Chair, and a designated Section liaison appointed by the Chair of the Section Officers Conference, and three Association members who are not members of the Board. The Subcommittee oversees the investments, reports results to the Finance Committee, and makes recommendations to the Finance Committee to modify the investment policy, change the Investment Consultant, or any other matter the Subcommittee deems appropriate. After discussion, review and input from the Sections, the Subcommittee on Investments recommended that the Board of Governors by recommendation of the Finance Committee adopt the ABA Investment Policy as presented in the agenda materials. This Policy a) establishes reasonable expectations, objectives, and guidelines for the investment of the Pool; b) outlines roles and responsibilities of those involved in the management and oversight of the Pool; c) sets forth an investment structure based on asset roles and details the permitted allocations of those within the Pool; creates the framework for a well-diversified asset mix that is expected to generate acceptable returns at suitable levels of risk; and d) is crafted to provide guidance but not imperatives and acknowledges that fiduciaries may make decisions on a basis that differs from that outlined if circumstances require it.

The Finance Committee recommended approval.

UPON MOTION DULLY MADE, SECONDED AND CARRIED:

The Board approved the Investment Policy Statement (see Attachment A).

5.8 FY2019 Consolidated Budget

The FY2019 Consolidated Budget will be considered for approval at the 2018 Annual Meeting.
5.9 Request from Law Student Division for Partial Reimbursement for ABA 2018 Annual Meeting

The Law Student Division (Division) requested approval for partial reimbursement of expenses, up to a maximum total of $15,000, incurred by members of the Law Student Division Council for attendance at Division meetings to be held in conjunction with the ABA 2018 Annual Meeting.

The Finance Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board approved the request of the Law Student Division (Division) for partial reimbursement of expenses, up to a maximum total of $15,000, incurred by members of the Law Student Division Council for attendance at Division meetings to be held in conjunction with the ABA 2018 Annual Meeting.

5.10 Request for Reconstitution of A-E-F-C Pension Plan Administration Committee

Executive Director Jack L. Rives requested that the Board approve the reconstitution of the A-E-F-C Pension Plan (“Plan”) Administrative Committee (“Committee”) effective at the conclusion of the 2018 Annual Meeting, to be comprised of six staff representatives of the four participating employers, the ABA Treasurer, and two additional volunteer members nominated by the President-Elect. To effect this change, Mr. Rives recommended that the Board (1) remove three of the four members whose terms are not expiring in August; (2) appoint six new members by staff position [specifically the ABA Deputy Executive Director; the ABA Chief Financial Officer; the ABA Chief Governance Officer; the American Bar Endowment (“ABE”) Executive Director; the American Bar Foundation (“ABF”) Executive Director or his designee; and the National Judicial College (“NJC”) Chief Financial Officer]; (3) retain current volunteer member Kathryn Kennedy, Secretary of the Committee, whose term expires at the conclusion of the 2020 Annual Meeting; and (4) appoint one new volunteer member nominated by the President-Elect.

The Finance Committee recommended approval.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Board adopted the following resolution as amended:

RESOLVED, that the Board of Governors extends its appreciation and gratitude to the volunteer members of the Committee for their faithful service.
FURTHER RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, the following members of the Committee are removed effective at the conclusion of the ABA 2018 Annual Meeting:

Barry C. Hawkins  
Alan S. Rachlin  
Howard H. Vogel  

FURTHER RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, effective at the conclusion of the ABA 2018 Annual Meeting the Committee shall be composed as follows: (1) ABA Treasurer; (2) ABA Deputy Executive Director (or the functional equivalent); (3) ABA Senior Associate Executive Director and Chief Financial Officer (or the functional equivalent); (4) ABA Senior Associate Executive Director and Chief Governance Officer (or the functional equivalent); (5) Chief Financial Officer, National Judicial College; (6) Executive Director, American Bar Endowment; (7) Executive Director or designated staff representative, American Bar Foundation; (8) volunteer member Kathryn Kennedy and (9) Kathryn Kennedy, a current member of the Committee, and (5) one volunteer member nominated to be appointed by the President-Elect.

FURTHER RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan (the “Plan”), effective at the conclusion of the ABA 2018 Annual Meeting, individuals serve on the Committee for a term that lasts from the day the person assumes the position until the earliest any of the following occurs: (1) the person ceases performing in the position (to be automatically replaced by the successor in accordance with the Plan) or, for volunteer members not serving by position, the expiration of the three year period commencing with the effective date of appointment (or, if earlier, the expiration of the unexpired term to which such member was appointed); (2) the person resigns as a Committee member pursuant to the terms of the Plan; or (3) the Board elects to remove any person, position, or otherwise alter the composition of the Committee pursuant to the terms of the Plan.

5.11 ABA Journal

The Finance Committee (Committee) received the report of the ABA Journal on the financial results through April 2018. The Committee also considered the FY2019-2021 Journal Board of Editors budget plans to address the decline in revenue and general operations funding.
The Finance Committee recommended approval and enthusiastically commends the ABA Journal for their constructive approach.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Board received the report of the ABA Journal on the financial results through April 2018.

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

Mary L. Smith
Secretary
The Executive Committee (“Committee”) of the Board of Governors of the American Bar Association met by telephone conference on Wednesday, May 23, 2018 at 10:00 a.m. CT. President Hilarie Bass presided. Participating in the meeting were Michelle A. Behnke, Michael H. Byowitz, Robert M. Carlson, Deborah Enix-Ross, Ilene K. Gotts, and Darcee S. Siegal. William R. Bay, Judy Perry Martinez, Jack L. Rives, James Dimos, Alpha M. Brady, and Rochelle E. Evans also participated on the call.

The Committee was reminded of the directive to the Board of Governors to identify $1.5 million (or more) of cost reductions to have a balanced General Operations budget in FY2019. The request for additional reductions stems primarily from the membership goals of the Association and revenue shortfalls. Taking into consideration the priorities of the Association, input from staff, and assumptions that the market will remain constant, the Finance Committee identified $3 million of cost reductions in order to be proactive, prevent potential deficits, and avoid going into reserves.

Several concerns were raised regarding the following: 1) Commission on Homelessness and Poverty and expenses that are allocated to staff; 2) elimination of reimbursement for the Board of Governors and House of Delegates; 3) elimination of the Death Penalty Due Process Project; and 4) elimination of meeting expenses for certain committees that are required to meet other than during the midyear and annual meetings, i.e., the Committee on Rules and Calendar, Standing Committee on Federal Judiciary, etc. After further discussion, the above-raised issues were removed from the proposal. In addition, it was noted that a limited number of committees will be exempt from the meetings policy as necessary. While concerns were raised regarding the elimination of funding for the Legal Opportunity Scholarship, the Committee was advised that funding could be obtained elsewhere as currently done.

It was noted that the Law Student Division and the Young Lawyers Division will continue to have limited funding and will be reimbursed for the Midyear and Annual Meetings only. While the proposed cut for the Senior Lawyers Division is $30,000, it was recommended that its funding remain the same.

It was suggested that if the Association is going to continue to reimburse members, the Association should be more aggressive in asking members and entities to cover their own expenses. It was noted that most committees and commissions should have seven members, but many have more than seven. Given the increased size of many committees and commissions, the question was raised as to whether reimbursement should be capped at seven members or less. The Committee emphasized, as a reminder to the Finance Committee, that it cannot bind future Boards regarding the budget, but the practice/policy regarding reimbursement should be carried forward.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Executive Committee amended and approved the attached recommendations of the Finance Committee.

It was noted that the additional reductions currently total $2.6 million. The memo and charts as approved by the Executive Committee will be forwarded to the Board of Governors prior to its conference call scheduled for June 1, 2018. Memos also will be sent to entities regarding the appeals process which will include an opportunity to be heard by the Finance Committee and if necessary, the full Board at the June meeting. The Standing and Special Committees and Commissions will be sent a notice regarding the requests for waivers for the meetings and travel policy.

President Bass thanked Ms. Behnke, Ms. Gotts, Mr. Phelan, and the Finance Committee for their hard work in identifying additional reductions.

There being no further business to come before the Executive Committee, the meeting was adjourned.

Respectfully Submitted,

Mary L. Smith
Secretary
<table>
<thead>
<tr>
<th>BOG Committee</th>
<th>FY 2018 Budget (1)</th>
<th>M&amp;T Costs (2)</th>
<th>FY 2019 Controllable Amount</th>
<th>Approved Reductions</th>
<th>Comment</th>
</tr>
</thead>
<tbody>
<tr>
<td>ABA Blueprint</td>
<td>Member Services</td>
<td>30</td>
<td>30</td>
<td>15</td>
<td>Reduce funding</td>
</tr>
<tr>
<td>Accreditation Insurance</td>
<td>N/A</td>
<td>60</td>
<td>$60</td>
<td>60</td>
<td>Moves accreditation insurance cost to the Accreditation Section</td>
</tr>
<tr>
<td>BOG Liaison Assignments travel</td>
<td>Finance</td>
<td>80</td>
<td>80</td>
<td>80</td>
<td>Discontinue funding; M&amp;T changes will facilitate liaison contact 2x per year without the use of these funds</td>
</tr>
<tr>
<td>Commission on Disability Rights</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>321</td>
<td>321</td>
<td>149</td>
<td>Reduce staffing and encourage Commission to seek outside funding</td>
</tr>
<tr>
<td>Commission on Law &amp; Aging</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>362</td>
<td>18</td>
<td>301</td>
<td>Require that they fund themselves through grants and PSF in FY 2019 and consider spinning out from ABA thereafter. PSF balance is $175K</td>
</tr>
<tr>
<td>Conduct one BOG meeting virtually</td>
<td>Finance</td>
<td>425</td>
<td>125</td>
<td>125</td>
<td>President Carlson has already agreed for FY 2019.</td>
</tr>
<tr>
<td>Death Penalty Due Process Review</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>151</td>
<td>117</td>
<td>117</td>
<td>Recommend that Gen Ops funding be discontinued</td>
</tr>
<tr>
<td>Election Law</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>95</td>
<td>13</td>
<td>85</td>
<td>Recommend elimination of Gen Ops funding</td>
</tr>
<tr>
<td>Group &amp; Prepaid Legal Services</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>194</td>
<td>15</td>
<td>140</td>
<td>Recommend that funding be sought from other sources (i.e. State IOLTA organizations and bars)</td>
</tr>
<tr>
<td>IOLTA</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>327</td>
<td>21</td>
<td>124</td>
<td>Reduce funding to permit continued participation at minimum level</td>
</tr>
<tr>
<td>Law Library of Congress</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>33</td>
<td>6</td>
<td>33</td>
<td>Do not provide new scholarships; honor remaining obligation on existing scholarships</td>
</tr>
<tr>
<td>Legal Opportunity Scholarship</td>
<td>Finance Committee</td>
<td>170</td>
<td>170</td>
<td>70</td>
<td>Would also notify NIC to expect BOG to recommend further reduction in FY 2020.</td>
</tr>
<tr>
<td>National Judicial College</td>
<td>Member Services</td>
<td>203</td>
<td>203</td>
<td>100</td>
<td></td>
</tr>
<tr>
<td>Standing Committee on the Delivery of</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>$210</td>
<td>$22</td>
<td>$210</td>
<td>40</td>
</tr>
<tr>
<td>Legal Services</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>Recommend a $40K reduction</td>
</tr>
<tr>
<td>Standing Committees have less frequent</td>
<td>See separate schedule</td>
<td>1,206</td>
<td>941</td>
<td>941</td>
<td>606</td>
</tr>
<tr>
<td>meetings or meet at Annual and Midyear</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>See next page. Assumes reimbursement for only seven members and nearly all meetings at annual and midyear</td>
</tr>
<tr>
<td>Standing Committees on Gun Violence</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>6</td>
<td>5</td>
<td>6</td>
<td></td>
</tr>
<tr>
<td>STC on American Judicial System</td>
<td>Member Services</td>
<td>308</td>
<td>82</td>
<td>281</td>
<td>Recommend no General Operations funding and reach out to other interested entities to sponsor</td>
</tr>
<tr>
<td>STC on Disaster Preparedness</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>116</td>
<td>24</td>
<td>106</td>
<td>Merge into LP&amp;TG. LP&amp;TG willing to assume for $50 K in funding, saving $56 K.</td>
</tr>
<tr>
<td>BOG Committee</td>
<td>Budget (1)</td>
<td>M&amp;T Costs (2)</td>
<td>Controllable</td>
<td>Approved Reductions</td>
<td>Comment</td>
</tr>
<tr>
<td>-----------------------------</td>
<td>------------</td>
<td>---------------</td>
<td>--------------</td>
<td>---------------------</td>
<td>------------------------------------------</td>
</tr>
<tr>
<td>StC on Governmental Affairs</td>
<td>N/A</td>
<td>4</td>
<td>4</td>
<td>4</td>
<td>Recommend elimination of Gen Ops funding</td>
</tr>
<tr>
<td>StC on Medical Professional Liab</td>
<td>N/A</td>
<td>4</td>
<td>3</td>
<td>4</td>
<td>Moving to TIPS</td>
</tr>
<tr>
<td>Youth at Risk</td>
<td>Prof, Pub Srv, &amp; Div</td>
<td>129</td>
<td>10</td>
<td>109</td>
<td>Recommend merging with Children &amp; Law and sharing staff.</td>
</tr>
<tr>
<td>Total</td>
<td></td>
<td>$4,434</td>
<td>$1,164</td>
<td>$3,450</td>
<td>$2,426</td>
</tr>
</tbody>
</table>

(1) FY 2018 Budget amount is total expense less cash inflows (revenue and indirect grant benefit).

(2) The amount of M&T costs for the area which is also included on the Standing and Special Committees and Commissions schedule. Adjustment made to remove double counting.
<table>
<thead>
<tr>
<th>Name of Committee</th>
<th>Sum of Midyear Funds</th>
<th>Sum of Annual Funds</th>
<th>Sum of All Other Funds</th>
<th>M&amp;T Funds</th>
<th>Total Expense Allowable</th>
<th>1/21 Michaeals</th>
<th>Bull Stotes</th>
<th>Annual Michaeals</th>
<th>Other Savings</th>
<th>Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>Amicus Curiae Briefs, SC on</td>
<td>750</td>
<td>750</td>
<td>3,000</td>
<td>4,500</td>
<td>5,700 $</td>
<td>2,900 $</td>
<td>-</td>
<td>8,600 $</td>
<td>-</td>
<td>Assumes meets at Midyear only</td>
</tr>
<tr>
<td>Armed Forces Law, SC on</td>
<td>7,496</td>
<td>1,000</td>
<td>-</td>
<td>8,456</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Audit, SC on</td>
<td>-</td>
<td>-</td>
<td>33,000</td>
<td>33,000</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>11,000</td>
<td>19,600</td>
<td>13,400</td>
</tr>
<tr>
<td>Bar Activities and Services, SC on</td>
<td>19,300</td>
<td>-</td>
<td>19,300</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>6,433</td>
<td>15,033</td>
<td>4,267</td>
<td>$19,300/3 = $6,433 for third meeting</td>
</tr>
<tr>
<td>Center for Professional Responsibility, Coordinating</td>
<td>535</td>
<td>761</td>
<td>4,292</td>
<td>5,888</td>
<td>4 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>-</td>
</tr>
<tr>
<td>Client Protection, SC on</td>
<td>400</td>
<td>636</td>
<td>7,964</td>
<td>9,000</td>
<td>3 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>400</td>
</tr>
<tr>
<td>Continuing Legal Education, SC on</td>
<td>4,500</td>
<td>4,500</td>
<td>1,000</td>
<td>10,000</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>1,400</td>
</tr>
<tr>
<td>Death Penalty Representation Project, SPC</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>3 yes</td>
<td>Require that</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Delivery of Legal Services, SC on</td>
<td>7,250</td>
<td>-</td>
<td>14,602</td>
<td>21,852</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>13,252</td>
</tr>
<tr>
<td>Disability Rights, Commission on</td>
<td>3,918</td>
<td>919</td>
<td>22,568</td>
<td>30,000</td>
<td>3-4 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>21,400</td>
</tr>
<tr>
<td>Diversity and Inclusion, Center for</td>
<td>56,953</td>
<td>37,707</td>
<td>121,060</td>
<td>213,230</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>206,720</td>
</tr>
<tr>
<td>Diversity in the Educational Pipeline, Council for</td>
<td>10,357</td>
<td>2,000</td>
<td>913</td>
<td>13,270</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>4,670</td>
</tr>
<tr>
<td>Domestic &amp; Sexual Violence, Commission on</td>
<td>30</td>
<td>27</td>
<td>120</td>
<td>177</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>177</td>
</tr>
<tr>
<td>Ethics and Professional Responsibility, SC on</td>
<td>4,389</td>
<td>4,614</td>
<td>12,897</td>
<td>21,900</td>
<td>4 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>13,300</td>
</tr>
<tr>
<td>Federal Judiciary, SC on</td>
<td>31,443</td>
<td>41,428</td>
<td>24,829</td>
<td>99,700</td>
<td>2-3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>33,233</td>
<td>41,813</td>
<td>57,867</td>
</tr>
<tr>
<td>Future of Legal Education, Commission on the</td>
<td>7,602</td>
<td>7,610</td>
<td>30,408</td>
<td>45,620</td>
<td>3 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>37,020</td>
</tr>
<tr>
<td>Savel Awards, SC on</td>
<td>-</td>
<td>-</td>
<td>8,751</td>
<td>15,500</td>
<td>1 no</td>
<td>5,700</td>
<td>-</td>
<td>-</td>
<td>5,700</td>
<td>9,800</td>
</tr>
<tr>
<td>Immigration, Commission on</td>
<td>5,500</td>
<td>1,500</td>
<td>8,652</td>
<td>15,652</td>
<td>4 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>12,652</td>
<td>21,252</td>
<td>-</td>
</tr>
<tr>
<td>International Trade in Legal Services, SC on</td>
<td>946</td>
<td>1,804</td>
<td>-</td>
<td>4,850</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>6,000</td>
</tr>
<tr>
<td>Lawyer Assistance Programs, Commission</td>
<td>7,300</td>
<td>600</td>
<td>15,900</td>
<td>23,800</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>15,200</td>
</tr>
<tr>
<td>Lawyers’ Professional Liability, SC on</td>
<td>400</td>
<td>500</td>
<td>8,100</td>
<td>9,000</td>
<td>3 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>400</td>
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<tr>
<td>Legal Assistance for Military Personnel, SC on</td>
<td>3,550</td>
<td>1,060</td>
<td>6,900</td>
<td>11,510</td>
<td>3 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>2,910</td>
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<tr>
<td>Meetings and Travel, SC on</td>
<td>1,196</td>
<td>738</td>
<td>13,566</td>
<td>15,500</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>6,900</td>
</tr>
<tr>
<td>Membership, SC on</td>
<td>5,000</td>
<td>5,000</td>
<td>20,000</td>
<td>30,000</td>
<td>4 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>21,400</td>
</tr>
<tr>
<td>Paralegals, SC on</td>
<td>6,450</td>
<td>-</td>
<td>13,050</td>
<td>19,500</td>
<td>3 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>10,900</td>
</tr>
<tr>
<td>Pro Bono and Public Service, SC on</td>
<td>5,500</td>
<td>6,000</td>
<td>26,800</td>
<td>38,300</td>
<td>3 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>29,700</td>
</tr>
<tr>
<td>Professional Discipline, SC on</td>
<td>112</td>
<td>200</td>
<td>11,688</td>
<td>12,000</td>
<td>2 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>3,400</td>
</tr>
<tr>
<td>Professionalism, SC on</td>
<td>5,024</td>
<td>8,236</td>
<td>7,240</td>
<td>15,500</td>
<td>3 no</td>
<td>Staff reorgan</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
</tr>
<tr>
<td>Public Education, SC on</td>
<td>11,161</td>
<td>360</td>
<td>32,479</td>
<td>44,000</td>
<td>4 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>35,400</td>
</tr>
<tr>
<td>Publishing Oversight, SC on</td>
<td>5,100</td>
<td>5,100</td>
<td>10,200</td>
<td>2 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>1,600</td>
<td></td>
</tr>
<tr>
<td>Racial and Ethnic Diversity in the Profession, Comm</td>
<td>11,912</td>
<td>8,635</td>
<td>20,547</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>11,947</td>
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<td>Racial and Ethnic Justice, Coalition on</td>
<td>11,960</td>
<td>4,979</td>
<td>16,939</td>
<td>20,479</td>
<td>3 yes</td>
<td>Recommeded</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
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<tr>
<td>Sexual Orientation &amp; Gender Identity, Commission</td>
<td>10,220</td>
<td>2,450</td>
<td>12,200</td>
<td>24,870</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>16,270</td>
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<tr>
<td>Specialization, SC on</td>
<td>1,925</td>
<td>3,093</td>
<td>6,482</td>
<td>11,500</td>
<td>3 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>2,900</td>
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<tr>
<td>Technology &amp; Information System, SC on</td>
<td>3,584</td>
<td>3,580</td>
<td>14,386</td>
<td>21,550</td>
<td>3 no</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>12,900</td>
</tr>
<tr>
<td>Women in the Profession, Commission on</td>
<td>20,751</td>
<td>9,970</td>
<td>12,812</td>
<td>33,533</td>
<td>4 yes</td>
<td>5,700</td>
<td>2,900</td>
<td>-</td>
<td>8,600</td>
<td>34,953</td>
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<tr>
<td><strong>Total</strong></td>
<td>$941,904</td>
<td>$193,800</td>
<td>$92,800</td>
<td>$63,319</td>
<td>$349,919</td>
<td>$605,691</td>
<td><strong>$400 flight for 7 committee members</strong></td>
<td><strong>$100/day for 2 days for 7 committee members</strong></td>
<td><strong>$11,000 for third meeting</strong></td>
<td><strong>$33,233 for third meeting</strong></td>
</tr>
</tbody>
</table>

**Meeting Expenses:**
- $1,500
- $1,500
- $1,400
- $1,400

**Member Travel/Stop/Trade:**
- $2,800
- $2,800

**Funds:**
- $5,700
- $400

**Standing and Special Committees and Commissions whose M&T is NOT otherwise reduced in Recommendation:**
<table>
<thead>
<tr>
<th>Name</th>
<th>Midyear</th>
<th>Annual</th>
<th>Other</th>
<th>Total</th>
<th>Savings</th>
<th>Notes</th>
</tr>
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<tbody>
<tr>
<td>Medical Professional Liability, StC on</td>
<td>1,590</td>
<td>1,450</td>
<td>450</td>
<td>3,490</td>
<td></td>
<td>Moving to TIPS in FY 2019</td>
</tr>
<tr>
<td>Governmental Affairs, StC on</td>
<td>2,263</td>
<td>1,739</td>
<td>-</td>
<td>4,000</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Disaster Response and Preparedness, StC on</td>
<td>5,680</td>
<td>3,150</td>
<td>14,800</td>
<td>23,630</td>
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<td></td>
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<tr>
<td>American Judicial System, StC on</td>
<td>19,660</td>
<td>12,220</td>
<td>50,550</td>
<td>82,430</td>
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<td>Sunset at end of FY2018</td>
</tr>
<tr>
<td>Election Law, StC on</td>
<td>3,522</td>
<td>2,196</td>
<td>7,043</td>
<td>12,761</td>
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<tr>
<td>Group and Prepaid Legal Services, StC on</td>
<td>1,720</td>
<td>13,130</td>
<td>14,850</td>
<td>31,680</td>
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<td></td>
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<tr>
<td>Gun Violence, StC on</td>
<td>2,550</td>
<td>2,500</td>
<td>-</td>
<td>5,050</td>
<td></td>
<td></td>
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<tr>
<td>Hispanic Legal Rights and Responsibilities, SpC</td>
<td>10,359</td>
<td>-</td>
<td>3,800</td>
<td>14,159</td>
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<tr>
<td>Interest on Lawyers’ Trust Accounts, Commission</td>
<td>6,803</td>
<td>-</td>
<td>13,897</td>
<td>20,700</td>
<td></td>
<td></td>
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<tr>
<td>Law and Aging, Commission on</td>
<td>731</td>
<td>-</td>
<td>17,559</td>
<td>18,290</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Law Library of Congress, StC on</td>
<td>1,025</td>
<td>1,640</td>
<td>2,880</td>
<td>5,545</td>
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<tr>
<td>Lawyer Referral and Information Service, StC on</td>
<td>170</td>
<td>-</td>
<td>21,330</td>
<td>21,500</td>
<td></td>
<td></td>
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<tr>
<td>Legal Aid and Indigent Defendants, StC on</td>
<td>7,829</td>
<td>-</td>
<td>20,171</td>
<td>28,000</td>
<td></td>
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<tr>
<td>Youth at Risk, Commission on</td>
<td>4,470</td>
<td>1,850</td>
<td>3,600</td>
<td>9,920</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>252,774</strong></td>
<td><strong>184,871</strong></td>
<td><strong>504,259</strong></td>
<td><strong>741,924</strong></td>
<td></td>
<td><strong>Savings</strong>: 165,290</td>
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</table>
The Executive Committee of the American Bar Association Board of Governors, by email ballot on June 1, 2018, approved the request from the Section of Intellectual Property Law to cosponsor and contribute $5,000 to the commemorative activities of the 10M Patent Ceremony to be held at the White House on June 18, 2018. No ABA general revenue funding was requested or required.

Respectfully Submitted,

Mary L. Smith
Secretary
The Executive Committee ("Committee") of the Board of Governors of the American Bar Association met at the Ritz-Carlton Denver Hotel, in Denver, Colorado, on Wednesday, June 20, 2018, at 2:00 p.m. President Hilarie Bass presided. Participating in the meeting were Michelle A. Behnke, Michael H. Byowitz, Robert M. Carlson, Deborah Enix-Ross, Ilene K. Gotts (via conference call), Erica R. Grinde, A. Joshua Markus, Hon. Ramona G. See, Darcee S. Siegel, and Mary L. Smith. Jack L. Rives, William Phelan, Jarisse Sanborn, Rochelle E. Evans and Janae LeFlore also participated in the meeting.

Chair Bass welcomed members of the Executive Committee and staff to Denver. She noted that the Board would a significant amount of work to accomplish and matters to consider regarding the reorganization/Voluntary Separation Incentive Program (VIP) and the new Membership Model.

1. **Discussion Regarding Budgetary Proposal from Finance Committee**

Ilene Gotts, Chair of the Finance Committee, noted that the Finance Committee would consider 10 appeals which are significant and total approximately $1 million. If the appeals are not granted, entities may appeal to the full Board. Ms. Gotts referred the Committee to the Finance Committee’s June 15 memorandum which includes the additional cost reductions. Concerns were raised regarding recommended reductions for the House of Delegates. It was noted that these reductions were vetted by the Committee and rejected so the reductions should not be included. It was emphasized that a one-day meeting of the House of Delegate during the Annual Meeting logistically and financially is not feasible given the number of resolutions submitted. It is also not reasonable to eliminate beverage service for members of the House. In addition, a question was raised regarding grant-funded entities and how they should be reviewed i.e., the Commission on Law and Aging. It was determined that since the Board has already identified savings of approximately $2.5 million, any additional reductions should be considered at a later time.

Entities have expressed concern regarding the lack of due process. It was noted that this is not an accurate statement and that more due process was given this year than in the past given the circumstances. It was suggested that a uniform response be developed to respond to inaccurate sentiments.

The Committee was advised that there will be appeals from sixteen (16) entities regarding the meetings and travel waiver requests which total approximately $200,000 if all appeals are granted. There would be some benefit to allowing certain entities to exist for another year with the $8,600 meeting allowance. It was suggested that the Finance
Committee draft individualized responses for each of the entities appealing with reference to the priorities and mission of the Association.

2. **Status Report Regarding Voluntary Separation Incentive Program (VIP)**

Executive Director Jack L. Rives provided a status report regarding the Voluntary Separation Incentive Program (VIP). It was reported that there were 111 staff members eligible for VIP, and that 42 accepted. Staff that accepted VIP were provided 15 months of base salary. The Association currently has 856 staff which is the smallest number of staff since 1996. The cost for VIP was $6.7 million which will be recouped over a 15-month period. As a result of VIP, there were additional efficiencies realized regarding staffing, which includes the creation of nine new Centers. Overall, VIP should be viewed as a success story for the Association.

3. **Discussion Regarding New Membership Model**

President Bass gave the Committee a status update regarding the New Membership Model. It was noted that five membership categories would be considered by the Board for approval. However, discussions continue regarding what will be included in the “bundle” of benefits. Initially, it was determined that two Section memberships would be included, but the Association cannot afford this benefit in addition to paying Sections for lost membership as a result of the reduction in dues and a potential decline in membership. According to the surveys conducted, non-members are not concerned about Section memberships, so other alternatives are being considered which might include maximizing CLE, a digital library, and paying Sections less to have 2 free Sections included. It was noted that the bundle of benefits would not be resolved by the June 22 meeting of the Board, but would be presented to the Board prior to its meeting in August. While the Sections are all very different, the Board needs to determine what makes the most sense programmatically and financially. It was noted that there will be a “freeze period” for Section content. Sections will receive credit for each click, however, the dollar amount of this credit has not been determined at this time. Sections are already receiving money through normalization which will be offset against any additional funding. It was noted that the bundle would include access to all of the Divisions and the Center for Professional Responsibility.

Members of the Committee strongly suggested the need to effectively communicate with the Sections and other entities. In addition, Sections need to improve their value proposition and work with the Law Student Division to accomplish this goal.

4. **Discussion Regarding Section of Legal Education Litigation**

ABA General Counsel Jarisse Sanborn gave the Committee a status update regarding the Section of Legal Education litigation matters. She advised that there are five accreditation lawsuits, where the primary allegations are due process violations. The last accreditation-related lawsuit against the ABA was filed six years ago. It was noted that the retention (deductible) per lawsuit is $250,000 for the four lawsuits filed in 2018, and $500,000 for the fifth which was filed in 2017. This is down from the $1 million retention the ABA had a few years ago. Ms. Sanborn also updated the Committee on the defalcation issue and reported that the investigation is close to being completed.
5. **Agenda Items from Board Committees**

   A. Joshua Markus, Chair of the Member Services Committee, reported that Member Services would consider three bylaws amendments, including amendments from the Section of Legal Education and Admissions to the Bar to eliminate the Accreditation and Standards Review Committees and to allow the Council to subsume the work of these committees to improve the efficiency and effectiveness of the accreditation process. The proposed amendments also will shift the periodic review of a law school from the current seven-year cycle to a ten-year cycle.

   There being no further business to come before the Executive Committee, the meeting was adjourned.

   Respectfully Submitted,

   Mary L. Smith
   Secretary
MINUTES

The Executive Committee (“Committee”) of the Board of Governors of the American Bar Association met by telephone conference on Monday, July 9, 2018 at 2:30 p.m. CT. President Hilarie Bass presided. Participating in the meeting were Michelle A. Behnke, Robert M. Carlson, Ilene K. Gotts, Erica R. Grinde, Andrew Joshua Markus, Hon. Ramona G. See, Darcee S. Siegal, and Mary L. Smith. Jack L. Rives, Jarisse Sanborn, Alpha M. Brady, Annaliese Fleming and Rochelle E. Evans, also participated on the call.

1. Request for Contingent Approval for Filing of Proposed ABA Amicus Brief in *Diamond v. Jones Day* in the Court of Appeals, DC

The Section of Litigation requested approval to file an amicus curiae brief in *Diamond v. Jones Day* in the Court of Appeals, DC. The issue is whether, consistent with the ethical rules protecting client autonomy, a law firm whose relationship with a client has been terminated has a continuing property interest in the client’s hourly-rate matters that have been transferred to a new firm.

The proposed brief makes the following points:

a. As a matter of public policy and attorney ethics, law firms are prohibited from entering into or attempting to enforce any contract that would prevent a client from changing counsel or that would require the client to pay the firm for work that it did not perform.

b. A law firm’s contracts therefore give it a right to fees only to the extent that clients allow the firm to continue to handle matters and to actually earn those fees. When clients fire a law firm and take their matters elsewhere, a law firm’s right to profits terminates.

c. Any other rule would restrict a client’s right to select an attorney. There is a serious risk that neither third-party firms nor partners from defunct firms will agree to represent clients with the knowledge that they will not be paid for the work that they perform. Furthermore, an attorney cannot charge a client for work that the attorney did not perform and, to the extent that attorneys in different firms share fees for the same client matter, those fees must be divided according to the proportion of work performed.

d. Such a rule would harm clients of defunct firms by creating a disincentive for third-party firms to take on partners from defunct firms or to devote significant resources to matters that clients bring to them from defunct firms. It would severely impede attorney mobility by imposing liability in connection with the
many moves lawyers make every day in the modern legal industry, including lateral moves between two financially stable firms.

The Standing Committee on Amicus Curiae Briefs (“Standing Committee”) has reviewed the draft brief and recommends approval for filing, subject to approval of the final language by the Standing Committee and the Office of the General Counsel.

**UPON MOTION DULY MADE, SECONDED AND CARRIED*:**

The Executive Committee approved the filing of an amicus curiae brief in *Diamond v. Jones Day* in the Court of Appeals, DC, subject to approval of the final language by the Standing Committee on Amicus Curiae Briefs and the Office of the General Counsel.

2. **Request for Contingent Approval for Filing of Proposed ABA Amicus Brief in *Frank v. Gaos (Google Referrer Privacy Litigation)* in the Supreme Court of the United States**

The Standing Committee on Legal Aid and Indigent Defendants requested approval to file an amicus curiae brief in *Frank v. Gaos (Google Referrer Privacy Litigation)* in the Supreme Court of the United States. The issue is whether, or in what circumstances, a cy pres award of class action proceeds that provides no direct relief to class members supports class certification and comports with the requirement that a settlement binding class members must be “fair, reasonable, and adequate.”

The proposed brief makes the following points:

a. The cy pres doctrine has increasingly been used as a basis to distribute residual funds from class action settlements to nonprofit organizations or other third-party beneficiaries that have interests reasonably approximate to those of the class members. This equitable doctrine ensures that neither the defendant nor class members receive windfalls when settlement funds go unclaimed or distribution to class members proves unfeasible.

b. Cy pres is most commonly used in class actions brought under Federal Rule of Civil Procedure 23(b)(3), which permits aggregate claims for monetary damages. Such claims often involve small individual recoveries, which may deter individual litigants from pursuing claims and counsel from taking on representations. Rule 23(b)(3), thus, serves the purpose of improving the ability of class members to obtain justice by aggregating their claims.

c. A similar purpose is served by the legal services organizations that are often recipients of cy pres awards. These organizations provide legal services to low-income and indigent litigants who otherwise would have no representation in civil courts. This unity of purpose justifies cy pres awards to legal services organizations, as both courts and state legislatures have recognized.

d. Finally, it is important in this case to limit any decision about cy pres awards to the question presented and to avoid broad pronouncements about the constitutionality of cy pres remedies in class action settlements. Such a ruling would not only impact federal class actions, but would potentially disrupt state
statutory schemes that provide for cy pres awards to legal services organizations.

The Standing Committee on Amicus Curiae Briefs (“Standing Committee”) has reviewed the draft brief and recommends approval for filing, subject to approval of the final language by the Standing Committee and the Office of the General Counsel.

**UPON MOTION DULY MADE, SECONDED AND CARRIED***:

The Executive Committee approved the filing of an amicus curiae brief in *Frank v. Gaos (Google Referrer Privacy Litigation)* in the Supreme Court of the United States, subject to approval of the final language by the Standing Committee on Amicus Curiae Briefs and the Office of the General Counsel.

3. Discussion Regarding Meetings and Travel Entity Waiver Requests and Legal Fees

The Executive Committee was advised that the Financial Services staff presented a preliminary FY2019 General Operations budget to the Finance Committee at the June Board meeting. That budget included some open matters which included: 1) Meetings and Travel Entity Waiver Requests; and 2) legal fee trends were highlighted as a continuing unfavorable budget variance. In reviewing the Meetings and Travel Waiver requests, it was noted that the majority of the requests were in the areas of diversity but were modest requests. Questions were raised regarding why the entities were requesting waivers and the specific needs for additional funding. Concerns also were raised regarding the legal fees and whether the proposed budget allocation is realistic.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Executive Committee postponed consideration of the Meetings and Travel Entity Waiver requests and the legal fees expenses pending additional details from the Finance Committee. It was noted that the requests would be referred back to the Finance Committee and would be brought back to the Executive Committee for its consideration and approval.

There being no further business to come before the Executive Committee, the meeting was adjourned.

Respectfully Submitted,

Mary L. Smith
Secretary

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* Michael H. Byowitz concurred in the action of the Executive Committee.
AMERICAN BAR ASSOCIATION
REPORT OF THE SECRETARY
ON THE EXERCISE OF BLANKET AUTHORITY

Since the last report to the Board of Governors at the June Meeting in Denver, Colorado, the Secretary has received a total of six (6) requests for blanket authority. One (1) request was regular and five (5) requested expedited procedures. The requests are set forth below in date order of submission.

1) **Expedited**
   
   **Section of Taxation – May 29, 2018**

   The Section requested expedited blanket authority to submit comments to the House Ways and Means Committee on H.R. 5444 – “Taxpayer First Act”.

   Since no objections were raised, the Section of Taxation was authorized to submit the comments.

2) **Expedited**
   
   **Section of Antitrust Law**
   **Section of International Law – June 5, 2018**

   The Sections requested expedited blanket authority to submit joint comments to the Italian Competition Authority on its Draft Italian Compliance Programs Guidelines.

   Since no objections were raised, the Sections of Antitrust Law and International Law were authorized to submit the comments.

3) **Section of Antitrust Law – June 11, 2018**

   The Section requested blanket authority to submit comments to the European Commission on its proposal for a Regulation Promoting Fairness and Transparency for Business Users of Online Intermediation Services.

   Since no objections were raised, the Section of Antitrust Law was authorized to submit the comments.

4) **Expedited**
   
   **Section of Antitrust Law**
   **Section of International Law – June 20, 2018**

   The Sections requested expedited blanket authority to submit joint comments to the Canadian Competition Bureau on its Draft Immunity and Leniency Program under the Competition Act.
Since no objections were raised, the Sections of Antitrust Law and International Law were authorized to submit the comments.

5)  **Expedited**  
    **Section of Antitrust Law – June 26, 2018**  

The Section requested expedited blanket authority to submit comments to the United States Senate Committee on the Judiciary regarding the Music Modernization Act of 2018.

The Section of Intellectual Property Law raised objections; therefore, the Section of Antitrust Law withdrew the comments.

6)  **Expedited**  
    **Section of Antitrust Law – June 27, 2018**  

The Section requested expedited blanket authority to submit comments to the Brazilian Conselho Administrativo de Defeat Economics on its Draft Guideline on Merger Remedies.

Since no objections were raised, the Section of Antitrust Law was authorized to submit the comments.

Respectfully submitted,

Mary L. Smith, Secretary

July 2018
Exhibit 1.5d

AMERICAN BAR ASSOCIATION

REPORT OF THE SECRETARY
ON TECHNICAL COMMENTS SUBMITTED
PURSUANT TO THE BLANKET AUTHORITY PROCEDURE

For fiscal year 2017-2018 through July 10, 2018, seven (7) technical comments were submitted. The submissions are set forth below.

1. **Section of Business Law – September 29, 2017**

   The Section submitted technical comments to the Commodity Futures Trading Commission regarding the public input on how the Commission's existing rules, regulations or practices can be applied in a simpler, less burdensome, and less costly manner (Project KISS Input – Miscellaneous (RIN 3038-AE55)).

2. **Section of Business Law – October 2, 2017**

   The Section submitted technical comments to the Commodity Futures Trading Commission regarding adopting a new set of part 190 Rules to govern a commodity broker bankruptcy under subchapter IV of chapter 7 of Bankruptcy Code, in the form of the attached model rules (Model Part 190 Rules") (Project KISS Suggestion - Clearing (RIN 3038-AE55)).

3. **Section of Public Contract Law – October 13, 2017**


4. **Section of Public Contract Law – March 30, 2018**

   The Section submitted technical comments to the United States Small Business Administration regarding comments on proposed rule – Ownership and Control of Service-Disabled Veteran-Owned Small Business Concerns, 83 Fed. Reg. 4005 (Jan. 28, 2018); RIN 3245-AG85.

5. **Section of Public Contract Law – May 11, 2018**

   The Section submitted technical comments to the Section 809 Panel regarding proposed changes to Procurement System and Bid Protests; Small Business Issues.

6. **Section of Public Contract Law – May 31, 2018**

   The Section submitted technical comments to the Department of Defense regarding its guidance for reviewing System Security Plans and the National

7. **Section of Public Contract Law – June 19, 2017**


Respectfully submitted,

Mary L. Smith

July 2018
MEMORANDUM

TO: Board of Governors

FROM: Alpha M. Brady

SUBJECT: Continuation of Various Entities Created by the Board of Governors

DATE: July 19, 2018

The following entities created by the Board may be discontinued because they have completed their tasks:

- Legal Needs of Homeless Youth, Advisory Council on
- Vietnam Lawyer Exchange and Training Program, Advisory Council

The following entities should be continued, as their assignments are ongoing:

- ABA/BNA Editorial Board
- ABA Legal Education Opportunity Scholarship Committee
- ABA Legal Education Opportunity Scholarship Fundraising Committee
- AEFC Pension Plan Administration Committee
- Council of the Fund for Justice and Education
- Cybersecurity Legal Task Force
- Future of Legal Education, Commission on
- Gatekeeper Regulation and the Profession, Task Force on
- Sustainability Finalization, Task Force on
- Lawyer Well-being, Task Force on
- Task Based Billing Codes, Working Group on
- Thrift Plan Administration Committee
MEMORANDUM

TO: Board of Governors
FROM: Alpha M. Brady
SUBJECT: Continuation of Special Committees and Commissions
DATE: July 20, 2018

Attached is a portion of the Board’s Transmittal Report to the House of Delegates, which deals with the continuation and discontinuation of special committees and commissions. As you know, Section 31.4(a) of the bylaws states: “Unless it is continued by the House, a special committee terminates upon the adjournment of the first annual meeting after its creation. An identical provision is set forth in Section 31.6(a) to apply to Commissions.”
The Board recommends that the following special committees and commissions be continued:

- ABA Center for Human Rights
- Human Rights Advisory Council
- ABA Rule of Law Initiative
- Africa Law Initiative Council
- Annual Meeting Program Planning, Special Committee on
- Asia Law Initiative Council
- Center for Professional Responsibility, Coordinating Council for the
- Central European and Eurasian Law Initiative Council
- Death Penalty Representation, Special Committee on
- Disability Rights, Commission on
- Domestic and Sexual Violence, Commission on
- Hispanic Legal Rights and Responsibilities, Special Committee on
- Homelessness and Poverty, Commission on
- Immigration, Commission on
  - Advisory Committee to the Commission on Immigration
- Interest on Lawyer Trust Accounts, Commission on
- Latin America and Caribbean Law Initiative Council
- Law and Aging, Commission on
- Lawyer Assistance Programs, Commission on
  - Advisory Commission to the Commission on Lawyer Assistance Programs
- Lawyers and Certified Public Accountants, National Conference of
- Middle East and North Africa Law Initiative Council
- Racial and Ethnic Diversity, Center for
- Racial and Ethnic Diversity in the Educational Pipeline, Council for
- Racial and Ethnic Diversity in the Profession, Commission on
- Racial and Ethnic Justice, Coalition on
- Sexual Orientation and Gender Identity, Commission on
- Women in the Profession, Commission on
- Youth-at-Risk, ABA Commission on
  - Advisory Committee to the Commission on Youth-at-Risk
The Fund for Justice and Education Finance Committee met on Thursday, June 21, 2018 at the Ritz-Carlton Denver in Denver, Colorado. Chair Ilene Knable Gotts presided. Committee members present for all or a portion of the meeting were ABA Treasurer Michelle A. Behnke, Erica R. Grinde, Linda A. Klein, E. Fitzgerald Parnell III, Linda L. Randell, Paula A. Boggs, Maryann E. Foley, Benjamín E. Griffith, Kevin L. Shepherd, Allen C. Goolsby, W. Anthony Jenkins, Frank H. Langrock, Myles V. Lynk and Randall D. Noel.

ABA Staff present for all or a portion of the meeting were Executive Director and Chief Operating Officer Jack L. Rives; Senior Associate Director and Chief Financial Officer William K. Phelan; General Counsel and Associate Executive Director Jarisse Sanborn; Associate Executive Director and Chief Governance Officer Alpha M. Brady; Associate Executive Director DC Operations Holly O’Grady Cook; Associate Executive Director Governmental Affairs Thomas M. Susman; Director, Financial Operations Beverly Pendowski; Director, Internal Audit Janae Leflore; Chief of Staff Amy Eggert; Associate Executive Director Meetings and Travel, Martin D. Balogh; and Assistant Director Policy & Planning Office Laura Macias; Also present for all or a portion of the meeting were Executive Director, American Bar Endowment Joanne Martin; Executive Director, American Bar Foundation Ajay K. Mehrotra and Consultant Nadine Nunley.

I. Minutes of the Previous Meeting

The minutes of the previous meeting held on Thursday, February 1, 2018 were approved as presented.

II. Acceptance of Grants and Awards to the Fund for Justice and Education
The Committee reviewed the list of grants and awards proposed to support the projects of the ABA which are supported by outside funds.

RECOMMENDATION:

The Finance Committee of the Board of Governors of the ABA Fund for Justice and Education recommends that the Board of Governors accept the grants and awards totaling $13,692,618 which had been received since March 31, 2018.

There being no further business to come before the Committee, the meeting was adjourned.

Respectfully submitted,

Ilene Knable Gotts, Chair

IKG:nn
Date: July 13, 2018
To: Board of Governors of the FJE
From: William K. Phelan
Subject: FJE New Awards/Modifications

Financial Services kindly requests that the Board of Governors of the American Bar Association Fund for Justice and Education review and note the acceptance of the restricted grants listed on the attached report. These grants, totaling $7,183,929 and not previously reported to the Board, were awarded through June 30, 2018.

Should you have any questions – or need further information – my staff and I are available to assist.

WKP:nn
Cc: Jack L. Rives
## ABA Fund for Justice and Education
### New Awards / Modifications
#### Period: April 1 - June 30 2018

<table>
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<tr>
<th>Grantor</th>
<th>Project Title</th>
<th>Estimated Amount</th>
<th>Obligated Amount</th>
<th>Estimated Period</th>
<th>Obligated End date</th>
<th>NICRA Cost Rate*</th>
<th>Direct Cost</th>
<th>Overhead Cost</th>
<th>G &amp; A NICRA Cost</th>
<th>Direct Labor</th>
<th>ROLI / Entity</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>New Awards:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>U.S. Department of State</td>
<td>Tajikistan Conduct subnational research on the drivers of violent extremism</td>
<td>$350,000</td>
<td>$350,000</td>
<td>5/16/2018 - 11/16/2019</td>
<td>11/16/2019</td>
<td>NICRA</td>
<td>$256,142</td>
<td>$44,429</td>
<td>$49,429</td>
<td>ROLI - Rule of Law Initiative - Europe and Eurasia</td>
<td></td>
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<tr>
<td>The Annie E. Casey Foundation</td>
<td>JCYOI Adolescent Brain Development</td>
<td>$40,000</td>
<td>$40,000</td>
<td>5/1/2018 - 4/30/2019</td>
<td>4/30/2019</td>
<td>10.00%</td>
<td>$34,012</td>
<td>$2,620</td>
<td>$3,368</td>
<td>Domestic - Center of Children and The Law</td>
<td></td>
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<tr>
<td>AARP</td>
<td>AARP Elder Abuse</td>
<td>$30,000</td>
<td>$30,000</td>
<td>3/28/2018 - 12/31/2018</td>
<td>12/31/2018</td>
<td>NICRA</td>
<td>$24,062</td>
<td>$2,013</td>
<td>$3,925</td>
<td>Domestic - Commission of Law and Aging</td>
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<tr>
<td>AARP</td>
<td>AARP Guardianship &amp; Powers of Attorney</td>
<td>$30,000</td>
<td>$30,000</td>
<td>3/28/2018 - 12/31/2018</td>
<td>12/31/2018</td>
<td>NICRA</td>
<td>$24,219</td>
<td>$1,950</td>
<td>$3,831</td>
<td>Domestic - Commission of Law and Aging</td>
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<tr>
<td>Juvenile Law Center</td>
<td>Legal Center for Juvenile Justice and Education</td>
<td>$60,000</td>
<td>$60,000</td>
<td>5/1/2018 - 4/30/2020</td>
<td>4/30/2020</td>
<td>NICRA</td>
<td>$48,077</td>
<td>$3,949</td>
<td>$7,974</td>
<td>Domestic - Center of Children and The Law</td>
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<tr>
<td>Texas Access to Justice Foundation</td>
<td>Texas Bar Foundation ProBAR 2018</td>
<td>$50,000</td>
<td>$50,000</td>
<td>4/27/2018 - 4/26/2019</td>
<td>4/26/2019</td>
<td>0.00%</td>
<td>$46,537</td>
<td>$3,463</td>
<td>$0</td>
<td>Domestic - Commission on Immigration</td>
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</table>

**Subtotal New Awards:** $1,442,000 | $1,442,000 | $1,078,225 | $171,449 | $192,335

### Modifications to Existing Awards:

---

*NICRA Cost Rate: Percentage of the total NICRA cost applied to the project.*
<table>
<thead>
<tr>
<th>Granter</th>
<th>Project Title</th>
<th>Estimated Amount</th>
<th>Obligated Amount</th>
<th>Estimated Period</th>
<th>Obligated Period</th>
<th>Indirect NICRA Cost Rate</th>
<th>Direct Cost</th>
<th>Overhead Cost</th>
<th>G &amp; A NICRA Cost</th>
<th>ROLI / Entity</th>
</tr>
</thead>
<tbody>
<tr>
<td>U.S. Department of State</td>
<td>Global Justice Defenders Mobilizing the Legal Community</td>
<td>$1,481,481</td>
<td>$1,481,481</td>
<td>6/17/2016</td>
<td>7/31/2019</td>
<td>NICRA $1,193,623</td>
<td>$80,428</td>
<td>$197,431</td>
<td>Domestic</td>
<td>Center of Human Rights</td>
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<td>Total award modification: $1,481,481</td>
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<td>Total estimated award: $3,459,091</td>
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<td>Total awarded to date: $3,459,091</td>
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<tr>
<td>U.S. Department of State</td>
<td>Tajikistan Justice Sector Equality</td>
<td>$950,000</td>
<td>$950,000</td>
<td>12/1/2016</td>
<td>9/30/2019</td>
<td>NICRA $666,627</td>
<td>$149,953</td>
<td>$133,420</td>
<td>ROLI - Rule of Law Initiative - Europe and Eurasia</td>
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<td>Total award modification: $950,000</td>
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<td></td>
<td>Total award modification: $2,584,836</td>
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<td>Total estimated award: $9,407,471</td>
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<td>Total award modification: $42,210</td>
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<td></td>
<td>Total estimated award: $80,684</td>
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<td>Total awarded to date: $80,684</td>
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<td>Grantor</td>
<td>Project Title</td>
<td>Estimated Amount</td>
<td>Estimated Period</td>
<td>Obligated Amount</td>
<td>Obligated Period</td>
<td>Indirect NICRA Cost Rate*</td>
<td>Direct Cost</td>
<td>Direct Labor Overhead Cost</td>
<td>G &amp; A NICRA Cost</td>
<td>ROLI/Entity</td>
</tr>
<tr>
<td>----------------------------------------------</td>
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<tr>
<td>U.S. Department of Justice / Center for State Court</td>
<td>NCSC Elder Justice Initiative Guardianship</td>
<td>$16,545</td>
<td>5/15/2017</td>
<td>$16,545</td>
<td>5/31/2019</td>
<td>NICRA</td>
<td>$16,367</td>
<td>$381</td>
<td>-$203</td>
<td>Domestic</td>
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<td>Total awarded to date: $16,545</td>
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<tr>
<td>U.S. Department of Justice / Vera Institute of Justice</td>
<td>Vera JIP LOP Project</td>
<td>$292,426</td>
<td>10/1/2015</td>
<td>$292,426</td>
<td>4/30/2019</td>
<td>NICRA</td>
<td>$233,580</td>
<td>$18,669</td>
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<td></td>
<td>Total estimated award: $265,606</td>
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<td></td>
<td>Total awarded to date: $143,007</td>
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<td>Subtotal Modifications</td>
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<td>$5,741,929</td>
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<td>$5,741,929</td>
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<td>$4,368,658</td>
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<td>Grand Total Awards April 1 - June 30, 2018</td>
<td></td>
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<td>$7,183,929</td>
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<td>$5,446,883</td>
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<td>Domestic Total</td>
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<td>$2,374,883</td>
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<td>$2,374,883</td>
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<td>$1,930,975</td>
<td>$146,835</td>
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<td>Full NICRA</td>
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<td>$2,284,883</td>
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<td>$2,284,883</td>
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<td>$1,840,426</td>
<td>$140,752</td>
<td>$303,765</td>
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<tr>
<td>Partial NICRA</td>
<td></td>
<td>$90,000</td>
<td></td>
<td>$90,000</td>
<td></td>
<td>NICRA Variance From Full Rate</td>
<td>$9,912.27</td>
<td>$80,549</td>
<td>$6,083</td>
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<tr>
<td>International (ROLI) Total</td>
<td></td>
<td>$4,809,046</td>
<td></td>
<td>$4,809,046</td>
<td></td>
<td></td>
<td>$3,525,908</td>
<td>$664,041</td>
<td>$618,187</td>
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<tr>
<td>Full NICRA</td>
<td></td>
<td>$4,809,046</td>
<td></td>
<td>$4,809,046</td>
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<td></td>
<td>$3,525,908</td>
<td>$664,041</td>
<td>$618,187</td>
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<tr>
<td>Partial NICRA</td>
<td></td>
<td>$0</td>
<td></td>
<td>$0</td>
<td></td>
<td>NICRA Variance From Full Rate</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>NICRA Variance From Full Rate</td>
<td>$9,912.27</td>
<td>$0</td>
<td>NICRA Variance From Full Rate</td>
<td>$0</td>
<td>$0</td>
<td>$0</td>
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</tr>
</tbody>
</table>

*NICRA - Approved indirect cost rate in the Negotiated Indirect Cost Rate Agreement.
MEMORANDUM

TO: Board of Governors

FR: Mary L. Smith

RE: Request for Adoption of Memorial Resolution for Former ABA Secretary Herbert D. Sledd

DT: July 20, 2018

As you know, former ABA Secretary Herbert D. Sledd of Lexington, Kentucky, passed away on June 18, 2018, at the age of 93. Mr. Sledd was predeceased by his first wife of over 57 years, Carolyn McCann Sledd, and his sister, Helene S. Brandenberger of Payson, Arizona. He is survived by his three children, one sister and one brother, along with four grandchildren, four great grandchildren, and numerous nieces, nephews, cousins, friends, and colleagues.

Mr. Sledd began serving in the ABA House of Delegates in 1962 representing the Kentucky State Bar Association. He served as the ABA Secretary from 1975 to 1979, and as a Former Secretary, had life tenure in the House of Delegates.

I request that the Board adopt the following memorial resolution for Herbert.

BE IT RESOLVED, THEREFORE, that the Board of Governors of the American Bar Association, meeting on the third day of August, 2018 in Chicago, Illinois, recognizes the accomplishments, standards and achievements of Herbert D. Sledd and extends its deepest sympathy to his family.
Treasurer’s Report

Michelle A. Behnke
ABA Treasurer
In my report to the Board of Governors as Treasurer, I will cover two topics: the Consolidated FY2018 Operating and Non-Operating Results through June 30, 2018 and an update on the FY2019 budget. FY2018 will soon end and our auditors, Grant Thornton, will begin the year end audit. At the November meeting, the audit will be complete, and I will share with you final FY2018 audited results.

Consolidated FY2018 Operating and Non-Operating Results through June 30, 2018

On a consolidated basis, the ABA reports revenue under four segments: 1) General Operations; 2) Sections, Divisions and Forums; 3) Grants; and 4) Gifts. To view greater detail than summarized in the charts below, please refer to the last few pages of this report. Please note that some minor differences related to rounding may exist.

### Consolidated Operating Revenue

#### By Segment ($ in millions)

<table>
<thead>
<tr>
<th></th>
<th>FY18 - FYTD June 2018</th>
<th>FY17 - Jun 2017</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Actual FYTD</td>
<td>Budget FYTD</td>
</tr>
<tr>
<td>General Operations</td>
<td>$ 76.4</td>
<td>$ 79.8</td>
</tr>
<tr>
<td>Sections</td>
<td>46.4</td>
<td>48.2</td>
</tr>
<tr>
<td>Grants</td>
<td>42.5</td>
<td>42.0</td>
</tr>
<tr>
<td>Gifts</td>
<td>3.3</td>
<td>2.6</td>
</tr>
<tr>
<td>Total</td>
<td>$ 168.6</td>
<td>$ 172.6</td>
</tr>
</tbody>
</table>

Consolidated operating revenue through June 30, 2018 was $168.6 million, which was $4.1 million below budget. Revenue budget variances are primarily due to unfavorability in General Operations of $3.5 million and Sections of $1.8 million. The main drivers of the General Operations revenue shortfalls to budget are Dues revenue of $1.1 million, Gifts, Contributions, and Sponsorship revenue of $1.1 million Meeting Fees of $0.8 million and Advertising of $0.5 million. Unfavorability in Section revenue is driven by Meeting Fees ($1.4 million) and Gifts, Contributions and Sponsorships ($0.7 million), offset by favorability in Royalties ($0.8 million).

Consolidated operating revenue compared to prior year is $5.2 million unfavorable, composed of variances in General Operations of $3.5 million, Grants of $2.6 million, offset by Gifts of $1.1 million. The decline in General Operations is intentional because we have relied upon $4.4 million less in investment income in operations (better compliance with our reserve spending policy of 3.5%). Also, Dues revenue is $1.1 million less than the prior year.
Through the same period, consolidated operating expense of $172.6 million was $3.6 million favorable to (under) budget, and $2.4 million favorable to (lower than) the prior year.

Favorable expense budget variances are driven by Sections ($4.9 million) and Gifts ($2.5 million). Section expenses are favorable $4.9 million, driven by nearly all reporting line items, notably, Meetings & Travel expense ($2.3 million), Publishing ($1.6 million), and Personnel Costs ($1.5 million). This favorability is partially offset by the $2.0 million transfer from the Section of Taxation. Gifts favorability reflects a $2.0 million transfer from the Section of Taxation to its quasi-endowment, as well as domestic fixed fee grants proceeds that were transferred to program support funds.

Partially offsetting the expense favorability in Sections and Gifts are higher than expected expenses in Grants of $2.7 million, and General Operations of $1.1 million. Grants unfavorability of $2.7 million reflects the domestic fixed fee grants proceeds that were moved to the Gifts segment in FY2018, as mentioned above. General Operations unfavorability is mainly driven by Professional Services ($2.0 million – primarily legal fees/settlements and contract services). Note that as of June 30, 2018, we have estimated legal expenses of $1.4 million that will be recorded before the end of the fiscal year that will cause us to be over budget.

Consolidated operating expenses are $2.4 million favorable to prior year. Favorability in General Operations ($2.5 million) and Gifts ($1.1 million) is partially offset by unfavorability in Grants ($1.8 million). Gifts are favorable $1.1 million, reflecting the $2.0 million transfer from the Section of Taxation to its quasi-endowment. General Operations expense is favorable to prior year by $2.5 million because of the Section personnel move from General Operations to Sections, partially offset by the Section funding (transfers).
Through June 30, 2018, on a consolidated basis, Net Operating Revenue is less than Expenses resulting in a $4.0 million deficit. This deficit by segment consists of a $3.7 million deficit from General Operations and a $2.1 million deficit from Grants, partially offset by a $2.4 million surplus in Gifts. This deficit is unfavorable to budget by $0.4 million and unfavorable to prior year by $2.9 million.

**Statement of Financial Position (Balance Sheet)**

It is also important to understand the components of our Association’s balance sheet in conjunction with the income statement.
While we have assets of $329.5 million, we have significant liabilities totaling $162.0 million, leaving us with total net assets of $167.5 million.

Our net assets represent approximately nine months of consolidated annual expenses; more specifically, General Operations and FJE’s net assets represent 3 months and Sections’ net assets represent 6 months. Of the $167.5 million total net assets, $110.5 million are Section unrestricted net assets; with the balance of $57.0 million in General Operations and FJE net assets ($12.8 million restricted and $44.2 million unrestricted).

### Consolidated Statements of Financial Position

* $ in millions

<table>
<thead>
<tr>
<th></th>
<th>June 30 2018</th>
<th>% to Total</th>
<th>June 30 2017</th>
<th>Prior Year Variance</th>
<th>August 31 2017</th>
<th>Prior Year Variance</th>
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<td><strong>Assets</strong></td>
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<tr>
<td>Cash and Cash Equivalents</td>
<td>$4.8</td>
<td>1%</td>
<td>$13.1</td>
<td>$(8.4)</td>
<td>$15.5</td>
<td>$(10.7)</td>
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<tr>
<td>Accounts Receivable</td>
<td>12.5</td>
<td>4%</td>
<td>14.4</td>
<td>(1.9)</td>
<td>15.0</td>
<td>(2.5)</td>
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<tr>
<td>Inventory, Prepaid &amp; Other</td>
<td>4.5</td>
<td>1%</td>
<td>7.0</td>
<td>(2.6)</td>
<td>6.3</td>
<td>(1.9)</td>
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<tr>
<td>Investments:</td>
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<td></td>
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</tr>
<tr>
<td>ABA Operating Funds</td>
<td>176.0</td>
<td>0.5%</td>
<td>180.9</td>
<td>(5.0)</td>
<td>184.7</td>
<td>(8.7)</td>
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<td>ABA Section Funds</td>
<td>99.0</td>
<td>30%</td>
<td>96.5</td>
<td>2.5</td>
<td>96.2</td>
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<td>ABA Fund for FJE</td>
<td>17.8</td>
<td>5%</td>
<td>15.2</td>
<td>2.6</td>
<td>15.2</td>
<td>2.6</td>
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<tr>
<td>ABA Funds Held for Related Parties</td>
<td>0.3</td>
<td>0%</td>
<td>0.3</td>
<td>(0.0)</td>
<td>0.3</td>
<td>(0.0)</td>
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<td>Investments Total</td>
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<td>89%</td>
<td>292.9</td>
<td>0.2</td>
<td>296.4</td>
<td>(3.3)</td>
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<tr>
<td>Property and Equipment, Net</td>
<td>14.8</td>
<td>4%</td>
<td>11.5</td>
<td>3.3</td>
<td>11.6</td>
<td>3.2</td>
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<tr>
<td><strong>Total Assets</strong></td>
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<td>100%</td>
<td>$338.9</td>
<td>$(9.4)</td>
<td>$344.8</td>
<td>$(15.2)</td>
</tr>
</tbody>
</table>

|                        |              |            |              |                     |                 |                     |
| **Liabilities**        |              |            |              |                     |                 |                     |
| Payables and Other Debt| $21.0        | 6%         | $20.3        | (0.7)               | $19.9           | (1.1)               |
| Deferred Revenue and Deferred Rent Abatement | 69.4 | 21% | 68.7 | (0.7) | 78.0 | 8.6 |
| Loan to Fund Pension Plan | 40.0 | 12% | 26.0 | (14.0) | 26.0 | (14.0) |
| Pension Liability      | 31.7         | 10%        | 60.1         | 28.4                | 48.8            | 17.1                |
| **Total Liabilities**  | $162.0       | 49%        | $175.0       | $13.0               | $172.7          | $10.6               |

|                        |              |            |              |                     |                 |                     |
| **Net Assets**         |              |            |              |                     |                 |                     |
| Unrestricted           |              |            |              |                     |                 |                     |
| ABA General Operations/FJE Funds | $44.2 | 13% | $45.0 | (0.8) | $53.6 | (9.4) |
| ABA Section Funds      | 110.5        | 34%        | 106.1        | 4.4                 | 106.0           | 4.5                 |
| **Total Unrestricted** | 154.7        | 47%        | 151.1        | 3.6                 | 159.6           | (4.9)               |
| Total Temporarily Restricted - FJE | 5.2 | 2% | 5.4 | (0.2) | 5.2 | 0.1 |
| Total Permanently Restricted - FJE | 7.6 | 2% | 7.4 | 0.2 | 7.4 | 0.2 |
| **Total Net Assets**   | $167.5       | 51%        | $163.9       | $3.6                | $172.1          | $(4.6)              |

| Total Liabilities and Net Assets | $329.5 | 100% | $338.9 | $(9.4) | $344.8 | $(15.2) |
FY2019 budget challenges

As has been discussed in recent years, declining dues trends are placing significant pressure on our budget and is the reason behind our recent work around building a new membership model.

Below, I have outlined the FY2019 General Operations Budget. The ABA has budgeted $89.2 million in revenues and $89.0 million in expenses. Although revenues are declining by $6.9 million year over year, we’ve implemented $7.1 million in expense reductions mainly through the VIP program and the realignment. This budget anticipates a modest $200,000 surplus which may provide a bit of a buffer for actual revenue and expense results.

Preliminary FY2019 General Operations Budget

*The overall budget is smaller than last year*

($ millions)

<table>
<thead>
<tr>
<th></th>
<th>FY2019 Budget</th>
<th>FY2018 Budget</th>
<th>Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenues</td>
<td>$ 89.2</td>
<td>$ 96.1</td>
<td>$ (6.9)</td>
</tr>
<tr>
<td>Expenses</td>
<td>89.0</td>
<td>96.1</td>
<td>(7.1)</td>
</tr>
<tr>
<td>Surplus</td>
<td>$ 0.2</td>
<td>$ -</td>
<td>$ 0.2</td>
</tr>
</tbody>
</table>
The chart below describes the variance between the General Operations revenue budgets of FY2018 and FY2019.

**FY2018 to FY2019 General Operations Revenue Walk**

($ millions)

<table>
<thead>
<tr>
<th>Description</th>
<th>Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dues</td>
<td>$(3.0)</td>
</tr>
<tr>
<td>Investment Income</td>
<td>(1.7)</td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>(1.2)</td>
</tr>
<tr>
<td>Gifts</td>
<td>(0.5)</td>
</tr>
<tr>
<td>Advertising</td>
<td>(0.4)</td>
</tr>
<tr>
<td>Other</td>
<td>(0.1)</td>
</tr>
<tr>
<td><strong>Revenue Reduction</strong></td>
<td><strong>$(6.9)</strong></td>
</tr>
</tbody>
</table>

Dues is budgeted at $54.2 million, 2% lower than FY2018 Actual

The chart below describes the variance between the General Operations expense budgets of FY2018 and FY2019.

**FY2018 to FY2019 General Operations Expense Walk**

($ millions)

<table>
<thead>
<tr>
<th>Description</th>
<th>Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Salary/Benefits</td>
<td>$(5.1)</td>
</tr>
<tr>
<td>Paris Event</td>
<td>(1.1)</td>
</tr>
<tr>
<td>Publishing Costs</td>
<td>(0.7)</td>
</tr>
<tr>
<td>Meeting &amp; Travel</td>
<td>(0.5)</td>
</tr>
<tr>
<td>Other</td>
<td>0.3</td>
</tr>
<tr>
<td><strong>Expense Reduction</strong></td>
<td><strong>$(7.1)</strong></td>
</tr>
</tbody>
</table>

Reduce headcount primarily through VIP and realignment

Paris event included in FY2018

Reduced printing and postage

Implemented revised policy for Gen Ops funded meetings

You may recall that in FY2017, the Board approved a new formula (“normalization”) to allocate General Operations funding among the various entities in a more uniform and consistent way. FY2019 is the first year of implementation and the chart below shows that the funding amount is just under $9.0 million, which is the same level of funding in FY2018. With the decrease in the FY2019 budget while holding the entity support amount constant means that the percentage that this funding represents in the budget increases. In FY2018, this funding amount for these entities represented 7.3% of the total consolidated budget. Under the FY2019 budget, this support represents 10% of the total consolidated budget. Below is the funding detail by entity with comparison to the FY2018 funding the entity received.
<table>
<thead>
<tr>
<th>Normalized?</th>
<th>Name</th>
<th>Count</th>
<th>FY18 Funding</th>
<th>FY19 Funding</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Judicial Division</td>
<td>3,025</td>
<td>$1,003,058</td>
<td>$1,003,058</td>
</tr>
<tr>
<td>x</td>
<td>Criminal Justice</td>
<td>4,922</td>
<td>603,493</td>
<td>527,448</td>
</tr>
<tr>
<td>x</td>
<td>Business Law</td>
<td>28,870</td>
<td>454,313</td>
<td>464,607</td>
</tr>
<tr>
<td></td>
<td>Civil Rights And Social Justice</td>
<td>1,466</td>
<td>418,641</td>
<td>418,641</td>
</tr>
<tr>
<td>x</td>
<td>Litigation</td>
<td>30,026</td>
<td>341,115</td>
<td>413,011</td>
</tr>
<tr>
<td></td>
<td>Law Practice Section/LTRC</td>
<td>6,187</td>
<td>412,062</td>
<td>412,062</td>
</tr>
<tr>
<td></td>
<td>General Practice,Solo &amp; Small Firm</td>
<td>4,814</td>
<td>400,058</td>
<td>400,058</td>
</tr>
<tr>
<td></td>
<td>Govmt/Public Sector Lawyers Div</td>
<td>2,333</td>
<td>399,147</td>
<td>399,147</td>
</tr>
<tr>
<td>x</td>
<td>International Law</td>
<td>7,317</td>
<td>415,845</td>
<td>379,707</td>
</tr>
<tr>
<td>x</td>
<td>Tort Trial And Insurance Practice Section</td>
<td>11,066</td>
<td>432,512</td>
<td>376,650</td>
</tr>
<tr>
<td></td>
<td>Legal Education &amp; Admissions To Bar</td>
<td>10,529</td>
<td>375,000</td>
<td>375,000</td>
</tr>
<tr>
<td>x</td>
<td>Antitrust Law</td>
<td>6,316</td>
<td>401,808</td>
<td>340,740</td>
</tr>
<tr>
<td>x</td>
<td>Real Property Probate And Trust Law</td>
<td>15,388</td>
<td>321,644</td>
<td>339,922</td>
</tr>
<tr>
<td>x</td>
<td>Labor And Employment Law</td>
<td>11,460</td>
<td>335,526</td>
<td>329,862</td>
</tr>
<tr>
<td>x</td>
<td>Forums*</td>
<td>10,610</td>
<td>344,881</td>
<td>293,855</td>
</tr>
<tr>
<td>x</td>
<td>Dispute Resolution</td>
<td>4,465</td>
<td>312,159</td>
<td>287,904</td>
</tr>
<tr>
<td>x</td>
<td>Environment, Energy &amp; Resources</td>
<td>5,853</td>
<td>298,354</td>
<td>287,009</td>
</tr>
<tr>
<td>x</td>
<td>Intellectual Property Law</td>
<td>8,298</td>
<td>253,981</td>
<td>275,404</td>
</tr>
<tr>
<td>x</td>
<td>Administrative Law</td>
<td>2,354</td>
<td>296,901</td>
<td>271,139</td>
</tr>
<tr>
<td>x</td>
<td>Family Law</td>
<td>4,842</td>
<td>232,531</td>
<td>249,722</td>
</tr>
<tr>
<td>x</td>
<td>Health Law</td>
<td>6,803</td>
<td>170,825</td>
<td>227,356</td>
</tr>
<tr>
<td>x</td>
<td>Science And Technology Law</td>
<td>2,611</td>
<td>204,692</td>
<td>226,146</td>
</tr>
<tr>
<td>x</td>
<td>Public Contract Law</td>
<td>2,552</td>
<td>189,657</td>
<td>218,374</td>
</tr>
<tr>
<td>x</td>
<td>Infrastructure and Regulated Industries</td>
<td>1,406</td>
<td>179,107</td>
<td>208,139</td>
</tr>
<tr>
<td>x</td>
<td>State And Local Government Law</td>
<td>2,124</td>
<td>172,696</td>
<td>208,041</td>
</tr>
<tr>
<td></td>
<td></td>
<td>195,637</td>
<td>$8,970,006</td>
<td>$8,933,000</td>
</tr>
</tbody>
</table>

(1) Fifty percent phase in

*The Construction Forum has opted out of the Normalized General Operations funding.*

Note: Any entity that is not a part of the normalization process nor receives any General Operations funding is excluded (i.e. Taxation)
<table>
<thead>
<tr>
<th>Sections</th>
<th>FY17 Pd Member Count</th>
<th>FY18 Funding</th>
<th>Total Funding</th>
<th>Change in Two-year phase in FY19 Funding</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Base</td>
<td>Add't</td>
<td></td>
</tr>
<tr>
<td>Administrative Law</td>
<td>2,354</td>
<td>296,901</td>
<td>$ 225,000</td>
<td>$ 20,376</td>
</tr>
<tr>
<td>Antitrust Law</td>
<td>6,316</td>
<td>401,808</td>
<td>$ 225,000</td>
<td>54,672</td>
</tr>
<tr>
<td>Business Law</td>
<td>28,870</td>
<td>454,313</td>
<td>$ 225,000</td>
<td>249,900</td>
</tr>
<tr>
<td>Dispute Resolution</td>
<td>4,465</td>
<td>312,159</td>
<td>$ 225,000</td>
<td>50,664</td>
</tr>
<tr>
<td>Environment, Energy &amp; Resources</td>
<td>5,853</td>
<td>298,354</td>
<td>$ 225,000</td>
<td>38,649</td>
</tr>
<tr>
<td>Family Law</td>
<td>4,842</td>
<td>232,531</td>
<td>$ 225,000</td>
<td>41,913</td>
</tr>
<tr>
<td>Health Law</td>
<td>6,803</td>
<td>170,825</td>
<td>$ 225,000</td>
<td>58,887</td>
</tr>
<tr>
<td>Infrastructure and Regulated Ind</td>
<td>1,406</td>
<td>179,107</td>
<td>$ 225,000</td>
<td>12,170</td>
</tr>
<tr>
<td>Intellectual Property Law</td>
<td>8,298</td>
<td>253,981</td>
<td>$ 225,000</td>
<td>249,900</td>
</tr>
<tr>
<td>Real Property Probate And Trust Law</td>
<td>11,460</td>
<td>335,526</td>
<td>$ 225,000</td>
<td>99,198</td>
</tr>
<tr>
<td>Litigation</td>
<td>30,026</td>
<td>341,115</td>
<td>$ 225,000</td>
<td>58,887</td>
</tr>
<tr>
<td>Public Contract Law</td>
<td>2,552</td>
<td>189,657</td>
<td>$ 225,000</td>
<td>22,090</td>
</tr>
<tr>
<td>Science And Technology Law</td>
<td>2,611</td>
<td>204,692</td>
<td>$ 225,000</td>
<td>22,601</td>
</tr>
<tr>
<td>State And Local Government Law</td>
<td>2,124</td>
<td>172,696</td>
<td>$ 225,000</td>
<td>71,828</td>
</tr>
<tr>
<td>Tort Trial And Insurance Practice</td>
<td>11,066</td>
<td>432,512</td>
<td>$ 225,000</td>
<td>95,788</td>
</tr>
<tr>
<td>Criminal Justice</td>
<td>4,922</td>
<td>419,695</td>
<td>$ 225,000</td>
<td>42,605</td>
</tr>
<tr>
<td>International Law</td>
<td>7,317</td>
<td>360,613</td>
<td>$ 225,000</td>
<td>63,336</td>
</tr>
<tr>
<td>Forums*</td>
<td>10,610</td>
<td>344,881</td>
<td>$ 225,000</td>
<td>56,403</td>
</tr>
<tr>
<td>Funding for Normalized Entities</td>
<td>167,283</td>
<td>5,723,010</td>
<td>$ 4,275,000</td>
<td>1,412,572</td>
</tr>
<tr>
<td>Civil Rights And Social Justice</td>
<td>1,466</td>
<td>418,641</td>
<td>$ 418,641</td>
<td>418,641</td>
</tr>
<tr>
<td>Legal Education &amp; Admissions To Bar</td>
<td>10,529</td>
<td>375,000</td>
<td>$ 375,000</td>
<td>375,000</td>
</tr>
<tr>
<td>Other Section Funding</td>
<td>11,995</td>
<td>793,641</td>
<td>$ 793,641</td>
<td>793,641</td>
</tr>
<tr>
<td>Total Additional Section Funding</td>
<td>-</td>
<td>239,030</td>
<td>$ 239,030</td>
<td>239,030</td>
</tr>
<tr>
<td>Govmt/Public Sector Lawyers Div</td>
<td>2,333</td>
<td>399,147</td>
<td>$ 399,147</td>
<td>399,147</td>
</tr>
<tr>
<td>Judicial Division</td>
<td>3,025</td>
<td>1,003,058</td>
<td>$ 1,003,058</td>
<td>1,003,058</td>
</tr>
<tr>
<td>Law Practice Section/LTRC</td>
<td>6,187</td>
<td>412,062</td>
<td>$ 412,062</td>
<td>412,062</td>
</tr>
<tr>
<td>General Practice,Solo &amp; Small Firm</td>
<td>4,814</td>
<td>400,058</td>
<td>$ 400,058</td>
<td>400,058</td>
</tr>
<tr>
<td>Division Funding</td>
<td>16,359</td>
<td>2,214,325</td>
<td>$ 2,214,325</td>
<td>2,214,325</td>
</tr>
<tr>
<td>Total Gen Ops Funding to S/D/Fs</td>
<td>195,637</td>
<td>8,970,006</td>
<td>$ 8,970,006</td>
<td>8,970,006</td>
</tr>
</tbody>
</table>

*The Construction Forum has opted out of the Normalized General Operations funding.
The final consolidated FY 2019 budget will be presented to the BOG to be approved at this meeting. This budget reflects the reorganization savings as well as other difficult, but necessary, cost reductions. It also relies on 3.5% of investment income, in accordance with our spending policy. We have some challenges ahead, but our new membership model and a steadfast focus on expense management will present us with opportunities to change our future course.

It is my pleasure to serve as your Treasurer. Thank you.

Michelle Behnke
### Consolidated Summary

**FY 2018 - June 2018 FYTD**

$ in millions

<table>
<thead>
<tr>
<th></th>
<th>Vs. Budget</th>
<th>Vs. Prior Year</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Actual FY 2018</td>
<td>Budget FY 2018</td>
</tr>
<tr>
<td><strong>Revenue</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Operations</td>
<td>$ 76.4 $ 79.8</td>
<td>$ (3.5) $ 79.9</td>
</tr>
<tr>
<td>Section</td>
<td>46.4 48.2</td>
<td>(1.8) 46.6</td>
</tr>
<tr>
<td>Grants</td>
<td>42.5 42.0</td>
<td>0.5 45.1</td>
</tr>
<tr>
<td>Gifts</td>
<td>3.3 2.6</td>
<td>0.7 2.2</td>
</tr>
<tr>
<td><strong>Total Revenue</strong></td>
<td>168.6 172.6</td>
<td>(4.1) 173.8</td>
</tr>
<tr>
<td><strong>Expense</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Operations</td>
<td>80.0 78.9</td>
<td>(1.1) 82.6</td>
</tr>
<tr>
<td>Section</td>
<td>47.1 52.0</td>
<td>4.9 47.5</td>
</tr>
<tr>
<td>Grants</td>
<td>44.6 42.0</td>
<td>(2.7) 42.9</td>
</tr>
<tr>
<td>Gifts</td>
<td>0.8 3.3</td>
<td>2.5 2.0</td>
</tr>
<tr>
<td><strong>Total Expense</strong></td>
<td>172.6 176.2</td>
<td>3.6 174.9</td>
</tr>
<tr>
<td><strong>Revenues over / (under) Expenses</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Operations</td>
<td>(3.7) 0.9</td>
<td>(4.6) (2.7)</td>
</tr>
<tr>
<td>Section</td>
<td>(0.7) (3.8)</td>
<td>3.1 (0.9)</td>
</tr>
<tr>
<td>Grants</td>
<td>(2.1) 0.1</td>
<td>(2.2) 2.2</td>
</tr>
<tr>
<td>Gifts</td>
<td>2.4 (0.7)</td>
<td>3.2 0.2</td>
</tr>
<tr>
<td><strong>Total Revenues over / (under) Expenses</strong></td>
<td>$ (4.0) $ (3.5) $ (0.4)</td>
<td>$ (1.1) $ (2.9)</td>
</tr>
</tbody>
</table>
## American Bar Association

### Consolidated Statements of Activities and Changes in Net Assets - Comparison to Budget and Prior Year

**Period Ending June 30, 2018**

*(US $000's)*

<table>
<thead>
<tr>
<th>Description</th>
<th>Year-to-Date</th>
<th>Full Year</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operating Expenses</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensation</td>
<td>$60,682</td>
<td>$60,590</td>
</tr>
<tr>
<td>Fringe Benefits and Payroll Taxes</td>
<td>$19,041</td>
<td>$20,334</td>
</tr>
<tr>
<td>Professional Services</td>
<td>$27,234</td>
<td>$27,890</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>$33,283</td>
<td>$34,276</td>
</tr>
<tr>
<td>Advertising and Marketing</td>
<td>$2,441</td>
<td>$2,800</td>
</tr>
<tr>
<td>Publishing</td>
<td>$6,786</td>
<td>$10,899</td>
</tr>
<tr>
<td>Facilities</td>
<td>$18,477</td>
<td>$20,787</td>
</tr>
<tr>
<td>Transfers</td>
<td>$2,275</td>
<td>$2,675</td>
</tr>
<tr>
<td>Other Expenses</td>
<td>$4,914</td>
<td>$5,512</td>
</tr>
<tr>
<td><strong>Total Expenses</strong></td>
<td>$172,571</td>
<td>$203,416</td>
</tr>
<tr>
<td><strong>Net Revenues over/(under) Expenses</strong></td>
<td>$172,571</td>
<td>$203,416</td>
</tr>
</tbody>
</table>

| **Non-Operating**                          |              |           |
| Net Change in Pension Liability other than Periodic | $-          | $-        |
| Investment Income                          | $6,385       | $8,600    |
| Reserve Transfers                          | $1,631       | $1,976    |
| Other Non-operating                        | $5,663       | $7,076    |
| **Net change in Unrestricted Net Assets**  | $(4,940)     | $(11,520) |
| **Net Change in Temporarily Restricted Net Assets** | $(85)       | $(143)    |
| **Net Change in Permanently Restricted Net Assets** | $(220)     | $(458)    |
| **Net Change in Total Net Assets**         | $(4,600)     | $(12,053) |

| **American Bar Association**               |              |           |
| **Budget FY 2018 % of Revenue**           |              |           |
| **Actual FY 2018 % of Revenue**            |              |           |
| **Budget FY 2017 % of Revenue**            |              |           |
| **Actual FY 2017 % of Revenue**            |              |           |
| **Actual FY 2016 % of Revenue**            |              |           |
| **Budget FY 2016 % of Revenue**            |              |           |
| **Actual FY 2015 % of Revenue**            |              |           |

---

*Note: The table above provides a detailed breakdown of revenues and expenses, including membership dues, grants, advertising, and other sources, as well as expenses for compensation, payroll, and various activities.*
## American Bar Association

### General Operations Statements of Activities and Changes in Net Assets - Comparison to Budget and Prior Year

**Period Ending June 30, 2018**

(US $000’s)

<table>
<thead>
<tr>
<th>Description</th>
<th>Year-to-Date</th>
<th>Full Year</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Membership Dues</td>
<td>$45,779</td>
<td>$45,845</td>
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<tr>
<td>Meeting Fees</td>
<td>$5,849</td>
<td>$6,657</td>
</tr>
<tr>
<td>Advertising</td>
<td>$1,806</td>
<td>$2,353</td>
</tr>
<tr>
<td>Gifts, Contributions, and Sponsorships</td>
<td>$4,404</td>
<td>$5,547</td>
</tr>
<tr>
<td>Grants</td>
<td>$1,582</td>
<td>$1,497</td>
</tr>
<tr>
<td>Publications</td>
<td>$6,008</td>
<td>$6,187</td>
</tr>
<tr>
<td>Royalties</td>
<td>$5,137</td>
<td>$3,114</td>
</tr>
<tr>
<td>Accreditation Fees</td>
<td>$1,843</td>
<td>$1,672</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>$3,120</td>
<td>$1,582</td>
</tr>
<tr>
<td>Investment income from Operations</td>
<td>$5,522</td>
<td>$3,278</td>
</tr>
<tr>
<td>Designated Reserve for Operations</td>
<td>$1,582</td>
<td>$1,497</td>
</tr>
<tr>
<td>Net Assets Released from Restrictions</td>
<td>$1,843</td>
<td>$1,497</td>
</tr>
</tbody>
</table>

**Total Revenues**

$76,351

**Expenses**

<table>
<thead>
<tr>
<th>Expense Description</th>
<th>Year-to-Date</th>
<th>Full Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Compensation</td>
<td>$35,806</td>
<td>$35,789</td>
</tr>
<tr>
<td>Fringe Benefits and Payroll Taxes</td>
<td>$11,445</td>
<td>$12,365</td>
</tr>
<tr>
<td>Professional Services</td>
<td>$5,137</td>
<td>$3,114</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>$5,395</td>
<td>$3,114</td>
</tr>
<tr>
<td>Advertising</td>
<td>$1,582</td>
<td>$1,497</td>
</tr>
<tr>
<td>Publishing</td>
<td>$3,046</td>
<td>$2,353</td>
</tr>
<tr>
<td>Facilities</td>
<td>$10,327</td>
<td>$9,992</td>
</tr>
<tr>
<td>Transfers</td>
<td>$9,628</td>
<td>$10,527</td>
</tr>
<tr>
<td>Other Expenses</td>
<td>$2,790</td>
<td>$5,663</td>
</tr>
</tbody>
</table>

**Total Expenses**

$80,037

**Net Revenues over/(under) Expenses**

$3,687

**Operating Non-Operating**

<table>
<thead>
<tr>
<th>Description</th>
<th>Year-to-Date</th>
<th>Full Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net change in Pension Liability other than Periodic Cost</td>
<td>$0</td>
<td>$6,738</td>
</tr>
<tr>
<td>Investment Income</td>
<td>$1,055</td>
<td>$4,808</td>
</tr>
<tr>
<td>Reserve Transfers</td>
<td>(1,631)</td>
<td>(3,358)</td>
</tr>
<tr>
<td>Other Non-operating</td>
<td>(5,663)</td>
<td>(7,237)</td>
</tr>
</tbody>
</table>

**Net change in Total Net Assets**

$9,027

### Notes

- Membership Dues: $46,914 (58.8%) vs. $46,874 (58.7%)
- Meeting Fees: $6,657 (8.3%) vs. $5,129 (6.4%)
- Advertising: $2,353 (2.9%) vs. $1,456 (1.8%)
- Gifts, Contributions, and Sponsorships: $5,547 (7.0%) vs. $3,805 (4.9%)
- Grants: $1,497 (1.9%) vs. $1,859 (2.3%)
- Royalties: $6,187 (7.8%) vs. $5,522 (6.9%)
- Accreditation Fees: $3,114 (3.9%) vs. $1,456 (1.8%)
- Miscellaneous Other: $3,047 (4.1%) vs. $3,042 (3.8%)
- Investment income from Operations: $6,187 (7.8%) vs. $5,522 (6.9%)
- Designated Reserve for Operations: $1,497 (1.9%) vs. $1,859 (2.3%)
- Net Assets Released from Restrictions: $1,859 (2.3%) vs. $4,018 (10.0%)

**Net Change in Unrestricted Net Assets**

$2,712

**Net Change in Temporarily Restricted Net Assets**

$-1,192

**Net Change in Permanently Restricted Net Assets**

$0

**Net Change in Total Net Assets**

$9,027

- Membership Dues: $46,914 (58.8%) vs. $46,874 (58.7%)
- Meeting Fees: $6,657 (8.3%) vs. $5,129 (6.4%)
- Advertising: $2,353 (2.9%) vs. $1,456 (1.8%)
- Gifts, Contributions, and Sponsorships: $5,547 (7.0%) vs. $3,805 (4.9%)
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**Net Change in Unrestricted Net Assets**

$2,712

**Net Change in Temporarily Restricted Net Assets**

$-1,192

**Net Change in Permanently Restricted Net Assets**

$0

**Net Change in Total Net Assets**

$9,027
# Section Statements of Activities and Changes in Net Assets - Comparison to Budget and Prior Year

**Period Ending June 30, 2018**

**American Bar Association**

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget % of Revenue</th>
<th>Full Year</th>
<th>% of Revenue</th>
<th>vs. Budget % of Revenue</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Membership Dues</td>
<td>$9,417</td>
<td>20.3%</td>
<td>$9,676</td>
<td>20.7%</td>
<td>$9,676</td>
<td>20.7%</td>
<td>$9,417</td>
<td>20.3%</td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>$19,020</td>
<td>42.7%</td>
<td>$21,196</td>
<td>46.4%</td>
<td>$21,196</td>
<td>46.4%</td>
<td>$19,020</td>
<td>42.7%</td>
</tr>
<tr>
<td>Advertising</td>
<td>$569</td>
<td>1.2%</td>
<td>$721</td>
<td>1.5%</td>
<td>$721</td>
<td>1.5%</td>
<td>$569</td>
<td>1.2%</td>
</tr>
<tr>
<td>Gifts, Contributions, and Sponsorships</td>
<td>$5,785</td>
<td>12.5%</td>
<td>$6,523</td>
<td>13.6%</td>
<td>$6,523</td>
<td>13.6%</td>
<td>$5,785</td>
<td>12.5%</td>
</tr>
<tr>
<td>Royalties</td>
<td>$4,074</td>
<td>8.8%</td>
<td>$4,379</td>
<td>9.1%</td>
<td>$4,379</td>
<td>9.1%</td>
<td>$4,074</td>
<td>8.8%</td>
</tr>
<tr>
<td><strong>Expenses</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensation</td>
<td>$11,580</td>
<td>24.9%</td>
<td>$13,117</td>
<td>27.2%</td>
<td>$13,117</td>
<td>27.2%</td>
<td>$11,580</td>
<td>24.9%</td>
</tr>
<tr>
<td>Fringe Benefits and Payroll Taxes</td>
<td>$3,566</td>
<td>7.6%</td>
<td>$4,030</td>
<td>8.4%</td>
<td>$4,030</td>
<td>8.4%</td>
<td>$3,566</td>
<td>7.6%</td>
</tr>
<tr>
<td>Professional Services</td>
<td>$3,632</td>
<td>7.8%</td>
<td>$3,563</td>
<td>7.4%</td>
<td>$3,563</td>
<td>7.4%</td>
<td>$3,632</td>
<td>7.8%</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>$20,686</td>
<td>44.6%</td>
<td>$22,985</td>
<td>47.7%</td>
<td>$22,985</td>
<td>47.7%</td>
<td>$20,686</td>
<td>44.6%</td>
</tr>
<tr>
<td>Advertising and Marketing</td>
<td>$280</td>
<td>0.6%</td>
<td>$441</td>
<td>0.9%</td>
<td>$441</td>
<td>0.9%</td>
<td>$280</td>
<td>0.6%</td>
</tr>
<tr>
<td>Publishing</td>
<td>$3,573</td>
<td>7.7%</td>
<td>$5,198</td>
<td>10.8%</td>
<td>$5,198</td>
<td>10.8%</td>
<td>$3,573</td>
<td>7.7%</td>
</tr>
<tr>
<td>Facilities</td>
<td>$4,727</td>
<td>10.2%</td>
<td>$5,132</td>
<td>10.7%</td>
<td>$5,132</td>
<td>10.7%</td>
<td>$4,727</td>
<td>10.2%</td>
</tr>
<tr>
<td>Transfers</td>
<td>$(7,638)</td>
<td>-12.1%</td>
<td>$(7,754)</td>
<td>-16.0%</td>
<td>$(7,754)</td>
<td>-16.0%</td>
<td>$(7,638)</td>
<td>-12.1%</td>
</tr>
<tr>
<td><strong>Total Expenses</strong></td>
<td>$47,070</td>
<td>101.4%</td>
<td>$51,994</td>
<td>107.8%</td>
<td>$51,994</td>
<td>107.8%</td>
<td>$47,070</td>
<td>101.4%</td>
</tr>
<tr>
<td><strong>Net Revenues over/(under) Expenses</strong></td>
<td>$(652)</td>
<td>-1.4%</td>
<td>$(7,874)</td>
<td>-7.8%</td>
<td>$(3,212)</td>
<td>82.8%</td>
<td>$(652)</td>
<td>-1.4%</td>
</tr>
<tr>
<td><strong>Non-Operating</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Change in Pension Liability other than Periodic Cost</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
</tr>
<tr>
<td>Investment Income</td>
<td>$5,120</td>
<td>11.0%</td>
<td>$400</td>
<td>0.8%</td>
<td>$471</td>
<td>0.8%</td>
<td>$5,120</td>
<td>11.0%</td>
</tr>
<tr>
<td>Reserve Transfers</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
</tr>
<tr>
<td>Other Non-operating</td>
<td>$(4,753)</td>
<td>-10.2%</td>
<td>$(5,225)</td>
<td>-10.8%</td>
<td>$(5,225)</td>
<td>-10.8%</td>
<td>$(4,753)</td>
<td>-10.2%</td>
</tr>
<tr>
<td><strong>Net Income from Unrestricted Net Assets</strong></td>
<td>$4,468</td>
<td>9.6%</td>
<td>$(3,379)</td>
<td>-7.0%</td>
<td>$7,847</td>
<td>167.8%</td>
<td>$4,468</td>
<td>9.6%</td>
</tr>
<tr>
<td><strong>Net Change in Restricted Net Assets</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Net Change in Temporarily Restricted Net Assets</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
</tr>
<tr>
<td>Net Change in Permanently Restricted Net Assets</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
</tr>
<tr>
<td><strong>Net Change in Total Net Assets</strong></td>
<td>$4,468</td>
<td>9.6%</td>
<td>$(3,379)</td>
<td>-7.0%</td>
<td>$7,847</td>
<td>167.8%</td>
<td>$4,468</td>
<td>9.6%</td>
</tr>
</tbody>
</table>

Note: The above table represents a comparison of actual results to budgeted amounts and prior year results, with variances indicated in parentheses for amounts that are unfavorably different from budget or prior year.
# American Bar Association Total Grants Statements of Activities and Changes in Net Assets - Comparison to Budget and Prior Year

Period Ending June 30, 2018

(US $000's)

## Revenues

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget FY 2017</th>
<th>% of Prior</th>
</tr>
</thead>
<tbody>
<tr>
<td>Membership Dues</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>177</td>
<td>0.4%</td>
<td>177</td>
<td>0.0%</td>
<td>178</td>
<td>0.4%</td>
</tr>
<tr>
<td>Advertising</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Gifts, Contributions, and Sponsorships</td>
<td>25</td>
<td>0.1%</td>
<td>25</td>
<td>0.0%</td>
<td>10</td>
<td>0.0%</td>
</tr>
<tr>
<td>Grants</td>
<td>41,896</td>
<td>98.5%</td>
<td>42,046</td>
<td>100.0%</td>
<td>(150)</td>
<td>-0.4%</td>
</tr>
<tr>
<td>Publications</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Royalties</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Accruals</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>451</td>
<td>1.1%</td>
<td>451</td>
<td>0.0%</td>
<td>0.0%</td>
<td>0.0%</td>
</tr>
<tr>
<td>Designated Reserve for Operations</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
<td>0.0%</td>
</tr>
<tr>
<td>Total Revenues</td>
<td>$42,548</td>
<td>100.0%</td>
<td>$42,046</td>
<td>100.0%</td>
<td>$503</td>
<td>1.2%</td>
</tr>
</tbody>
</table>

## Expenses

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget FY 2017</th>
<th>% of Prior</th>
</tr>
</thead>
<tbody>
<tr>
<td>Compensation</td>
<td>$12,561</td>
<td>29.5%</td>
<td>$13,197</td>
<td>31.4%</td>
<td>$11,538</td>
<td>25.6%</td>
</tr>
<tr>
<td>Fringe Benefits and Payroll Taxes</td>
<td>3,814</td>
<td>9.0%</td>
<td>4,036</td>
<td>9.6%</td>
<td>3,824</td>
<td>8.9%</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>6,015</td>
<td>14.1%</td>
<td>6,409</td>
<td>11.1%</td>
<td>(1,366)</td>
<td>-22.9%</td>
</tr>
<tr>
<td>Advertising and Marketing</td>
<td>27</td>
<td>0.1%</td>
<td>24</td>
<td>0.1%</td>
<td>(3)</td>
<td>-14.5%</td>
</tr>
<tr>
<td>Publishing</td>
<td>65</td>
<td>0.2%</td>
<td>81</td>
<td>0.2%</td>
<td>(16)</td>
<td>-20.2%</td>
</tr>
<tr>
<td>Total Expenses</td>
<td>$44,642</td>
<td>104.9%</td>
<td>$41,989</td>
<td>99.9%</td>
<td>$42,869</td>
<td>95.0%</td>
</tr>
</tbody>
</table>

## Net Revenues over/(under) Expenses

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget FY 2017</th>
<th>% of Prior</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ (2,094)</td>
<td>-5.9%</td>
<td>$ 56</td>
<td>0.1%</td>
<td>(2,150)</td>
<td>-3805.8%</td>
<td>-193.5%</td>
</tr>
</tbody>
</table>

## Net Change in Pension Liability other than Periodic Cost

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget FY 2017</th>
<th>% of Prior</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ -</td>
<td>0.0%</td>
<td>$ -</td>
<td>0.0%</td>
<td>(2,150)</td>
<td>-3805.8%</td>
<td>-193.5%</td>
</tr>
</tbody>
</table>

## Net Change in Unrestricted Net Assets

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget FY 2017</th>
<th>% of Prior</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ (2,094)</td>
<td>-5.9%</td>
<td>$ 56</td>
<td>0.1%</td>
<td>(2,150)</td>
<td>-3805.8%</td>
<td>-193.5%</td>
</tr>
</tbody>
</table>

## Net Change in Total Net Assets

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget FY 2017</th>
<th>% of Prior</th>
</tr>
</thead>
<tbody>
<tr>
<td>$ (2,094)</td>
<td>-5.9%</td>
<td>$ 56</td>
<td>0.1%</td>
<td>(2,150)</td>
<td>-3805.8%</td>
<td>-193.5%</td>
</tr>
</tbody>
</table>

## Direct Expenses

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018</th>
<th>% of Revenue</th>
<th>Budget FY 2018</th>
<th>% of Revenue</th>
<th>vs. Budget FY 2017</th>
<th>% of Prior</th>
</tr>
</thead>
<tbody>
<tr>
<td>Compensation</td>
<td>$36,616</td>
<td>86.1%</td>
<td>$33,675</td>
<td>80.1%</td>
<td>$34,574</td>
<td>76.6%</td>
</tr>
<tr>
<td>Direct Labor Grant Overhead</td>
<td>4,072</td>
<td>9.0%</td>
<td>4,312</td>
<td>10.3%</td>
<td>4,468</td>
<td>9.9%</td>
</tr>
<tr>
<td>Indirect G&amp;A</td>
<td>5,454</td>
<td>12.8%</td>
<td>5,302</td>
<td>13.1%</td>
<td>5,494</td>
<td>12.2%</td>
</tr>
<tr>
<td>Gen Ops Funding</td>
<td>(1,500)</td>
<td>-3.5%</td>
<td>(1,500)</td>
<td>-3.6%</td>
<td>(1,667)</td>
<td>-3.7%</td>
</tr>
<tr>
<td>Total Grants Operating Expenses</td>
<td>$44,642</td>
<td>104.9%</td>
<td>$41,989</td>
<td>99.9%</td>
<td>(2,653)</td>
<td>-6.3%</td>
</tr>
</tbody>
</table>
## American Bar Association

Gifts, Contributions, Support Funds, and Endowments Statements of Activities and Changes in Net Assets - Comparison to Budget and Prior Year

Period Ending June 30, 2018

(US $000's)

<table>
<thead>
<tr>
<th>Description</th>
<th>Actual FY 2018 % of Revenue</th>
<th>Actual FY 2017 vs. Budget FY 2018 % of Budget</th>
<th>Actual FY 2017 vs. FY 2017 % of Prior</th>
<th>Budget FY 2018 Full Year vs. FY 2017 % of Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Revenues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Membership Dues</td>
<td>$ -</td>
<td>$ -</td>
<td>$ 0.0%</td>
<td>$ -</td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>622 10.1%</td>
<td>559 10.1%</td>
<td>59 2.0%</td>
<td>659 6.9%</td>
</tr>
<tr>
<td>Advertising</td>
<td>-</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
</tr>
<tr>
<td>Gifts, Contributions, and Sponsorships</td>
<td>55 1.7%</td>
<td>269 5.1%</td>
<td>-114.0%</td>
<td>85 2.5%</td>
</tr>
<tr>
<td>Grants</td>
<td>0.0%</td>
<td>0.0%</td>
<td>0.0%</td>
<td>-</td>
</tr>
<tr>
<td>Publications</td>
<td>67 2.1%</td>
<td>98 1.9%</td>
<td>-20%</td>
<td>156 7.0%</td>
</tr>
<tr>
<td>Royalties</td>
<td>0.2%</td>
<td>5 0.0%</td>
<td>0.0%</td>
<td>-1%</td>
</tr>
<tr>
<td>Accreditation Fees</td>
<td>-</td>
<td>-</td>
<td>0.0%</td>
<td>-</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>19.5%</td>
<td>22 0.9%</td>
<td>10 0.0%</td>
<td>42 2.0%</td>
</tr>
<tr>
<td>Investment income from Operations</td>
<td>0.0%</td>
<td>41 0.0%</td>
<td>0.0%</td>
<td>-10%</td>
</tr>
<tr>
<td>Designated Reserve for Operations</td>
<td>0.0%</td>
<td>0.0%</td>
<td>0.0%</td>
<td>-10%</td>
</tr>
<tr>
<td>Net Assets Released from Restrictions</td>
<td>2,447 75.1%</td>
<td>1,609 62.9%</td>
<td>88%</td>
<td>1,217 47.2%</td>
</tr>
<tr>
<td><strong>Total Revenues</strong></td>
<td>$ 3,260 100.0%</td>
<td>$ 2,558 100.0%</td>
<td>$ 702 27.4%</td>
<td>$ 1,073 49.1%</td>
</tr>
</tbody>
</table>

| **Expenses**                                                                 |                             |                                             |                                     |                                                  |
| Compensation                                                                 | 736 22.6%                   | 713 27.9%                                  | -3%                                 | 350 25.2%                                       |
| Fringe Benefits and Payroll Taxes                                           | 236 6.6%                    | 226 8.8%                                   | 0%                                  | 187 8.6%                                        |
| Professional Services                                                       | 846 26.0%                   | 702 27.5%                                  | -20%                                | 526 11.7%                                       |
| Meetings and Travel                                                          | 1,187 36.4%                 | 1,116 41.6%                                 | -6%                                 | 713 32.6%                                       |
| Advertising and Marketing                                                    | 2 0.1%                      | 8 0.3%                                     | 0%                                  | 2 0.1%                                          |
| Publishing                                                                   | 102 3.1%                    | 127 5.0%                                   | -3%                                 | 76 3.5%                                         |
| Facilities                                                                   | 131 4.0%                    | 208 8.1%                                   | 0%                                  | 264 12.1%                                       |
| Transfers                                                                    | (3,155) -96.8%              | (33) -1.3%                                  | -3%                                 | (778) -35.6%                                    |
| Other Expenses                                                               | 756 23.2%                   | 215 8.4%                                   | -3%                                 | 133 6.3%                                        |
| **Total Expenses**                                                           | $ 822 25.2%                 | $ 3,282 123.3%                              | $ 2,460 75.0%                       | $ 1,141 58.1%                                    |

| **Net Revenues over/(under) Expenses**                                       | $ 2,438 74.8%               | $ (724) -28.3%                              | $ 3,312 436.5%                      | $ 2,214 990.0%                                   |

| **Non-Operating**                                                           |                             |                                             |                                     |                                                  |
| Net Change in Pension Liability other than Periodic Cost                     | $ -                          | -                                           | 0.0%                                | -10%                                            |
| Investment Income                                                           | 230 6.4%                    | (1) 0.0%                                    | 0%                                  | 0.0%                                            |
| Reserve Transfers                                                           | -                            | -                                           | 0.0%                                | -10%                                            |
| Other Non-operating                                                         | 0.0%                        | -                                           | 0.0%                                | -10%                                            |
| **Net change in Unrestricted Net Assets**                                    | $ 2,648 81.2%               | $ (725) -28.4%                              | $ 3,373 465.0%                      | $ 2,109 383.2%                                   |

| **Net Change in Temporarily Restricted Net Assets**                          | $ 85 2.6%                   | $ 341 13.3%                                 | $ (256) -75.0%                      | $ 1,450 66.3%                                     |
| **Net Change in Permanently Restricted Net Assets**                          | $ 229 6.7%                   | $ 56 2.2%                                   | $ 164 292.8%                        | $ 60 37.4%                                       |
| **Net Change in Total Net Assets**                                           | $ 2,953 90.6%               | $ (328) -12.8%                              | $ 3,281 1000.3%                     | $ 2,118 98.7%                                     |
REPORT OF THE EXECUTIVE DIRECTOR
TO THE
BOARD OF GOVERNORS

(Submitted July 17, 2018)

Introduction

Almost two years ago, the American Bar Association’s staff and volunteer leaders began work on a new membership model to help us better attract and retain dues-paying members. From the beginning, research and data have driven this painstaking process forward. We were informed by interviews and focus groups, as well as extensive surveys that were conducted over the past ten years with lawyers across the country.

About 35 percent of lawyers who participated in the studies were non-members and former members of the Association. Two recurring themes we heard from them involved concerns about the affordability of ABA dues and a lack of value for their membership. Common comments included:

- “The ABA is pretty expensive.”
- “I could find better use for the money.”
- “I don’t pay for the costly organizations anymore…now I just pay my bar dues.”
- “It would have to really be worth the money and give me some sort of value.”

Such concerns are not surprising, given the major economic pressures facing today’s attorneys. From the rise of technology and online legal services, to increased competition within the profession, lawyers face greater financial challenges than ever. The feedback underscores the need for the ABA to show true and meaningful value for legal professionals -- at a reasonable price.

Instead of lawyers questioning “why isn’t the ABA more affordable?” we want them to ask themselves “how can I afford not to be a member?” Our goal for the new membership model is to make that happen, and to turn the Association into an indispensable asset for legal professionals.
An important tool for the new model to appeal to prospective members is a simplification of our dues structure, with price reductions as appropriate. We currently have some 157 dues price points, which we propose be decreased to five. The Board of Governors approved the following dues structure at its June meeting in Denver:

- $75 for those admitted to the bar four years and less, including new bar admittees, and paralegals;
- $150 for those admitted to the bar five to nine years ago, solo practitioners, small firm attorneys, judges, retirees, and public service/government lawyers;
- $250 for those admitted to the bar 10 to 14 years ago and international attorneys;
- $350 for those admitted to the bar 15 to 19 years ago; and
- $425 for those admitted to the bar 20 years ago or longer [note: We have determined the price point for this latter dues category should be raised to $450. That will be discussed when the Board next meets]

In its approval of these new price points, the Board specifically provided that they can be considered by the House of Delegates at the Annual Meeting in Chicago only if they are accompanied by a bundle of new member benefits that enhance the ABA’s value proposition, and only if a proposal with those elements included is approved by the Board at its meeting on August 3. A memorandum is being prepared to update the Board of Governors during a special telephone conference call on July 20. Once that memorandum is completed, it will be distributed widely.

The new membership model is expected to include a robust online CLE library that would be the largest in the country and available at no cost to ABA members only. Similar to Amazon Prime®, it would include well over 600 free courses and 6,500 free credit hours of on-demand and live CLE; perhaps 80 new courses will be added each quarter.

The proposed new membership model is also expected to provide a more personalized and curated content experience for ABA members. A new content team will work in close partnership with the Association’s entities to develop a pool of content that provides exceptional value and more than justifies the cost of basic membership, while actively connecting younger members to our sections. This will encourage them to identify sections as valuable resources where they can easily obtain the crucial substantive practice area information they need to be successful.

While simplifying our dues structure and adding exclusive new benefits are pivotal to growing our membership, it’s critical that we market our programs and services effectively. We’re in the process of hiring a new Chief Marketing Officer, and with the Board’s approval of our funding needs, we will undertake an RFP process to find a highly qualified marketing firm that can help us showcase our new offerings and the enhanced value of membership in the national professional association for attorneys.

The new model will also simplify the member experience by making it easier to become and remain an ABA member. Under the current system, many members are uncertain when they need to pay their dues. Our plans include a streamlined billing process with auto-renewal, a
shortened billing cycle, and anniversary billing, all improvements that will make billing issues more clear and easier to understand.

Thanks to the guidance and support of the Board, the ABA is poised to make historic and exciting changes that will fundamentally transform the Association. Once it’s finalized, I am confident our new model will be a major step forward to help us overcome our membership challenges -- and position the ABA for growth in the coming decades.

Membership

As of July 6, the overall ABA membership count was 392,363, which is up 3.1 percent from the same time last year. Our success with law school outreach continues to drive our growth -- over the last year, the ABA saw a 13.5 percent increase in student members, to 111,916. During the same period, we also saw a slight, 0.5 percent decrease in our lawyer members to 265,231, and a drop in our associate members of 1 percent to 15,179.

The Recruitment Telemarketing Campaign, to attract dues-paying lawyer members, is underway. As of June 22, the ABA has recruited more than 27,381 new members through calls for this campaign and an additional 1,036 members using a pre-call email. State bar lists performed well this year, as nearly 16,000 members were sourced from 26 state lists compared to a total 7,425 last year. To date, our cost-per-member for this campaign is approximately $26.98, which is $4.42 less per new member than last year. This is largely attributable to better list work up front, which resulted in a higher campaign response rate. We anticipate the calls will conclude in mid-July.

The ABA’s Rep Rewards program to help attract law student members is underway for the upcoming academic year. The program provides incentives, such as Amazon gift cards, to our 200-plus student representatives to promote Premium ABA membership, five free section memberships, and ABA student engagement on their campus. Materials for the student reps have been ordered, including ABA branded t-shirts, table skirts, laptop stickers, member enrollment forms, signage, and other collateral from our benefit partners like ABA Insurance, Themis Bar Review, West Academic, and more. Students will have the opportunity to engage with fellow ABA Reps across the country in an online environment that will allow them to track their points, share membership materials, and compete for prizes. The microsite has been a priority this past month and is in the final stages of development. This year Quimbee is sponsoring some of the program and is giving a $25,000 scholarship to the student who sells the most Quimbee UBE and MBE bar review courses. The next 9 runners up will each receive $5,000 scholarships (they must sell a minimum of 30 courses to qualify).

The New Member Welcome Stream, both print and digital, is currently being updated for both lawyer and Premium student versions to reflect upcoming leadership changes and to better reflect the benefits we offer each group. Specifically, for Premium students we’re updating all materials to put an extended focus on the ABA Bar Prep Program, which will be our flagship benefit offering learning resources from Quimbee, Themis, and Kaplan.
ABA President Hilarie Bass held another managing partner forum in Denver, Colorado on June 19. During her year as President, she has held forums in eight cities and met with over 90 leaders from National Law Journal 500 firms, representing a combined total of over 25,000 lawyers at these firms, and discussed important issues affecting the legal profession and how the ABA is addressing these issues. We have pitched Full Firm membership to many of the firms that have attended, and follow up efforts with these firms continues.

As of June 22, Full Firm membership stood at 26,292 members, an increase of 4.7 percent from the same time last year. Fiscal Year 2018 Full Firm dues revenue is at $5,494,797, up 4.7 percent from this time last year. Overall Group membership is at 71,450 members, which is down 1.2 percent since June of last year, and FY 2018 Group dues revenue is $19,531,588, a decrease of .9 percent from this time last year.

The Spring 2018 Section Coordinated Telemarketing Campaign offers ABA members who are not currently in a Practice Specialty Group one complimentary year of membership (through August 2019). To date, this campaign has added 1,435 new entity members and we project to add over 2,500 total entity members by the end of this telemarketing campaign. Participating entities include Solo, Small Firm & General Practice Division; Business Law Section; Criminal Justice Section; Section of Public Contract Law; Section of Tort, Trial, & Insurance Practice; Section of Litigation; Section of Real Property, Trust & Estate Law; and Section of State and Local Government Law.

Center for Member Practice Groups

The Section of Antitrust Law sponsored its biennial Antitrust in Asia conference in Seoul, South Korea from May 31 to June 1. There were 141 advance registrants from 13 countries, with gross revenue of approximately $65,000. This is the Section’s fourth conference in this series. The long-term goal of this conference is to promote/enhance the Section of the Antitrust Law brand in Asia; increase ABA/Section of Antitrust Law Associate membership; and generate additional non-dues revenue from publication sales and attendance at other Section of Antitrust Law conferences.

The Health Law Section’s Physicians Legal Issues Conference was held in June at the Hotel Intercontinental in Chicago, and had 165 attendees. The conference was co-sponsored by the Chicago Medical Society. Attendees included members from both organizations. Keynote speakers included Centers for Medicare & Medicaid Services Deputy Administrator & Director for Program Integrity Alec Alexander, and Dr. Bertha Madras of the White House’s Drug Addiction Commission. Dr. Madras addressed the Opioid Crisis.

This year, over 1,300 students from 156 law schools and 1,800 attorney judges participated in the four Law Student Division practical skills competitions -- Arbitration, Client Counseling, National Appellate Advocacy moot court, and Negotiation. The regional rounds of the competitions were hosted across 23 law schools, five federal courts, and one state court. The National Appellate Advocacy Competition celebrated its 40th anniversary this year and hosted the National Finals in Washington, DC. ABA President-Elect Robert Carlson and Senior...
Lawyers Division Chair Jack Young judged the Championship Round along with four federal judges.

The ABA Section of Science & Technology Law presented its third Internet of Things National Institute in Washington, DC on May 9 and 10 at the offices of Crowell & Moring LLP. The programming addressed the legal implications of the growing number of smart devices that are wirelessly connected to and communicating with each other and the proliferation of everyday appliances and devices connected to the Internet known as the Internet of Things. There were 12 CLE program panels and six keynote addresses. Speakers included SciTech leaders, individuals from governmental agencies, law firms, academia and industry leading companies such as AT&T, Hitachi Vantara, IBM, Microsoft, and Symantec. High profile and keynote speakers included:

- Jerry McNerney, United States Representative 9th District of California
- Mark Warner, United States Senator, Virginia
- Robin Kelly, Congresswoman, 2nd Congressional District of Illinois
- Terrell P. McSweeney, Former Commissioner, Federal Trade Commission
- Neil Chilson, Former, Acting Chief Technologist, Federal Trade Commission
- Peter Davidson, General Counsel, U.S. Department of Commerce
- Rajesh De, Former General Counsel of the National Security Agency

**Governmental Affairs Office (GAO)**

On May 23, GAO submitted testimony by ABA President Bass on Legal Services Corporation (LSC) funding to the Senate Appropriations Subcommittee on Commerce, Justice, Science (CJS), and related agencies. When the House Subcommittee and full Appropriations Committee voted out the CJS appropriations bill, they agreed to fund LSC at $410 million, which represents the current level of funding and is $110 million more than the House approved last year.

In a victory for business lawyers and their small business clients, a senior counsel to House Financial Services Committee Chairman Jeb Hensarling (R-TX) informed GAO on May 17 that in response to the serious concerns raised by the ABA, the U.S. Chamber of Commerce, and other stakeholders, the committee planned to mark up and vote on a revised version of the draft “Counter Terrorism and Illicit Finance Act” legislation before the summer recess. The revised version omits the controversial provisions that would require small companies and many of their lawyers to submit extensive information about the companies’ “beneficial owners” to the Treasury Department and that would require the department to disclose the information to many other federal and foreign governmental agencies and financial institutions upon request.

On June 12, ABA President Bass sent a letter to Attorney General Jeff Sessions and Homeland Security Secretary Kirstjen Nielsen opposing recent actions by their departments that resulted in a drastic increase in the separation of children from their parents when arriving at the southern border. On June 20, President Trump signed an executive order stopping the separation of undocumented children from their parents.
ABA Global Programs

In May, the ABA Rule of Law Initiative (ROLI) Asia hosted a delegation of eight Chinese lawyers, academics, and other representatives committed to combating domestic violence in China. They visited Seattle from May 20 to 23, and San Francisco/Alameda/Oakland from May 24 to 29. The delegation met with various stakeholders who are experts in this field in the Seattle and San Francisco areas. The agenda included visits to family justice centers and shelters for domestic violence victims, as well as meetings with police units and prosecutors, legal aid providers, and advocacy organizations.

ROLI’s Southeast Asian Internet Freedom Program hosted a lightning talk at RightsCon in May which highlighted the work of the program-supported advocates network, Advocates for Freedom of Expression Coalition -- Southeast Asia. ROLI also supported civil society representatives to participate in the conference under its freedom of expression program for Malaysia.

Also in May, the United States Agency for International Development funded “Advancing Human Rights for All in Armenia” a meeting for 30 representatives of human rights organizations, youth leaders, and Human Rights Defender’s Office of Armenia. The event helped to foster improved coordination and collaboration and created a platform to identify and brainstorm together how to resolve human rights challenges in the country. Among the issues raised were employment equality rights, gender-based violence, reproductive health, gender equality in political participation, inclusive education, rights of women with disabilities, and maternal health.

On May 17, ROLI’s Serbian subgrantee Lawyers Committee for Human Rights, organized a meeting for 12 regional partners from five countries -- Albania, Bosnia & Herzegovina, Kosovo, Macedonia, and Serbia -- in the Albanian capital of Tirana. The meeting was the first of several focus group interviews conducted by the Committee to learn about the challenges journalists and lawyers have in covering rule of law and criminal justice issues in the region.

In May, ROLI hosted a group of judges from the Kazakhstan Supreme Court and from regional courts for a week-long study tour focused on violent extremism and cybercrime cases.

ROLI and the Supreme Court of Kazakhstan also hosted a series of roundtables on the current practices and regulations in the judicial system regarding international investment dispute resolution and on the relationship between the courts and the press. The first event, held on May 31, brought together judges, members of Parliament, government ministry representatives, and finance groups (including the chamber of commerce and the Astana International Finance Center) to discuss whether there should be any modifications to the legislation. ROLI invited two experts, Dr. Azar Aliyev from Kazakhstan and Dr. Christian Tietje from Germany, to present their perspectives and recommendations; this roundtable also built upon the 2017 U.S. study tour for judges on the same subject. While the group agreed that it was premature to recommend specific changes without further study of the implications, it also concluded that
there should be amendments to the legislation that defines “investments” and “investment disputes."

On May 15, ABA President-elect Carlson and members of staff met with the Minister of Justice of the Republic of Uzbekistan to discuss criminal justice issues, licensing exams and bar standards, and potential collaboration for programming. This was a very important opportunity as we have been seeking meetings with representatives of the government of Uzbekistan for some time to discuss the potential for ROLI to re-establish an in-country presence and collaboration with partners.

On May 9 and 23, meetings were held with Bahraini prosecutors and Ministry of Interior staff who had attended the alternatives to detention study tour this spring. ROLI experts participated by Skype, collecting information from the senior Bahrainis on their implementation of procedures observed during the April visits in Maryland and D.C. The courts released 11 Bahraini women serving sentences in prison as part of an “early release” component of the new alternatives to detention program supported by ROLI.

In May, ROLI trained civil society organizations in Tripoli, Libya on the country’s constitution. ROLI organized a two-day training for 15 Libyan prosecutors on International Human Rights and Due Process Standards on pre-trial detention and their application in Libya. The training was delivered by a US Federal Prosecutor, a Libyan judge, and a law professor from Tripoli University. ROLI experts also conducted a three-day review of the Libyan Judicial Baseline Assessment report with 10 representatives of the Libyan Ministry of Justice’s Supreme Judicial Council, Judicial Training Institute, judges and prosecutors.

In June, ROLI continued providing psychosocial support and legal aid to Central African Republic victims of sexual and gender-based violence (SGBV) in the legal aid clinics. ROLI supports the judiciary and has developed relationships within judicial oversight structures to encourage an open exchange of information and promote constructive feedback on court performance. Under our Department of State INL-funded Justice Strengthening program, ROLI conducted a training for our field agents on engaging men in the fight against SGBV, strengthening the ability of the field agents to effectively involve male community members in their outreach and education efforts.

In June, ROLI continued to make preparations to implement its new Southern Africa trafficking in persons (TIP) program. ROLI met with the leadership of the African Prosecutors’ Association (APA), a key partner, to discuss program goals and an activity plan. Following the productive meeting with the APA, ROLI has been refining its program design and assessing how best to work with the APA to support it in improving TIP-related legislative, policy, and regulatory frameworks.

Center for Public Interest Law

We are pleased to announce that Amy Horton-Newell has been selected to serve as the first Director of the ABA’s Center for Public Interest Law and will begin in that role July 23. Amy has served as the Director of the ABA Commission on Homelessness & Poverty since
2001. In that role, she developed and leads the ABA Homeless Youth Legal Network, a national effort that provides technical assistance and fosters collaboration to address existing gaps in legal services and improve outcomes for homeless youth and young adults -- including those transitioning from the child welfare system and exiting the juvenile justice system. Amy co-launched and staffed the ABA Coordinating Committee on Veterans Benefits & Services, and has supported larger ABA efforts to increase legal services for veterans. Amy also staffed the ABA Standing Committee on the Law Library of Congress from 2001 to 2013.

Through her personal pro bono efforts, Amy has worked since 2003 to prevent and end homelessness in Montgomery County, Maryland where she resides with her family. Since 2014, Amy has chaired the Montgomery County Interagency Commission on Homelessness which resulted in the community being one of the first to end veteran homelessness. Also in 2014, Amy was honored by the National Coalition for Homeless Veterans for her leadership and personal commitment to ending veteran homelessness in the United States.

The Center on Children and the Law released a new guide titled “Immigration Issues in the Child Welfare System: Case Studies.” This document provides guidance to child welfare and immigration practitioners on how to navigate seven different scenarios in which children and their families may benefit from support services but face intersecting immigration and child welfare legal challenges. We estimate that based on this outreach, tens of thousands of people received the resource in its first week of distribution. The feedback about the material has been very positive: child welfare direct service providers and immigration advocates have incorporated it into their trainings with families and U.S. Immigration and Customs Enforcement (ICE) indicated that they will include the Case Studies resource in their training efforts within the Parental Interests Office.

The Commission on Homelessness and Poverty recently hosted 40-plus federal and national partners at the ABA’s Washington office to discuss plans for a law and policy summit on systems coordination for homeless minors. With funding from the Raikes Foundation and in-kind contributions from A Way Home America and the Jim Casey Foundation, including a consultant to conduct research for the work product for the summit, the Commission has positioned the Homeless Youth Legal Network as the lead convener and subject matter expert for critical law and policy work that will lead to improved outcomes for homeless youth.

This spring, the Immigration Justice Project (IJP) hosted the ABA’s Standing Committee on the American Judicial System for its Spring Planning Meeting in San Diego. The IJP arranged for the Committee to tour the local Otay Mesa Detention Facility as well as to observe an immigration court proceeding. Since members of the Committee also attended the Equal Justice Works conference, the detention tour and court observation was instrumental to illustrate the access to justice issues currently at play within the immigration court system. IJP also participated in the Rapid Response Network (RRN), an interconnected system of organizations and individuals working together to respond to immigration enforcement activities occurring in San Diego County.
Governance and Public Services Groups

The ABA Law Day activities culminated with programs in Washington, DC, on May 1. Approximately 75 students participated in the Dialogue, held in partnership with Close Up Foundation at the United States Navy Memorial, Heritage Center Auditorium. The Dialogue, which focused on the Law Day theme (“Separation of Powers: Framework for Freedom”) was led by President Bass, President-Elect Carlson, National Law Day Chair Jacqueline Becerra, and Standing Committee on Public Education Chair Ruthe Ashley. It was a remarkable program -- in addition to the fact that the conversation was engaging and informative, the students took the opportunity before and after the program to talk with the bar leaders about their passion for the subject matter and their desire to pursue legal careers.

Law Day also had a major impact on social media. There were 17,500 Twitter impressions using the #LawDay hashtag during the week of May 1. In addition:

- An announcement of the Presidential Law Day 2018 Proclamation via Twitter collected nearly 7,000 additional impressions;
- A Law Day 2018 webinar posting on April 18 yielded nearly 2,400 impressions on Twitter;
- More than 3,200 Twitter impressions supported #ABALawDay, promoting the ABA Law Day Dialogue; and
- An additional 1,400 engagements with Twitter posts thanked Dialogue discussion leaders using #ABALawDay.

The Standing Committee on Gavel Awards, a part of the Division for Public Education, held its final judging meeting at the ABA offices in Chicago on May 18 and 19, to complete the review process and select six Silver Gavels and four Honorable Mentions among nine eligible categories: books, commentary, documentaries, drama & literature, magazines, multimedia, newspapers, radio, and television. ABA President Bass is expected to present the 2018 Silver Gavel Awards on July 17 at the National Press Club in Washington, DC. Akhil Amar, Sterling Professor of Law and Political Science at Yale University, is the featured speaker.

The Standing Committee on Professional Discipline Implicit Bias Subcommittee submitted a draft survey to the full Committee for review and approval at its June 2018 meeting to help determine the extent to which implicit bias exists in disciplinary charging decisions and adjudications. The Chair of the Committee also sought input about the draft survey from experts in the ABA Diversity Center. The Discipline Committee plans to use the survey results to develop educational programming and tools for disciplinary agencies.

As part of the recent ABA reorganization, the Standing Committee on Lawyers’ Professional Liability (LPL) has become part of the Center for Professional Responsibility. LPL held the Spring 2018 National Legal Malpractice Conference, taking place on April 25 to 27 in Washington, DC. The final attendance number, including onsite registration, was approximately 439, a substantial increase from the fall conference in Colorado Springs that had a total of 290 registrants. The conference also received significant press coverage.
The Standing Committee on Law and National Security held a May luncheon program with Joyce Corell, Assistant Director of the Supply Chain and Cyber Directorate in the National Counterintelligence and Security Center. She discussed the national security threat and legal implications posed by a growing market for 5G compatible devices that come to the market from unknown or potentially compromised vendors.

The National Meeting of State Access to Justice Chairs (ATJ Chairs Meeting) is an annual event sponsored by the Standing Committee on Legal Aid and Indigent Defendants (SCLAID); the 17th annual meeting occurred on May 11 to 12 in San Diego, California. This meeting is the preeminent national gathering of access to justice commission members and other stakeholders. It offers substantive programming delivered by national experts, and unique networking opportunities for state supreme court justices, judges, bar association and foundation officials, legal aid directors, funder organization officials, law school faculty, and commission members and staff. The 2018 ATJ Chairs Meeting had 170 total registrants hailing from 44 U.S. states and territories. Of the total number of registrants, 40 were members of the judiciary, including 29 justices of state supreme courts (six of who were Chief Justices). The keynote speaker for the meeting was the Honorable Goodwin Liu, Associate Justice of the Supreme Court of California. Other distinguished plenary speakers included ABA President-Elect Carlson, the Honorable Lora Livingston of the 261st District Court of Texas, and consultants from the ABA Resource Center on Access to Justice Initiatives.

The Standing Committee on Legal Aid and Indigent Defendants (SCLAID) recently announced the release of the updated Directory of Law Governing Appointment of Counsel in Civil Proceedings. The Directory contains an entry for each state that explains when state trial judges must, can, and cannot appoint counsel for each type of civil case. Since the Directory took many years to complete, some of the earliest entries produced were already out-of-date by the time of release, so in 2016 SCLAID began working with the National Coalition on Civil Right to Counsel to bring the entries up to date by working with various law firms, law schools, and others. That process was completed in May and the updated entries are now online.

The Cybersecurity Legal Task Force has sold over 1,500 copies of the ABA Cybersecurity Handbook, Second Edition since its release in November 2017. In June, the Handbook was awarded the “2018 ACLEA Best Publication Award.”

Following the Trump Administration’s June 6 announcement of its intent to nominate six members to the LSC Board, the Standing Committee on Legal Aid and Indigent Defendants (SCLAID) began undertaking the process to evaluate the nominees. SCLAID is authorized by the House of Delegates to conduct an evaluation of each LSC Board nominee based upon specific enumerated criteria regarding conflicts of interest, support for the program and its underlying principles, freedom from political control, and Board composition. The work to evaluate the nominees has been assigned to SCLAID members who are now working in teams to interview the nominees and other third parties who know them, with the goal of preparing findings and recommendations on appointment by July. These findings will ultimately be presented to the Senate Committee on Health, Education, Labor and Pensions.
To kick off Law Day 2018, ABA President Bass took to the airwaves with a MR-organized interview on ABC radio, in which she discussed this year’s theme of separation of powers. A persistent pitch effort on behalf of the May 1 observance also resulted in several other successful placements, including an op-ed bylined by President Bass on our system of checks and balances, published by news outlets nationwide, from the Las Vegas Sentinel and Scranton (Pa.) Times-Tribune, to Inside Sources, a content syndicator to nearly 300 of the nation’s top dailies, reaching upwards of 25 million readers a month. As printed in The Florida Sun-Sentinel, Bass shared the relevance of the theme she selected: “In these turbulent times, the separation of powers, a foundation of American democracy, is a concept this country is perilously close to forgetting.”


Promoting the Association’s lobbying efforts on behalf of legal aid continues to be a MR priority. As President Bass shared with Congress the critical need for increased funding for the LSC to help close America’s “justice gap,” MR distributed to reporters her testimony to the Senate on May 24 and to the House of Representatives on April 27. Bass echoed the importance of LSC in an op-ed that MR placed in The Hill on April 30.

On the immigration front, Courthouse News quoted President Bass in a May 18 story about Attorney General Jeff Sessions ordering immigration courts to stop using the administrative closure tool. “Withdrawing the authority from (immigration judges) and the Board to administratively close proceedings would make it considerably more difficult for those individuals to obtain relief,” Bass said, as drawn from a February 20 news release distributed by MR. In another news story using a MR-issued media statement, Bass was featured in Government Executive, speaking on a Justice Department performance evaluation system for immigration judges that would require them to meet certain quotas and deadlines for handling cases. In the April 30 story, Bass said the system could exacerbate the backlog, as quotas could lead to rushed decisions, and suggested the office adopt ABA’s judicial performance evaluation that focuses on integrity and independence. Lastly, MR distributed to reporters in late April a news release on Bass’ testimony before the Senate Judiciary Committee’s Subcommittee on Border Security and Immigration on strengthening and reforming America’s immigration court system.

Legal media outlets took particular interest in President Bass’ remarks at an ABA-sponsored workshop on April 25 in Washington, DC, to brainstorm ideas for a national model policy on the well-being of lawyers. Speaking at the National Legal Malpractice Conference, Bass said she was concerned about data showing poor wellness among students, warning that the legal profession was about to “face a tsunami of really highly competitive but really pressured young people about to enter the economy,” as reported in Law.com. Both in Bloomberg and The
National Law Journal, Bass acknowledged the need to do more to address mental health. “It’s not that we in firm management don’t want to solve the problem, it’s that we don’t know how to do it,” she said, stressing that the importance of the problem-solving work at the ABA conference.

In other noteworthy media coverage, President Bass was recently highlighted in stories by Politico and International Consortium of Investigative Journalists on the True Incorporation Transparency for Law Enforcement Act, which would require more disclosure for Limited Liability Company registrations and expand anti-money laundering rules for lawyers. Bass explained in Politico the Association’s position: “The ABA fully supports reasonable and necessary domestic and international measures to combat money laundering and believes that this can be accomplished without legislation that would undermine the attorney-client privilege while imposing burdensome and intrusive gatekeeper regulations on small businesses, their lawyers and the states.” Also, NBC News quoted Bass in a May 16 report on a New York law firm that has worked on several high-profile sexual harassment investigations for major corporations yet has itself been accused of sexual harassment and discrimination in a $50 million lawsuit by one of its top female partners.

MR continues to manage content on one of Bass’ signature areas of focus, ABA Legal Fact Check. An entry released to media on May 21, explores the scope of Attorney General Jeff Sessions’ recusal from campaign-related investigations and whether it extends to the federal inquiry into President Donald Trump’s personal lawyer Michael Cohen. The post was re-published on Law & Crime on May 22. On May 21, Associations Now featured the ABA resource, calling it “the first fact-check service to exclusively separate legal fact from fiction.”

With the alarming surge in the number of immigrant children held in U.S. government custody as a result of the Trump administration’s “zero tolerance” crackdown on families who cross the border illegally, President Bass traveled to the Rio Grande Valley June 25 to 26 to assess the legal needs of these youth and their parents at the southern US border, as shared in a MR-drafted media advisory to nearly 3,000 reporters nationwide.

Through aggressive one-on-one outreach by MR staff, more than a dozen national and local media outlets covered Bass’ two-day trip, during which she described her emotional meeting with mothers desperate to get their children back, as well as due-process concerns. “Only about 14 percent of those who are detained have access to counsel,” Bass said, as reported by The Washington Post, noting that nine out of 10 of those without representation lose their cases to stay in the country and are deported. Other outlets reporting on scene included networks and television-affiliates such as MSNBC, CNN, Univision (at 2:00), CBS-TV, and NBC-TV; radio stations like ABC Radio and KOMO-AM; print publications and syndicators such as the National Law Journal, Reuters, and Associated Press; as well as local media.

In addition to informing media of the issues resulting from the Trump administration’s immigration policies, MR outreach also highlighted the important work of the South Texas Pro Bono Asylum Representation Project (ProBAR) program, an effort established by the ABA and its stakeholder partners that is providing free legal services to families separated at the border. The Division’s media statement on June 20 highlighted a MR-created resources webpage that
provides links to ABA advocacy efforts as well as to donation and volunteer opportunities at organizations like ProBAR. An MR-issued news advisory two days later provided further detail on ProBAR, bolstered by tweets that MR helped to create, which linked to a donation webpage for ProBAR. As a result, media outlets nationwide gained awareness of ProBAR, leading to calls for volunteers and donations from national news outlets, such as NBC-TV’s Today Show, CNBC, Newsweek, The Daily Beast, Law.com, Marie Claire, Harper’s Bazaar, The Guardian and Elle, as well as in local news coverage, such as the San Antonio Current, Fort Worth Star-Telegram, The Brownsville (Texas) Herald, The Texas Tribune, and Valley Morning Star, among many others.

As MR publicized President Bass’ summit on women’s long-term legal career prospects with a news release widely distributed nationwide on June 19, several media outlets spoke to the ABA President on related issues concerning women in law. In a June 21 article in the Daily Business Review, Bass spoke on implicit biases and their role in gender discrimination at law firms, saying that “(they) prevent us from being as objective as we would like to be when it comes time to make decisions of evaluations, compensation and elevation.” A day later, she elaborated further on the topic in the American Lawyer, stressing the importance of safeguards in compensation models to avoid pay discrimination. “I think the thing that gives women the greatest confidence is having women they trust involved in a compensation system,” she said as an example of such measures to ensure fairness. In a separate story also published by the American Lawyer, Bass remained on the topic of fair compensation of female lawyers, noting that the seniors among them are in an especially good position to negotiate for more money and power due to a low-supply market. And finally, on June 18, Bass emphasized in Politico the need for more women in the legal profession. “The justice system has to look like our citizenry in order for our citizens to have confidence in our justice system,” she said, explaining to the publication the importance of gender diversity.

On the international front, President Bass spoke out strongly in favor of an independent judiciary in Poland, in reaction to new laws passed there over the past several months that effectively put the courts under the control of the governing political party. During Bass’ recent trip to the country, media outlets reported on the ABA’s opposition. In a May 31 video interview with Onet Wiadomosci on OneNet, a Polish news web portal, Bass said that “the basis of democracy is the independence of power from each other. This means that the government, the executive branch, cannot control the judiciary.” Just days later, in a question-and-answer interview published in Rzeczpospolita, Bass further explained her concern, remarking that “experiences from around the world show that those who are trying to undermine a democratic state often start by disregarding the judiciary, which is a necessary protection against authoritarianism and corruption.”

A MR-placed op-ed bylined by the ABA President further underscored Bass’ call for an independent judiciary in Poland. Published on July 3 by Inside Sources, a content syndicator to more than 300 of the nation’s top newspapers, the article urges the United States to oppose the governing Law and Justice Party’s threat against the Polish judiciary. “The United States must renew and reinvigorate its support of democracy,” Bass said, urging President Trump to appoint a special envoy to address democratic retrenchment in Poland and the region.
MR also continues to publish fresh regular content on ABA Legal Fact Check. A June 8 post was crafted in reaction to a lawyer for President Trump suggesting that a sitting president cannot be indicted, and explores the legal precedents related to whether a US President can act “above the law.” Distributed through a news release to reporters across the country, the post was republished on journalist Dan Abram’s Law & Crime news site. A complete record of ABA Fact-Check posts is archived here.

Center for Operations and Finance

As of May 31, 2018, the Association generated consolidated operating revenues of $152.9 million and incurred operating expenses of $154.3 million, which resulted in a deficit of $1.4 million. The $3.0 million operating revenue shortfall to budget is more than offset by a $4.9 million favorable expense variance, leaving a $1.9 million favorable net variance with budget. More detailed information on the Association’s finances can be found in the Treasurer’s report.

As of June 30, charitable donations from individuals and organizations received through the ABA Fund for Justice and Education totaled approximately $2,676,000. That represents a marginal year-to-date increase in revenue from FY 2017 but a year-to-date increase of 61 percent from FY 2016. Over the past several fiscal years, the ABA/FJE has increased its projected revenue goal based upon previous year’s success rates. For that reason, the year-over-year increase has declined as the target goal has risen.

The immigration crisis affecting migrant children and families at the US border has sparked an unprecedented number of donations to the ABA’s immigration efforts, namely the South Texas Pro Bono Asylum Representation Project (ProBAR), which serves over 10,000 children and adults annually. Since June 1, over $195,000 has been raised from nearly 1,200 individual donations. The gifts range in value from $5 to $25,000. In addition, 98 percent of the individuals are first-time donors and suspected not to be ABA members nor lawyers. Much of the donation traffic was generated by mainstream media coverage highlighting ProBAR and included publications such as Refinery 29, Newsweek, Motherly, and many other non-legal outlets. The ABA has established the Migrant Children and Family Initiative, which will expand and harness existing successful work to more comprehensively address the current crisis facing migrant children and their families. Donations can be made online at https://donate.americanbar.org/immigrationjustice.

Conclusion

President John F. Kennedy once observed: “There are risks and costs to action. But they are far less than the long-range risks of comfortable inaction.” This is especially true for the ABA, which has suffered a sustained decline in our lawyer members and dues revenue in recent years. Unless we act now to reverse these trends, the Association risks losing its position as the leading voice of the legal profession.

It’s time to pursue the bold changes we have discussed and make the ABA an essential resource for America’s lawyers. Backed by solid market research and data, the new membership
model offers path to grow our membership and revenues. By simplifying our dues structure, improving our value proposition, and streamlining the member experience, we have the opportunity to transform our Association and reestablish our relevance to lawyers who are unsure or skeptical of the importance of membership.

Thank you again for your continued support as we move to implement the new model. I encourage you to contact me with any comments, questions, or suggestions at any time. I look forward to getting together during the Annual Meeting in Chicago.

Respectfully submitted,

Jack L. Rives
Executive Director
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<th>RPT NO.</th>
<th>PROPOSED BY</th>
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<tbody>
<tr>
<td>10A</td>
<td>NEW YORK STATE BAR ASSOCIATION NEW YORK COUNTY LAWYERS ASSOCIATION</td>
<td>Urges states to adopt General Provisions for Regulation of Online Providers of Legal Documents to establish reasonable standards of product reliability and efficacy.</td>
<td>Alcott</td>
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<td>11-1</td>
<td>CONSTITUTIONAL AMENDMENT</td>
<td>Amends §1.2 of the Association’s Constitution to include the following language as one of the purposes of the Association: “to defend the right to life of all innocent human beings, including all those conceived but not yet born.”</td>
<td>Smith</td>
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<td>11-2</td>
<td>CONSTITUTIONAL AMENDMENT</td>
<td>Amends §6.2(a)(1) of the Association’s Constitution to provide the U.S. Virgin Islands with a State Delegate, who pursuant to the existing language of §9.2, would automatically serve as a member of the Nominating Committee.</td>
<td>Smith</td>
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<td>11-3</td>
<td>CONSTITUTIONAL AMENDMENT</td>
<td>Amends §6.7(e) of the Association’s Constitution to increase the number of Senior Lawyers Division delegates to the House of Delegates from two to four.</td>
<td>Barr</td>
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<tr>
<td>11-4</td>
<td>CONSTITUTIONAL AMENDMENT</td>
<td>Amends §7.3 of the Association’s Constitution to reconcile the eligibility requirements for a young lawyer member-at-large on the ABA Board of Governors with the definition of young lawyer in the ABA Young Lawyers Division Bylaws.</td>
<td>Rawl</td>
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<td>11-5</td>
<td>BYLAWS AMENDMENT</td>
<td>Amends §29.6 of the Association’s Bylaws to clearly state that the Association’s financial statements are audited and not the Treasurer’s report, and that the Association’s annual financial statements shall be submitted for examination and audit by a certified public accountant designated by the Board of Governors upon recommendation of the Audit Committee.</td>
<td>Behnke</td>
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11-6 BYLAWS AMENDMENT Amends §31.7 of the Association’s Bylaws to more completely and accurately reflect the Standing Committee on Audit’s duties as they have been assigned by the Board of Governors. Behnke

11-7 BYLAWS AMENDMENT Amends §31.7 of the Association’s Bylaws to change the name of the Standing Committee on Client Protection to the Standing Committee on Public Protection in the Provision of Legal Services and to amend its jurisdictional statement. Kato

11-8 BYLAWS AMENDMENT Amends §31.7 of the Association’s Bylaws to discontinue the Standing Committee on Medical Professional Liability at the conclusion of the 2018 Annual Meeting and that its work be subsumed by the Tort Trial and Insurance Practice Section. VanEtten Alcott

11-9 BYLAWS AMENDMENT Amends §31.7 of the Association’s Bylaws to change the name of the Standing Committee on Professional Discipline to the Standing Committee on Professional Regulation and to revise its jurisdictional statement. Eaton

11-10 BYLAWS AMENDMENT Amends §31.7 of the Association’s Bylaws to revise the jurisdictional statement of the Standing Committee on Professionalism. Parnell

11-11 BYLAWS AMENDMENT Amends §31.7 of the Association’s Bylaws to revise the jurisdictional statement of the Standing Committee on Technology and Information Systems. Rawl

11-12 CONSTITUTION AND BYLAWS AMENDMENTS Amends various Sections of the Association’s Constitution and Bylaws that may be necessary if the New Membership Model is adopted by the Board of Governors and the House of Delegates. Byowitz

100A CRIMINAL JUSTICE SECTION Urges bar associations, law schools, and other stakeholders to develop and increase curricular offerings through which law students provide pro bono representation of incarcerated individuals and those reentering society. Langrock
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<td>100B</td>
<td>CRIMINAL JUSTICE</td>
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<td></td>
<td>ANGELA A. ALLEN-BELL</td>
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<td>DAVID F. BIENVENU</td>
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<td>FRANK NEUNER</td>
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<td>JUDY PERRY MARTINEZ</td>
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<td>Urges</td>
<td>Louisiana and Oregon to require unanimous juries to determine guilt in felony criminal cases and reject the use of non-unanimous juries where currently allowed in felony cases.</td>
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<td>Langrock Brown McDonnell Noel</td>
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<td>101</td>
<td>STANDING COMMITTEE</td>
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<td>RESPONSIBILITY</td>
<td>Amends</td>
<td>Model Rules 7.1 through 7.5 and related Comments of the ABA Model Rules of Professional Conduct regarding lawyer advertising rules.</td>
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<td>102A</td>
<td>SECTION OF FAMILY LAW</td>
<td>Urges Congress to enact former Sections 215 and 682 of the Internal Revenue Code that before their repeal in the Tax Cuts and Job Act of 2017 allowed payors to deduct and required payees to treat alimony as taxable income to payees.</td>
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<td>Foley</td>
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<td>102B</td>
<td>SECTION OF FAMILY LAW</td>
<td>Adopts the ABA Model Act Governing Assisted Reproductive Technology, dated August 2018 to replace the 2008 Model Act, and urges its adoption by appropriate governmental agencies.</td>
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<td>AND TECHNOLOGY LAW</td>
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<td>103</td>
<td>ABA WORKING GROUP</td>
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<td>LAWYER ASSISTANCE</td>
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<td>PROGRAMS</td>
<td>Adopts the ABA Model Impairment Policy for Legal Employers, dated August 2018, to provide a mechanism within law firms to identify impairment and craft proper intervention, and to prevent professional standards and the quality of work for clients from being compromised by any legal employer personnel’s impairment, and urges legal employers to adopt the Model Policy.</td>
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<td>SECTION OF CIVIL</td>
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<td>RIGHTS AND SOCIAL</td>
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<td>JUSTICE</td>
<td>Urges Congress to enact legislation that implements the “Law Enforcement Equipment Working Group Recommendations Pursuant to Executive Order 13688” dated May 2015.</td>
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3
Urges governments to adopt and enforce stronger fair lending laws targeted against discrimination in vehicle sales market and urges Congress to amend the Equal Credit Opportunity Act to collect data on race and national origin for auto-lending transactions.

Supports an interpretation of Section 1557 of the Affordable Care Act, 42 U.S.C. § 18116(a), that its prohibition on sex discrimination by covered health programs or activities includes discrimination on the basis of sexual orientation and gender identity.

Urges governments to enact legislation providing employees with job-guaranteed paid sick days and job-guaranteed paid family and medical leave.

Urges governments and international institutions to adopt and implement legislation and regulations to eliminate, prevent and provide remedies for gender-based violence in the workplace, including sexual harassment, based on virtue of their actual or perceived sex (including pregnancy), family responsibilities, sexual orientation, gender identity, gender expression, the intersectionality between race and sex or status as a victim of domestic or sexual violence.

Urges providers of domestic and international dispute resolution to expand their rosters with minorities, women, persons with disabilities, and persons of differing sexual orientations and gender identities (“diverse neutrals”), and to encourage the selection of diverse neutrals.
Reaffirms the ABA’s commitment to advance the rule of law and condemns the harassment, arbitrary arrest and detention, arbitrary disbarment, denial of due process, other ill-treatment, and killings of judges, lawyers, other members of the legal profession, and their extended families throughout the world for serving in their designated capacities.

Recognizes the important role that non-lawyer human rights defenders, journalists and others play in protecting justice and the rule of law, and deplores attacks on those professions, as well as on individuals, aimed at silencing or intimidating human rights voices.

Urges all emergency management agencies to provide proper training to staff and volunteers to respond to unique needs of intimate partner violence and sexual violence victims during and after a disaster.
107B  YOUNG LAWYERS DIVISION

Urges Congress to enact the Presidential Tax Transparency Act (H.R. 305) and the President-Elect Release of Tax Return Act (H.R. 1938), and supports efforts to incentivize certain candidates for the Office of President of the United States to disclose their recent federal income tax returns to the extent any such laws are permitted by the United States Constitution.

108A  STANDING COMMITTEE ON SPECIALIZATION

Grants reaccreditation to the Legal Professional Liability and Medical Professional Liability programs of the American Board of Professional Liability Attorneys for additional five-year terms as designated specialty certification programs for lawyers.

108B  STANDING COMMITTEE ON SPECIALIZATION

Grants accreditation to the Truck Accident Law program of the National Board of Truck Accident Attorneys, a division of The National Board of Trial Advocacy for a five-year term as a designated specialty certification program for lawyers.

109  STANDING COMMITTEE ON GUN VIOLENCE SECTION OF CIVIL RIGHTS AND SOCIAL JUSTICE CRIMINAL JUSTICE SECTION COMMISSION ON DOMESTIC AND SEXUAL VIOLENCE

Urges governments to reduce potential harm that individuals may inflict on themselves or others by enacting statutes, rules or regulations that allow individuals to: 1) voluntarily and confidentially submit their names into databases used for gun background checks, and 2) remove themselves from those systems.

110A  STANDING COMMITTEE ON PARALEGALS

Grants approval to four programs, grants reapproval to eighteen paralegal education programs, withdraws the approval of three programs at the requests of the institutions, and extends the term of approval to twenty paralegal education programs.

110B  STANDING COMMITTEE ON PARALEGALS

Amends the ABA Guidelines for Approval of Paralegal Education Programs, dated August 2018.
111A SECTION OF LEGAL EDUCATION AND ADMISSIONS TO THE BAR
Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to the Rules of the ABA Standards and Rules of Procedure for Approval of Law Schools, to restructure the work of the ABA accreditation process by eliminating the Council's Accreditation and Standards Review Committees, and having all work completed by the Council.

Parnell

111B SECTION OF LEGAL EDUCATION AND ADMISSIONS TO THE BAR
Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to the Standards of the ABA Standards and Rules of Procedure for Approval of Law Schools, to restructure the work of the ABA accreditation process by eliminating the Council's Accreditation and Standards Review Committees, and having all work completed by the Council.

Parnell

111C SECTION OF LEGAL EDUCATION AND ADMISSIONS TO THE BAR
Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to Rules 3, 5, 10, 14, 22, 23, 24, 25, 34, 52, and 53 of the ABA Standards and Rules of Procedure for Approval of Law Schools.

Parnell

111D SECTION OF LEGAL EDUCATION AND ADMISSIONS TO THE BAR
Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to Standards 501 (Admission) and 503 (Admission Test) of the ABA Standards and Rules of Procedure for Approval of Law Schools.

Parnell

111E SECTION OF LEGAL EDUCATION AND ADMISSIONS TO THE BAR
Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018, to Standard 303 (Curriculum); Standard 304 (Simulation Courses, Clinics, and Field Placements); Standard 305 (Other Academic Study); Standard 306 (Distance Education); Standard 307 (Studies, Activities, and Field Placements Outside the United States); and Standard 601 (Library and Information Resources, General Provisions) of the ABA Standards and Rules of Procedure for Approval of Law Schools.

Parnell
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<th>Group Name</th>
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<tr>
<td>112</td>
<td>COMMISSION ON LAW AND AGING</td>
<td>Supports in principle the Inter-American Convention on Protecting the Human Rights of Older Persons, and encourages the United Nations to draft a convention on the rights of older persons.</td>
<td>Dodson Kato</td>
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<tr>
<td>113</td>
<td>NATIONAL CONFERENCE OF THE ADMINISTRATIVE LAW JUDICIARY JUDICIAL DIVISION SECTION OF ADMINISTRATIVE LAW AND REGULATORY PRACTICE GOVERNMENT PUBLIC SECTOR LAWYERS DIVISION COLORADO BAR ASSOCIATION DENVER BAR ASSOCIATION</td>
<td>Adopts the ABA Model Code of Judicial Conduct for State Administrative Law Judges, dated August 2018, and urges governments to enact and adopt the Model Code.</td>
<td>Griffith See Randell Lynk Miller</td>
</tr>
<tr>
<td>114</td>
<td>WORKING GROUP ON BUILDING PUBLIC TRUST IN THE AMERICAN JUSTICE SYSTEM SECTION OF CIVIL RIGHTS AND SOCIAL JUSTICE STANDING COMMITTEE ON LEGAL AID AND INDIGENT DEFENDANTS CRIMINAL JUSTICE SECTION SECTION OF STATE AND LOCAL GOVERNMENT LAW COMMISSION ON YOUTH AT RISK MASSACHUSETTS BAR ASSOCIATION KING COUNTY BAR ASSOCIATION WASHINGTON STATE BAR ASSOCIATION</td>
<td>Adopts the black letter and commentary to the ABA Ten Guidelines on Court Fines and Fees, dated August 2018, and urges governmental agencies to promulgate law and policy consistent with the Guidelines.</td>
<td>McDonnell Langrock Grinde Jenkins Boggs</td>
</tr>
</tbody>
</table>
115  STANDING COMMITTEE ON GROUP AND PREPAID LEGAL SERVICES SOLO, SMALL FIRM AND GENERAL PRACTICE DIVISION

Adopts the American Bar Association Standards for Accreditation of Legal Plans dated August 2018, to ensure that Legal Plans are providing affordable access to legal services.

DeHihns LaBarre

116A  COMMISSION ON DISABILITY RIGHTS

Amends the Air Carrier Access Act (“ACAA”), 49 U.S.C. § 41705 (1986), to establish a private right of action violations of the ACAA and to provide equitable and legal relief, including compensatory and punitive damages, as well as reasonable attorneys’ fees, reasonable expert fees, and the costs to plaintiffs who prevail in civil actions.

Siegel

116B  COMMISSION ON DISABILITY RIGHTS

Urges governments to: 1) enact laws and adopt policies that prohibit the use of out-of-school suspension and expulsion of pre-kindergarten through second grade students; 2) require ongoing training of teachers, administrators, and other school staff on alternatives to school exclusion; and, 3) provide sufficient funding and resources to ensure the provision of alternatives to school exclusion.

Siegel

116C  COMMISSION ON DISABILITY RIGHTS

Urges all courts and other appropriate government entities to interpret Titles II and III of the Americans with Disabilities Act to apply to technology, and goods and services delivered thereby, regardless of whether the technology exists solely in virtual space or has a nexus to a physical space.

Siegel

117  SECTION OF INTELLECTUAL PROPERTY LAW STANDING COMMITTEE ON LAW LIBRARY OF CONGRESS

Urges Congress to approve appropriations to the Library of Congress necessary to enable the United States Copyright Office to adequately staff, maintain, modernize, and enhance its services, facilities, databases, studies, and digital projects.

Houghton Bolt

118  COMMISSION ON SEXUAL ORIENTATION AND GENDER IDENTITY TORT TRIAL AND INSURANCE PRACTICE SECTION

Urges the federal government to recognize that service by persons who otherwise meet the standards for accession or retention, as applicable, in the United States Armed Forces should not be restricted, and transgender persons should not be discriminated against, based solely on gender identity.

Kato Alcott
<table>
<thead>
<tr>
<th>Number</th>
<th>Committee/Resolution</th>
<th>Description</th>
<th>Sponsor</th>
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</thead>
<tbody>
<tr>
<td>119</td>
<td>COMMISSION ON IMMIGRATION</td>
<td>Adopts the 2018 ABA Standards for the Custody, Placement and Care; Legal Representation; and Adjudication of Unaccompanied Alien Children in the United States, to replace the 2004 Standards.</td>
<td>Markus</td>
</tr>
<tr>
<td>177</td>
<td>STANDING COMMITTEE ON MEMBERSHIP</td>
<td>Amends the dues structure for the American Bar Association effective with FY2020 and each year thereafter.</td>
<td>Byowitz</td>
</tr>
<tr>
<td>400A</td>
<td>RESOLUTION WITH REPORT ON ARCHIVING</td>
<td>Recommends that certain Association policies that pertain to public issues and are 10 years old or older be archived.</td>
<td>Smith</td>
</tr>
<tr>
<td>400B</td>
<td>RESOLUTION WITH REPORT ON ARCHIVING</td>
<td>Recommends that certain Association policies that pertain to public issues that were adopted in 1998 which were previously considered for archiving but retained be archived.</td>
<td>Smith</td>
</tr>
</tbody>
</table>
To: Mark H. Alcott, NY  
District 15 Representative  

Re: Resolution No. 10A  

**Summary of Resolution**  

Urges states to adopt General Provisions for Regulation of Online Providers of Legal Documents to establish reasonable standards of product reliability and efficacy.  

**Status of Legislation**  

N/A.  

**Other Information**  

None.
To: Mary L. Smith, IL
   Board Liaison, Standing Committee on Constitution and Bylaws

Re: Resolution No. 11-1

Summary of Resolution

Amends §1.2 of the Association’s Constitution to include the following language as one of the purposes of the Association: “to defend the right to life of all innocent human beings, including all those conceived but not yet born.”

Status of Legislation

Dozens of bills relating to reproductive choice have been introduced this Congress. The vast majority seek to limit access to or funding for services related to reproductive choice. Some specifically state that life begins at conception and support the rights of the unborn. These bills have received no action and are not likely to receive action this Congress.

Other Information

This proposed amendment to the ABA constitution, which seeks to include as one of the purposes of the Association, “to defend the right to life of all innocent human beings, including all those conceived but not yet born,” contravenes existing ABA policies on reproductive choice adopted in 1978 and 1992.

The 1978 policy addresses Medicaid funding for abortions by expressing the Association’s opposition to the “Hyde Amendment”, language that has been attached since 1977 to annual legislation funding the Departments of Labor and Health and Human Services.

In August 1992, the House adopted policy which opposes state or federal legislation that restricts the right of a woman to choose to terminate a pregnancy (i) before fetal viability; or (ii) thereafter, if such termination is necessary to protect the life or health of the woman and supports state and federal legislation which protects such rights.

The latter policy has a convoluted history, which illustrate the degree to which the Association has wrestled with this issue. At the 1990 Midyear Meeting, the House of Delegates voted 238-106 to adopt policy recognizing that the constitutional rights of privacy and equality protect a woman’s right to decide whether to continue or terminate a pregnancy. The ABA received much criticism – and some praise – for that action.
At the 1990 Annual Meeting, the Assembly of the ABA approved a “neutrality” resolution by a vote of 885-837. The House then approved that resolution by a vote of 200-188. This neutrality resolution superseded the 1990 Midyear resolution. It also was controversial. The issue was revisited at the 1992 Annual Meeting, where the House of Delegates, after voting down a resolution to submit the matter to the membership by referendum, adopted policy opposing legislation restricting the right of a woman to choose to terminate a pregnancy before fetal viability or thereafter if termination is necessary to protect the woman’s life or health, and supporting legislation protecting those rights. Members of the Association again expressed strong feelings for and against the policy.

A referendum resolution was submitted for consideration at the 1993 Midyear Meeting but was withdrawn. Revised and resubmitted at the 1993 Annual Meeting, the resolution called for the Association to conduct a direct mail ballot of its members to determine whether the Association should maintain the 1992 policy or return to a policy of neutrality. The referendum resolution failed by a vote of 129-31. As a result, the 1992 policy states the official position of the Association on reproductive choice.

Mr. Jacobs has submitted this or similar recommendations to the House of Delegates on numerous past occasions

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and voted to recommend to the House that the proposal is out of order in that it is inconsistent with the purposes of the Association’s Constitution and that it not be approved.
To: Mary L. Smith, IL  
    Board Liaison, Standing Committee on Constitution and Bylaws

Re: Resolution No. 11-2

**Summary of Resolution**

Amends §6.2(a)(1) of the Association’s Constitution to provide the U.S. Virgin Islands with a State Delegate, who pursuant to the existing language of §9.2, would automatically serve as a member of the Nominating Committee.

**Status of Legislation**

N/A.

**Other Information**

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and approved the proposal as to form. However, the Committee took no position on the substance of the proposal.
To: Lynne B. Barr, MA
   Board Liaison, Senior Lawyer Division

Re: Resolution No. 11-3

Summary of Resolution
Amends §6.7(e) of the Association’s Constitution to increase the number of Senior Lawyers Division delegates to the House of Delegates from two to four.

Status of Legislation
N/A.

Other Information
The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and approved the proposal as to form. However, the Committee took no position on the substance of the proposal.
To: Clary Edward Rawl, Jr., SC
    Board Liaison, Young Lawyers Division

Re: Resolution No. 11-4

**Summary of Resolution**

Amends §7.3 of the Association’s Constitution to reconcile the eligibility requirements for a young lawyer member-at-large on the ABA Board of Governors with the definition of young lawyer in the ABA Young Lawyers Division Bylaws.

**Status of Legislation**

N/A.

**Other Information**

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and approved the proposal as to form. However, the Committee took no position on the substance of the proposal.
To:     Michelle A. Behnke, WI  
        Treasurer  

Re:    Resolution No. 11-5  

**Summary of Resolution**  
Amends §29.6 of the Association’s Bylaws to clearly state that the Association’s financial statements are audited and not the Treasurer’s report, and that the Association’s annual financial statements shall be submitted for examination and audit by a certified public accountant designated by the Board of Governors upon recommendation of the Audit Committee.  

**Status of Legislation**  
N/A.  

**Other Information**  
The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and recommended that the proposal be approved.
To: Michelle A. Behnke, WI  
    Board Liaison, Standing Committee on Audit  

Re: Resolution No. 11-6

**Summary of Resolution**

Amends §31.7 of the Association’s Bylaws to more completely and accurately reflect the Standing Committee on Audit’s duties as they have been assigned by the Board of Governors.

**Status of Legislation**

N/A.

**Other Information**

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and recommended that the proposal be approved.
To: Hon. Eileen A. Kato, WA  
   Board Liaison, Standing Committee on Client Protection

Re: Resolution No. 11-7

**Summary of Resolution**

Amends §31.7 of the Association’s Bylaws to change the name of the Standing Committee on Client Protection to the Standing Committee on Public Protection in the Provision of Legal Services and to amend its jurisdictional statement.

**Status of Legislation**

N/A.

**Other Information**

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and approved the proposal as to form. However, the Committee took no position on the substance of the proposal.
To: Alan VanEtten, HI
   Board Liaison, Standing Committee on Medical Professional Liability

   Mark H. Alcott, NY
   Board Liaison, Tort Trial and Insurance Practice Section

Re: Resolution No. 11-8

Summary of Resolution

Amends §31.7 of the Association’s Bylaws to discontinue the Standing Committee on Medical Professional Liability at the conclusion of the 2018 Annual Meeting and that its work be subsumed by the Tort Trial and Insurance Practice Section.

Status of Legislation

N/A.

Other Information

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and approved the proposal as to form. However, the Committee took no position on the substance of the proposal.
To: J. Timothy Eaton, IL  
  Board Liaison, Standing Committee on Professional Discipline

Re: Resolution No. 11-9

**Summary of Resolution**

Amends §31.7 of the Association’s Bylaws to change the name of the Standing Committee on Professional Discipline to the Standing Committee on Professional Regulation and to make concomitant amendments to its jurisdictional statement.

**Status of Legislation**

N/A.

**Other Information**

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and approved the proposal as to form. However, the Committee took no position on the substance of the proposal.
To: E. Fitzgerald Parnell, III, NC
   Board Liaison, Standing Committee on Professionalism

Re: Resolution No. 11-10

Summary of Resolution

Amends §31.7 of the Association’s Bylaws to clarify the jurisdictional statement of the Standing Committee on Professionalism.

Status of Legislation

N/A.

Other Information

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and recommended that the proposal be approved.
To: Clary Edward Rawl, Jr., SC  
Board Liaison, Standing Committee on Technology and Information Systems

Re: Resolution No. 11-11

Summary of Resolution

Amends §31.7 of the Association's Bylaws to revise its entirety the jurisdictional statement of the Standing Committee on Technology and Information Systems.

Status of Legislation

N/A.

Other Information

The Standing Committee on Constitution and Bylaws reviewed this proposal at its meeting on April 25, 2018, and recommended that the proposal be approved.
To: Michael H. Byowitz, NY
   Board Liaison, Standing Committee on Membership

Re: Resolution No. 11-12

**Summary of Resolution**

Amends various Sections of the Association’s Constitution and Bylaws that may be
necessary if the New Membership Model is adopted by the Board of Governors and the
House of Delegates.

**Status of Legislation**

N/A.

**Other Information**

The Standing Committee on Constitution and Bylaws reviewed this proposal at its
meeting on April 25, 2018, and approved the proposals as to form. However, the
Committee took no position on the substance of the proposal and asked that if substantive
amendments were made to the current proposal, the Committee reserved the right to
reconsider its recommendation.
To: Frank H. Langrock, VT  
   Board Liaison, Criminal Justice Section

Re: Resolution No. 100A

**Summary of Resolution**

Urges bar associations, law schools, and other stakeholders to develop and increase curricular offerings through which law students provide pro bono representation of incarcerated individuals and those reentering society.

**Status of Legislation**

N/A.

**Other Information**

The Criminal Justice Section has expanded the coordination of this resolution with other affected entities as recommended. There is no known opposition.
To: Frank H. Langrock, VT
   Board Liaison, Criminal Justice Section

   David L. Brown, IA
   District 19 Representative

   John L. McDonnell, Jr., CA
   Board Liaison, Section of Civil Rights and Social Justice

   Randall D. Noel, TN
   District 12 Representative

Re: Resolution No. 100B

**Summary of Resolution**

Urges Louisiana and Oregon to require unanimous juries to determine guilt in felony criminal cases and reject the use of non-unanimous juries where currently allowed in felony cases.

**Status of Legislation**

The Louisiana legislature adopted legislation in 2018 to amend Article 1, Section 17 of the Louisiana Constitution, “to require all juries in criminal cases to render a unanimous verdict.” The proposed amendment will go before Louisiana voters on November 6, 2018.

**Other Information**

None.
To: Penina K. Lieber, PA  
Board Liaison, Standing Committee on Ethics and Professional Responsibility

Re: Resolution No. 101

**Summary of Resolution**

Amends Model Rules 7.1 through 7.5 and related Comments of the *ABA Model Rules of Professional Conduct* regarding lawyer advertising rules.

**Status of Legislation**

N/A.

**Other Information**

None.
To: Maryann E. Foley, AK  
    Board Liaison, Section of Family Law

Re: Resolution No. 102A

**Summary of Resolution**

Urges Congress to enact former Sections 215 and 682 of the Internal Revenue Code that before their repeal in the Tax Cuts and Job Act of 2017 allowed payors to deduct and required payees to treat alimony as taxable income to payees.

**Status of Legislation**

There is no current federal legislation relevant to this alimony resolution. However, some action is anticipated on the subject in the 116th Congress.

**Other Information**

Many groups, including the matrimony lawyers’ association, oppose the provision in the tax reform bill changing the deductions for alimony payments.
To: Maryann E. Foley, AK  
Board Liaison, Section of Family Law

Doreen D. Dodson, MO  
Board Liaison, Section of Science and Technology Law

Re: Resolution No. 102B

**Summary of Resolution**

Adopts the *ABA Model Act Governing Assisted Reproductive Technology*, dated August 2018 to replace the 2008 Model Act, and urges its adoption by appropriate governmental agencies.

**Status of Legislation**

N/A.

**Other Information**

None.
To: David S. Houghton, NE  
Board Liaison, Commission on Lawyer Assistance Programs  
Re: Resolution No. 103

**Summary of Resolution**

Adopts the *ABA Model Impairment Policy for Legal Employers*, dated August 2018, to provide a mechanism within law firms to identify impairment and craft proper intervention, and to prevent professional standards and the quality of work for clients from being compromised by any legal employer personnel’s impairment, and urges legal employers to adopt the Model Policy.

**Status of Legislation**

N/A.

**Other Information**

None.
To: John L. McDonnell, Jr., CA  
Board Liaison, Section of Civil Rights and Social Justice

Re: Resolution No. 104A

**Summary of Resolution**

Urges Congress to enact legislation that implements the “Law Enforcement Equipment Working Group Recommendations Pursuant to Executive Order 13688” dated May 2015.

**Status of Legislation**

115th Legislation: S.1856 & HR1556 – Stop Militarizing Law Enforcement Act

**Other Information**

None.
To: John L. McDonnell, Jr., CA  
Board Liaison, Section of Civil Rights and Social Justice

Erica R. Grinde, MT  
Board Liaison, Section of State and Local Government Law

Re: Resolution No. 104B

Summary of Resolution

Urges governments to adopt and enforce stronger fair lending laws targeted against discrimination in vehicle sales market and urges Congress to amend the Equal Credit Opportunity Act to collect data on race and national origin for auto-lending transactions.

Status of Legislation

There is no relevant pending federal legislation.

Other Information

None.
To: John L. McDonnell, Jr., CA  Board Liaison, Section of Civil Rights and Social Justice  
Hon. Eileen A. Kato, WA  Board Liaison, Commission on Sexual Orientation and Gender Identity  

Re: Resolution No. 104C  

**Summary of Resolution**  
Supports an interpretation of Section 1557 of the Affordable Care Act, 42 U.S.C. § 18116(a), that its prohibition on sex discrimination by covered health programs or activities includes discrimination on the basis of sexual orientation and gender identity.  

**Status of Legislation**  
There is no current federal legislation relevant to this health care sex discrimination resolution. Although no legislation is pending now that would interpret the Affordable Care Act that its prohibition on sex discrimination by covered health programs or activities includes discrimination on the bases of sexual orientation and gender identity, legislation to clarify this interpretation in the 116th Congress is possible.  

**Other Information**  
None.
To: John L. McDonnell, Jr., CA  
    Board Liaison, Section of Civil Rights and Social Justice  
    
    Erica R. Grinde, MT  
    Board Liaison, Section of State and Local Government Law  

Re: Resolution No. 104D  

**Summary of Resolution**  

Urges governments to enact legislation providing employees with job-guaranteed paid sick days and job-guaranteed paid family and medical leave.  

**Status of Legislation**  

Legislation has been introduced in both chambers that addresses paid family and medical leave. There are many bills, but the primary bills and approaches are described below.  

HR 947 and S. 337 establish the Office of Paid Family and Medical Leave within the Social Security Administration (SSA). The bill entitles every individual to a family and medical leave insurance (FMLI) benefit payment for each month beginning on the first day of the month in which the individual meets certain criteria. An individual qualifies for such a benefit payment if such individual meets certain specified requirements. The bill amends the Internal Revenue Code to impose a tax on every individual and employer, all self-employment income, and every railroad employee, employee representative, or railroad employer to finance the Federal Family and Medical Leave Insurance Trust Fund for FMLI benefits.  

HR 3595 and S. 344 take a different approach. They would amend the Internal Revenue Code to allow certain employers a business-related tax credit for a specified percentage (not more than 25%) of the amount of wages paid to their employees during any period in which such employees are on family and medical leave. Such credit would terminate five years after the enactment of this bill, and the Government Accountability Office would be tasked with completing a study on the effectiveness of the tax credit for paid family and medical leave.  

**Other Information**  

The resolution states a principle but does not address how governments should implement the policy. The question has been raised whether the proposed policy is sufficient to support any of the above-mentioned bills?
To: John L. McDonnell, Jr., CA  
Board Liaison, Section of Civil Rights and Social Justice

Clary Edward Rawl, Jr. SC  
Board Liaison, Young Lawyers Division

Re: Resolution No. 104E

Summary of Resolution

Urges governments and international institutions to adopt and implement legislation and regulations to eliminate, prevent and provide remedies for gender-based violence in the workplace, including sexual harassment, based on virtue of their actual or perceived sex (including pregnancy), family responsibilities, sexual orientation, gender identity, gender expression, the intersectionality between race and sex or status as a victim of domestic or sexual violence.

Status of Legislation

Earlier this year both chambers of Congress passed their own legislation to overhaul how Capitol Hill handles sexual harassment and negotiators are working to reconcile the two considerably different bills. No conferees have been named yet.

Among the chief areas of concern that still have to be ironed out: A provision in the Senate bill for members being held personally responsible says, unlike the House bill, that they must pay out of pocket only for sexual harassment, not for any awards that may be ordered for sex discrimination or any other kind of discrimination. Some fear that could provide a loophole for members who are accused of harassment to settle with a victim for sex discrimination, knowing they won't be required to pay the settlement and it will instead come out of a US Treasury fund.

Additionally, there is concern that the Senate's legislation would empower and involve the Ethics Committee more so than the House's. The House bill would create a third-party investigatory process instead.

Other Information

This issue was originally scheduled to be resolved before the November 2018 elections but may now not be considered until the next Congress.
To: Lee A. DeHihns III, GA
   Board Liaison, Section of Dispute Resolution

Re: Resolution No. 105

Summary of Resolution

Urges providers of domestic and international dispute resolution to expand their rosters with minorities, women, persons with disabilities, and persons of differing sexual orientations and gender identities (“diverse neutrals”), and to encourage the selection of diverse neutrals.

Status of Legislation

N/A.

Other Information

The proposed resolution is generally consistent with and would build upon several existing ABA policies encouraging greater diversity in the legal profession. For example, ABA Resolution 113, adopted by the House of Delegates in August 2016, urges all providers of legal services and clients to expand and create opportunities at all levels of responsibility for diverse attorneys and also urges clients to purchase a greater percentage of their legal services from those attorneys. In 1986, the Board of Governors also approved, in principle, a recommendation from the Report of the Task Force on Minorities in the Legal Profession that the ABA “take concrete actions with regard to the hiring, recruitment, promotion, and advancement of minority lawyers…” The resolution also is generally consistent with ABA Goal III (“Eliminate Bias and Enhance Diversity”), which seeks to “promote full and equal participation in the association, our profession, and the justice system by all persons” and to “eliminate bias in the legal profession and the justice system.”
To: Hon. Eileen A. Kato, WA  
    Board, Liaison, Section of International Law

    Lee A. DeHihns III, GA  
    Board Liaison, Center for Human Rights

    John L. McDonnell, Jr., CA  
    Board Liaison, Section of Civil Rights and Social Justice

    Myles V. Lynk, AZ  
    Board Liaison, Government and Public Sector Lawyers Division

    Hon. Ramona G. See, CA  
    Board Liaison, Judicial Division

Re: Resolution No. 106A

**Summary of Resolution**

Reaffirms the ABA’s commitment to advance the rule of law and condemns the harassment, arbitrary arrest and detention, arbitrary disbarment, denial of due process, other ill-treatment, and killings of judges, lawyers, other members of the legal profession, and their extended families throughout the world for serving in their designated capacities.

**Status of Legislation**

N/A.

**Other Information**

This resolution reaffirms and builds upon several existing ABA policies supporting the rule of law in the international community and recognizing the need for an independent judiciary and for the independence of lawyers.
To: Hon. Eileen A. Kato, WA  
Board, Liaison, Section of International Law  

Lee A. DeHihns III, GA  
Board Liaison, Center for Human Rights  

John L. McDonnell, Jr., CA  
Board Liaison, Section of Civil Rights and Social Justice  

Myles V. Lynk, AZ  
Board Liaison, Government and Public Sector Lawyers Division  

Hon. Ramona G. See, CA  
Board Liaison, Judicial Division  

Re: Resolution No. 106B  

**Summary of Resolution**  
Recognizes the important role that non-lawyer human rights defenders, journalists and others play in protecting justice and the rule of law, and deplores attacks on those professions, as well as on individuals, aimed at silencing or intimidating human rights voices.  

**Status of Legislation**  
N/A.  

**Other Information**  
This resolution is consistent with existing policy that affirms ABA support for human rights advocates who are striving to uphold human rights and the rule of law
To: Clary Edward Rawl, Jr., SC  
Board Liaison, Young Lawyers Division

Frank H. Langrock, VT  
Board Liaison, Criminal Justice Section and Standing Committee on Legal Aid and Indigent Defendants

Lorelie S. Masters, DC  
Board Liaison, Commission on Domestic and Sexual Violence

Scott C. LaBarre, CO  
Board Liaison, Standing Committee on Disaster Response and Preparedness

Re: Resolution No. 107A

**Summary of Resolution**

Urges all emergency management agencies to provide proper training to staff and volunteers to respond to unique needs of intimate partner violence and sexual violence victims during and after a disaster.

**Status of Legislation**

There is no current federal legislation relevant to this domestic violence disaster shelter resolution. Some action is anticipated on this subject in the 116th Congress as Congress contemplates the reauthorization of the Violence Against Women Act.

This resolution urges emergency management agencies to provide proper training to staff and volunteers to respond to intimate partner violence ("IPV") and sexual violence victims during and after a disaster. This recommendation may get some traction in the 116th Congress particularly if the democrats take control of one or both chambers.

**Other Information**

None.
To: Clary Edward Rawl, Jr., SC  
Board Liaison, Young Lawyers Division  

Re: Resolution No. 107B  

Summary of Resolution  

Urges Congress to enact the Presidential Tax Transparency Act (H.R. 305) and the President-Elect Release of Tax Return Act (H.R. 1938), and supports efforts to incentivize certain candidates for the Office of President of the United States to disclose their recent federal income tax returns to the extent any such laws are permitted by the United States Constitution.  

Status of Legislation  

The Presidential Tax Transparency Act was introduced in January 2017 by Representative Anna Eshoo (D-GA) and Senator Ron Wyden (D-OR) as H.R. 305 and S. 26, respectively. H.R. 305, with 163 Democratic and 2 Republican cosponsors, was referred to the House Ways & Means and Oversight & Government Reform Committees. S. 26, with 22 Democratic cosponsors, was referred to the Senate Rules & Administration Committee. On April 5, 2017, Representative Eshoo filed a Motion to Discharge H.R. 305 in an effort to bring the bill directly to the House floor for a vote, and the related discharge petition currently has 193 signatories.  

H.R. 1938, the President-Elect Release of Tax Return Act, was introduced in April 2017 by Representative Thomas Garrett (R-VA) and was referred to the House Ways & Means and Oversight & Government Reform Committees. Currently, the bill has 2 Republican cosponsors.  

No hearings or markups have been scheduled on H.R. 305, S. 26, or H.R. 1938, and none of the measures are expected to advance this year.  

Other Information  

The proposed resolution, which supports federal legislation to require presidential candidates and the president-elect to publicly disclose their personal tax information, would be a departure from several existing ABA policies that seek to protect the confidentiality of individual income tax information and other personal data. For example, ABA Resolution 114C, adopted by the House of Delegates in August 1986, supports amendment of the Privacy Act of 1974 and other statutes to enhance privacy protections for income tax and other personal information in various ways. In addition, ABA Resolution 117, adopted by the House of Delegates in February 1976, supports enactment of statutory restrictions on the release by the Internal Revenue Service of personal tax information to the White House.  

Staff has been advised that this Resolution will be withdrawn.
To: Ilene K. Gotts, NY
   Board Liaison, Standing Committee on Specialization

Re: Resolution No. 108A

Summary of Resolution

Grants reaccreditation to the Legal Professional Liability and Medical Professional Liability programs of the American Board of Professional Liability Attorneys for additional five-year terms as designated specialty certification programs for lawyers.

Status of Legislation

N/A.

Other Information

None.
To: Ilene K. Gotts, NY
    Board Liaison, Standing Committee on Specialization

Re: Resolution No. 108B

**Summary of Resolution**

Grants accreditation to the Truck Accident Law program of the National Board of Truck Accident Attorneys, a division of The National Board of Trial Advocacy for a five-year term as a designated specialty certification program for lawyers.

**Status of Legislation**

N/A.

**Other Information**

None.
To:   David L. Brown, IA  
      Board Liaison, Standing Committee on Gun Violence  

John L. McDonnell, Jr., CA  
Board Liaison, Section of Civil Rights and Social Justice  

Frank H. Langrock, VT  
Board Liaison, Criminal Justice Section  

Lorelie S. Masters, DC  
Board Liaison, Commission on Domestic and Sexual Violence  

Re:  Resolution No. 109  

**Summary of Resolution**  

Urges governments to reduce potential harm that individuals may inflict on themselves or others by enacting statutes, rules or regulations that allow individuals to: 1) voluntarily and confidentially submit their names into databases used for gun background checks, and 2) remove themselves from those systems.  

**Status of Legislation**  

There is no new legislation. A hearing is scheduled for the California bill mentioned in the resolution (AB-1927) on August 6, 2018 when the ABA House of Delegates is meeting.  

**Other Information**  

The Standing Committee on Gun Violence incorporated changes to address concerns from the Commission on Disability Rights. The Standing Committee still does not think the Commission will cosponsor the resolution, but it has not heard that there is any opposition to the revised resolution.
To: Lorelie S. Masters, DC  
Board Liaison, Standing Committee on Paralegals  

Re: Resolution No. 110A  

**Summary of Resolution**  
Grants approval to four programs, grants reapproval to eighteen paralegal education programs, withdraws the approval of three programs at the requests of the institutions, and extends the term of approval to twenty paralegal education programs.  

**Status of Legislation**  
N/A.  

**Other Information**  
None.
To: Lorelie S. Masters, DC  
    Board Liaison, Standing Committee on Paralegals  

Re: Resolution No. 110B  

**Summary of Resolution**  
Amends the *ABA Guidelines for Approval of Paralegal Education Programs*, dated August 2018.  

**Status of Legislation**  
N/A.  

**Other Information**  
None.
To: E. Fitzgerald Parnell III, NC
   Board Liaison, Section of Legal Education and Admissions to the Bar

Re: Resolution No. 111A

**Summary of Resolution**

Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to the Rules of the ABA *Standards and Rules of Procedure for Approval of Law Schools*, to restructure the work of the ABA accreditation process by eliminating the Council’s Accreditation and Standards Review Committees, and having all work completed by the Council.

**Status of Legislation**

N/A.

**Other Information**

None.
To:  E. Fitzgerald Parnell III, NC  
Board Liaison, Section of Legal Education and Admissions to the Bar  
Re:  Resolution No. 111B  

**Summary of Resolution**  
Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to the Standards of the *ABA Standards and Rules of Procedure for Approval of Law Schools*, to restructure the work of the ABA accreditation process by eliminating the Council’s Accreditation and Standards Review Committees, and having all work completed by the Council.  

**Status of Legislation**  
N/A.  

**Other Information**  
None.
To: E. Fitzgerald Parnell III, NC  
Board Liaison, Section of Legal Education and Admissions to the Bar

Re: Resolution No. 111C

**Summary of Resolution**

Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to Rules 3, 5, 10, 14, 22, 23, 24, 25, 34, 52, and 53 of the *ABA Standards and Rules of Procedure for Approval of Law Schools.*

**Status of Legislation**

N/A.

**Other Information**

None.
To: E. Fitzgerald Parnell III, NC  
   Board Liaison, Section of Legal Education and Admissions to the Bar

Re: Resolution No. 111D

**Summary of Resolution**

Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018 to Standards 501 (Admission) and 503 (Admission Test) of the *ABA Standards and Rules of Procedure for Approval of Law Schools*.

**Status of Legislation**

N/A.

**Other Information**

None.
To: E. Fitzgerald Parnell III, NC  
Board Liaison, Section of Legal Education and Admissions to the Bar

Re: Resolution No. 111E

**Summary of Resolution**

Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in making amendments dated August 2018, to Standard 303 (Curriculum); Standard 304 (Simulation Courses, Clinics, and Field Placements); Standard 305 (Other Academic Study); Standard 306 (Distance Education); Standard 307 (Studies, Activities, and Field Placements Outside the United States); and Standard 601 (Library and Information Resources, General Provisions) of the *ABA Standards and Rules of Procedure for Approval of Law Schools*.

**Status of Legislation**

N/A.

**Other Information**

None.
To: Doreen D. Dodson, MO
    Board Liaison, Commission on Law and Aging

    Hon. Eileen A. Kato, WA
    Board Liaison, Section of International Law

Re: Resolution No. 112

Summary of Resolution

Supports in principle the Inter-American Convention on Protecting the Human Rights of Older Persons, and encourages the United Nations to draft a convention on the rights of older persons.

Status of Legislation

N/A.

Other Information

This resolution is consistent with existing ABA policy that urges the U.S. and the international community to strengthen protection of the rights of older persons, including the efforts and consultations towards an international and regional human rights instrument on the rights of older persons.
To: Benjamin E. Griffith, MS  
Board Liaison, National Conference of the Administrative Law Judiciary

Hon. Ramona C. See, CA  
Board Liaison, Judicial Division

Linda L. Randell, CT  
Board Liaison, Section of Administrative Law and Regulatory Practice

Myles V. Lynk, AZ  
Board Liaison, Government and Public Sector Lawyers Division

Hon. Leslie Miller, AZ  
District 11 Representative

Re: Resolution No. 113

**Summary of Resolution**

Adopts the *ABA Model Code of Judicial Conduct for State Administrative Law Judges*, dated August 2018, and urges governments to enact and adopt the Model Code.

**Status of Legislation**

N/A.

**Other Information**

The ABA is recognized and praised for its two existing Model Codes of Conduct, which have been widely adopted with some variations across the country. Any revision of the two Model Codes occurs after a great deal of study and public comment.

In August 2001, the ABA adopted policy that called upon all levels of government to hold all members of the administrative judiciary accountable to the highest ethical standards based on the ABA Model Code of Judicial Conduct.

The Model Code of Judicial Conduct, as revised and adopted in 2007, defines judges to include members of the administrative judiciary. It includes a note that each jurisdiction should consider the particulars of each position in the administrative judiciary in adopting or adapting the code.

This proposal is described as being based on the 2007 Model Code of Judicial Conduct. However, neither the report nor the commentary to the proposed code indicated where it is identical to the 2007 Model Code, where it diverges, or why it needs to diverge.
To: John L. McDonnell, Jr., CA
   Board Liaison, Section of Civil Rights and Social Justice

   Frank H. Langrock, VT
   Board Liaison, Standing Committee on Legal Aid and Indigent Defendants and
   Criminal Justice Section

   Erica R. Grinde, MT
   Board Liaison, Section of State and Local Government Law

   W. Anthony Jenkins, MI
   Board Liaison, Commission on Youth at Risk and District 2 Representative

   Paula E. Boggs, WA
   District 18 Representative

Re: Resolution No. 114

Summary of Resolution

Adopts the black letter and commentary to the ABA Ten Guidelines on Court Fines and
Fees, dated August 2018, and urges governmental agencies to promulgate law and policy
consistent with the Guidelines.

Status of Legislation

N/A.

Other Information

None.
To: Lee A. DeHihns, III, GA
   Board Liaison, Standing Committee on Group and Prepaid Legal Services

   Scott C. LaBarre, CO
   Board Liaison, Solo, Small Firm and General Practice Division

Re: Resolution No. 115

Summary of Resolution

Adopts the American Bar Association Standards for Accreditation of Legal Plans dated August 2018, to ensure that Legal Plans are providing affordable access to legal services.

Status of Legislation

N/A.

Other Information

None.
To: Darcee S. Siegel, FL  
    Board Liaison, Commission on Disability Rights  

Re: Resolution No. 116A  

**Summary of Resolution**  
Amends the Air Carrier Access Act (“ACAA”), 49 U.S.C. § 41705 (1986), to establish a private right of action for violations of the ACAA and to provide equitable and legal relief, including compensatory and punitive damages, as well as reasonable attorneys’ fees, reasonable expert fees, and the costs to plaintiffs who prevail in civil actions.  

**Status of Legislation**  
There is no current federal legislation relevant to this Air Carrier Access resolution. However, some action is anticipated on this subject in the 116th Congress particularly if one or more chambers becomes controlled by the Democratic party.  

**Other Information**  
None.
To: Darcee S. Siegel, FL  
Board Liaison, Commission on Disability Rights

Re: Resolution No. 116B

**Summary of Resolution**

Urges governments to: 1) enact laws and adopt policies that prohibit the use of out-of-school suspension and expulsion of pre-kindergarten through second grade students; 2) require ongoing training of teachers, administrators, and other school staff on alternatives to school exclusion; and, 3) provide sufficient funding and resources to ensure the provision of alternatives to school exclusion.

**Status of Legislation**

There is no current federal legislation relevant to this school-punishment resolution. However, further state action on this subject is anticipated.

**Other Information**

None.
To: Darce S. Siegel, FL
Board Liaison, Commission on Disability Rights

Re: Resolution No. 116C

Summary of Resolution

Urges all courts and other appropriate government entities to interpret Titles II and III of the Americans with Disabilities Act to apply to technology, and goods and services delivered thereby, regardless of whether the technology exists solely in virtual space or has a nexus to a physical space.

Status of Legislation

There is no current federal legislation relevant to this disability-technology resolution. However, further action on this subject is anticipated as technology becomes more available that will help people with disabilities access more information.

Other Information

None.
To: David S. Houghton, NE  
Board Liaison, Section of Intellectual Property Law

Tom Bolt, USVI  
Board Liaison, Standing Committee on Law Library of Congress

Re: Resolution No. 117

Summary of Resolution

Urges Congress to approve appropriations to the Library of Congress necessary to enable the United States Copyright Office to adequately staff, maintain, modernize, and enhance its services, facilities, databases, studies, and digital projects.

Status of Legislation

Both the Houses of Congress have passed their respective Legislative Branch appropriations bills, which includes funding for the Copyright Office, (HR 5894 and S3071 – which have been rolled into a combined bill, HR 5895 that includes Energy-Water, Military Construction-VA and Legislative Branch measures) and are now awaiting a conference committee. The House report on HR 5894 includes explicit language on modernization of the Copyright Office, and the Senate Committee’s press release about passage of their bill notes that it includes, “funding to modernize mission-specific systems for the Congressional Research Service (CRS) and the U.S. Copyright Office.”

Other Information

This resolution is consistent with ABA policy, and in particular has been drafted to be compatible with Resolution 109 passed during the 2018 Mid-year meeting that urged Congress to support funding for the Law Library of Congress. Resolution 109 was co-sponsored by the Standing Committee on the Law Library of Congress, the Section of Intellectual Property Law and others, and it as well as this Resolution take the same approach to addressing similar issues facing these two parts of the Library of Congress—urging Congress to approve appropriations necessary to enable them to adequately staff, maintain, modernize, and enhance services, facilities, databases, studies, and digital projects. The Rules and Calendar Committee had questions as to whether language in the Resolution referencing “financial autonomy” was meant to support that the Copyright Office should be an independent agency. That was not the intent of the resolution, and edits were made to clarify this point.
To: Hon. Eileen A. Kato, WA
   Board Liaison, Commission on Sexual Orientation and Gender Identity

Mark H. Alcott, NY
Board Liaison, Tort Trial and Insurance Practice Section

Re: Resolution No. 118

Summary of Resolution

Urges the federal government to recognize that service by persons who otherwise meet
the standards for accession or retention, as applicable, in the United States Armed Forces
should not be restricted, and transgender persons should not be discriminated against,
based solely on gender identity.

Status of Legislation

N/A.

Other Information

Footnote 45 is still incomplete and information from Footnote 23 should be added there.
The argument portion of the report may still include a “fundamental right to autonomy”
and a recommendation that the ABA have a policy that supports “continued service by all
Americans regardless of gender”, but those points are clearly listed as argument and
conclusion.
To: Andrew Joshua Markus, FL  
Board Liaison, Commission on Immigration

Re: Resolution No. 119

Summary of Resolution

Adopts the 2018 ABA Standards for the Custody, Placement and Care; Legal Representation; and Adjudication of Unaccompanied Alien Children in the United States, to replace the 2004 Standards.

Status of Legislation

Several bills introduced in this Congress would strip legal and other protections for unaccompanied immigrant children that are provided by current law. In addition, there has been an increase in legislative efforts by the congressional majority to change the rules on detention of immigrant children and families in the wake of the family separation crisis.

Other Information

This resolution is consistent with a number of previous ABA policies on issues regarding legal and other protections for unaccompanied immigrant children.
To: Michael H. Byowitz, NY
   Board Liaison, Standing Committee on Membership

Re: Resolution No. 177

**Summary of Resolution**

Amends the dues structure for the American Bar Association effective with FY2020 and each year thereafter.

**Status of Legislation**

**Other Information**
To: Mary L. Smith, IL Secretary
Re: Report No. 400A

Summary of Resolution
Recommends that certain Association policies that pertain to public issues and are 10 years old or older be archived.

Status of Legislation
N/A.

Other Information
None.
To: Mary L. Smith, IL
Secretary

Re: Report No. 400B

Summary of Resolution

Recommends that certain Association policies that pertain to public issues that were adopted in 1998 which were previously considered for archiving but retained, be archived.

Status of Legislation

N/A.

Other Information

None.
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Date: July 2, 2018

To: ABA Board of Governors

From: Barbara S. Gillers, Chair
ABA Standing Committee on Ethics and Professional Responsibility (SCEPR)

Re: Proposed Amendments to the Model Rules of Professional Conduct on Communications, Advertising, Solicitation, and Specialization

A. Introduction

SCEPR has filed Resolution and Report 101 (Resolution 101) with the House of Delegates. Resolution 101 proposes amendments to Model Rules 7.1 through 7.5, known as the “advertising rules”. This memo provides an overview of the proposal. SCEPR urges the Board of Governors to support passage of Resolution 101.

B. Background

SCEPR began an intense review of the advertising rules approximately two years ago. The review was prompted in part by a comprehensive study prepared by the Association of Professional Responsibility Lawyers. SCEPR’s review of the advertising rules was intense, thorough, and transparent. We held forums, posted drafts, and reached out to many constituencies both within and outside the ABA. The result is the set of amendments contained in the Report.

Resolution 101 will bring the advertising rules into the 21st Century by (i) permitting lawyers to use advanced technology to make their availability known to clients and clients to use those same technologies to learn about the availability of services, (ii) eliminate unnecessary and burdensome regulations that inhibit lawyers from effectively competing in the national and international legal markets, (iii) continue to protect the public from false, misleading, and harassing conduct, and (iv) focus the resources of regulators on truly harmful behavior. As amended, the advertising rules will provide up-to-date models for every jurisdiction and encourage uniformity, which will benefit lawyers and clients nationwide.

C. Summary of the Proposed Amendment

Resolution 101 combines the current five rules on lawyer advertising into three: (i) Rule 7.1, which broadly addresses communications concerning a lawyer’s services, sets forth the overarching prohibition on false and misleading communications; (ii) Rule 7.2, which contains specific provisions concerning communications; and, (iii) Rule 7.3, which addresses solicitation.
Current Rules 7.4 and 7.5 are deleted. Their key provisions, which essentially provide examples of misleading communications, are subsumed into amended Rules 7.1 and 7.2 and their Comments. A few details follow.

**Rule 7.1: Communications Concerning a Lawyer’s Services**

Rule 7.1 contains the general prohibition that lawyer advertising must not be false or misleading. The black letter of this rule remains unchanged. The Comments have been adjusted to offer additional guidance, and to incorporate the provisions of current Rules 7.4 and 7.5.

New language in Comment [2] explains that truthful information may be misleading if consumers are led to believe that they must act when, in fact, no action is required. New guidance in Comment [3] explains that a communication is misleading if it provides information about a lawyer’s fee without indicating the client’s responsibility for costs, if any. Current Comment [4], which prohibits communications that state or imply an ability to influence government entities or officials, is deleted. The conduct is addressed in current Rule 8.4(e).


**Rule 7.2: Communications Concerning a Lawyer’s Services: Specific Rules**

The salient new provisions in this Rule and its Comments concern (i) nominal gifts, (ii) “certified specialists” (drawn from current Rule 7.4), and (iii) “recommendations.”

The general prohibition on gifts for recommendations is retained, but new paragraph (b)(5) authorizes nominal gifts that are neither intended for, nor reasonably expected to be, compensation for a recommendation. New Comment [4] makes clear that such gifts must be minimal --- the type of gift that is given at holidays --- or as “ordinary social hospitality,” as the term is used in Rule 3.13(B)(3) of the ABA Model Code of Judicial Conduct.

“Certified specialists” are moved from current Rule 7.4 into amended Rule 7.2(c), with additional guidance placed in Comments [9], [10], and [11].

New language in Comment [2] makes clear that the term “recommendations” does not include directories or other group advertising where lawyers are merely listed by practice area.

Principal deletions are: Current Comment [1], which contains general language about advertising as “an active quest for clients” and “entails the risk of practices that are misleading or overreaching,” and current Comment [3], which addresses “effectiveness” and “taste.” Both are unnecessary and duplicative. The reference to ABA Model Supreme Court Rules Governing Lawyer Referral Services is deleted from Comment [6],
also as duplicative since the Comment makes clear that a qualified referral service is one that is “approved by an appropriate regulatory authority” and affords consumer protection.

Rule 7.3: Solicitation of Clients

Rule 7.3 continues to prohibit solicitation (i) that involves coercion, duress, or harassment, or (ii) when the target of the solicitation makes known to the lawyer that the solicitation is unwelcome. There are four principal changes proposed for this rule.

First, new Rule 7.3(a) defines solicitation as “a communication initiated by or on behalf of a lawyer or law firm that is directed to a specific person the lawyer knows or reasonably should know needs legal services in a particular matter and that offers to provide, or reasonably can be understood as offering to provide, legal services for that matter.”

Second, amended Rule 7.3(b) prohibits live person-to-person solicitation for pecuniary gain unless the person contacted is (i) a lawyer, (ii) a person with a family, close personal or prior business or professional relationship to the soliciting lawyer, or (iii) is known to be “an experienced user” of legal services in business matters. Comment [2] offers guidance on the prohibition against “live person-to-person” solicitation, explaining that such contact is “fraught with the possibility of undue influence, intimidation, and over-reaching.” New Rule 7.2(d) and new Comment [8] make clear that the prohibition on live person-to-person solicitation does not apply to communications authorized by law, or ordered by a court or other tribunal.

Finally, the requirement in current rule 7.3(c) that written, recorded or electronic solicitations be labelled as advertising is eliminated (and the related current Comment [8] is deleted). APRL’s study, among other evidence, convinced SCEPR that the labelling requirement is not necessary to protect consumers.

D. Conclusion

We hope you will support adoption of Resolution 101. Please don’t hesitate to contact me at barbara.gillers@nyu.edu or 212.992.7364 or Standing Committee on Ethics Counsel Dennis Rendleman at dennis.rendleman@americanbar.org or 312.998.5307 with questions, concerns, and suggestions. I look forward to hearing from you.

Barbara S. Gillers
Chair, ABA Standing Committee on Ethics and Professional Responsibility
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.

AMERICAN BAR ASSOCIATION
STANDING COMMITTEE ON ETHICS AND PROFESSIONAL RESPONSIBILITY
REPORT TO THE HOUSE OF DELEGATES

RESOLUTION

1 RESOLVED, That the American Bar Association amends Rules 7.1 through 7.5 and Comments of the ABA Model Rules of Professional Conduct as follows (insertions underlined, deletions struck through):
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.

Rules 7.1 through 7.5 and Comments of the ABA Model Rules of Professional Conduct (August 2018)

Model Rule 7.1: Communications Concerning A Lawyer’s Services

A lawyer shall not make a false or misleading communication about the lawyer or the lawyer’s services. A communication is false or misleading if it contains a material misrepresentation of fact or law, or omits a fact necessary to make the statement considered as a whole not materially misleading.

Comment

[1] This Rule governs all communications about a lawyer’s services, including advertising. Whatever means are used to make known a lawyer’s services, statements about them must be truthful.

[2] Truthful statements that are misleading truthful statements are also prohibited by this Rule. A truthful statement is misleading if it omits a fact necessary to make the lawyer’s communication considered as a whole not materially misleading. A truthful statement is also misleading if there is a substantial likelihood exists that it will lead a reasonable person to formulate a specific conclusion about the lawyer or the lawyer’s services for which there is no reasonable factual foundation. A truthful statement is also misleading if presented in a way that creates a substantial likelihood that a reasonable person would believe the lawyer’s communication requires that person to take further action when, in fact, no action is required.

[3] It is misleading for a communication to provide information about a lawyer’s fee without indicating the client’s responsibilities for costs, if any. If the client may be responsible for costs in the absence of a recovery, a communication may not indicate that the lawyer’s fee is contingent on obtaining a recovery unless the communication also discloses that the client may be responsible for court costs and expenses of litigation. See Rule 1.5(c).

[3][4] An advertisement, communication that truthfully reports a lawyer’s achievements on behalf of clients or former clients may be misleading if presented so as to lead a reasonable person to form an unjustified expectation that the same results could be obtained for other clients in similar matters without reference to the specific factual and legal circumstances of each client’s case. Similarly, an unsubstantiated claim about a lawyer’s or law firm’s services or fees, or an unsubstantiated comparison of the lawyer’s or law firm’s services or fees with the services or fees of other lawyers or law firms, may be misleading if presented with such specificity as would lead a reasonable person to conclude that the comparison or claim can be substantiated. The inclusion of an
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.

appropria ter disclaimer or qualifying language may preclude a finding that a statement is likely to create unjustified expectations or otherwise mislead the public.

It is professional misconduct for a lawyer to engage in conduct involving dishonesty, fraud, deceit or misrepresentation. Rule 8.4(c). See also Rule 8.4(e) for the prohibition against stating or implying an ability to improperly influence improperly a government agency or official or to achieve results by means that violate the Rules of Professional Conduct or other law.

Firm names, letterhead and professional designations are communications concerning a lawyer’s services. A firm may be designated by the names of all or some of its current members, by the names of deceased members where there has been a succession in the firm’s identity or by a trade name if it is not false or misleading. A lawyer or law firm also may be designated by a distinctive website address, social media username or comparable professional designation that is not misleading. A law firm name or designation is misleading if it implies a connection with a government agency, with a deceased lawyer who was not a former member of the firm, with a lawyer not associated with the firm or a predecessor firm, with a nonlawyer or with a public or charitable legal services organization. If a firm uses a trade name that includes a geographical name such as “Springfield Legal Clinic,” an express statement explaining that it is not a public legal aid organization may be required to avoid a misleading implication.

A law firm with offices in more than one jurisdiction may use the same name or other professional designation in each jurisdiction.

Lawyers may not imply or hold themselves out as practicing together in one firm when they are not a firm, as defined in Rule 1.0(c), because to do so would be false and misleading.

It is misleading to use the name of a lawyer holding a public office in the name of a law firm, or in communications on the law firm’s behalf, during any substantial period in which the lawyer is not actively and regularly practicing with the firm.

Rule 7.2: Advertising Communications Concerning a Lawyer’s Services: Specific Rules

(a) Subject to the requirements of Rules 7.1 and 7.3, a lawyer may advertise communicate information regarding the lawyer’s services through written, recorded or electronic communication, including public any media.

(b) A lawyer shall not compensate, give or promise anything of value to a person who is not an employee or lawyer in the same law firm for recommending the lawyer’s services except that a lawyer may:
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.

(1) pay the reasonable costs of advertisements or communications permitted by this Rule;

(2) pay the usual charges of a legal service plan or a not-for-profit or qualified lawyer referral service. A qualified lawyer referral service is a lawyer referral service that has been approved by an appropriate regulatory authority;

(3) pay for a law practice in accordance with Rule 1.17; and

(4) refer clients to another lawyer or a nonlawyer professional pursuant to an agreement not otherwise prohibited under these Rules that provides for the other person to refer clients or customers to the lawyer, if:

   (i) the reciprocal referral agreement is not exclusive; and
   
   (ii) the client is informed of the existence and nature of the agreement; and

(5) give nominal gifts that are neither intended nor reasonably expected to be a form of compensation for recommending a lawyer's services.

(c) A lawyer shall not state or imply that a lawyer is certified as a specialist in a particular field of law, unless:

   (1) the lawyer has been certified as a specialist by an organization that has been approved by an appropriate authority of the state or the District of Columbia or a U.S. Territory or that has been accredited by the American Bar Association; and

   (2) the name of the certifying organization is clearly identified in the communication.

(d) Any communication made under pursuant to this Rule must shall include the name and office address contact information of at least one lawyer or law firm responsible for its content.

Comment

[1]. To assist the public in learning about and obtaining legal services, lawyers should be allowed to make known their services not only through reputation but also through organized information campaigns in the form of advertising. Advertising involves an active quest for clients, contrary to the tradition that a lawyer should not seek clientele. However,
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the public's need to know about legal services can be fulfilled in part through advertising. This need is particularly acute in the case of persons of moderate means who have not made extensive use of legal services. The interest in expanding public information about legal services ought to prevail over considerations of tradition. Nevertheless, advertising by lawyers entails the risk of practices that are misleading or overreaching.

[1] [2] This Rule permits public dissemination of information concerning a lawyer's or law firm's name, or firm name, address, email address, website, and telephone number; the kinds of services the lawyer will undertake; the basis on which the lawyer's fees are determined, including prices for specific services and payment and credit arrangements; a lawyer's foreign language ability; names of references and, with their consent, names of clients regularly represented; and other information that might invite the attention of those seeking legal assistance.

[3] Questions of effectiveness and taste in advertising are matters of speculation and subjective judgment. Some jurisdictions have had extensive prohibitions against television and other forms of advertising, against advertising going beyond specified facts about a lawyer, or against "undignified" advertising. Television, the Internet, and other forms of electronic communication are now among the most powerful media for getting information to the public, particularly persons of low and moderate income; prohibiting television, Internet, and other forms of electronic advertising, therefore, would impede the flow of information about legal services to many sectors of the public. Limiting the information that may be advertised has a similar effect and assumes that the bar can accurately forecast the kind of information that the public would regard as relevant. But see Rule 7.3(a) for the prohibition against a solicitation through a real-time electronic exchange initiated by the lawyer.

[4] Neither this Rule nor Rule 7.3 prohibits communications authorized by law, such as notice to members of a class in class action litigation.

Paying Others to Recommend a Lawyer

[2] [5] Except as permitted under paragraphs (b)(1)-(b)(4)(5), lawyers are not permitted to pay others for recommending the lawyer's services, or for channeling professional work in a manner that violates Rule 7.3. A communication contains a recommendation if it endorses or vouches for a lawyer's credentials, abilities, competence, character, or other professional qualities. Directory listings and group advertisements that list lawyers by practice area, without more, do not constitute impermissible "recommendations."

[3] Paragraph (b)(1) however, allows a lawyer to pay for advertising and communications permitted by this Rule, including the costs of print directory listings, on-line directory listings, newspaper ads, television and radio airtime, domain-name registrations, sponsorship fees, Internet-based advertisements, and group advertising. A lawyer may
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compensate employees, agents and vendors who are engaged to provide marketing or client development services, such as publicists, public-relations personnel, business-development staff, television and radio station employees or spokespersons and website designers.

[4] Paragraph (b)(5) permits nominal gifts as might be given for holidays, or other ordinary social hospitality. A gift is prohibited if offered or given in consideration of any promise, agreement or understanding that such a gift would be forthcoming or that referrals would be made or encouraged in the future.

[5] Moreover, a lawyer may pay others for generating client leads, such as Internet-based client leads, as long as the lead generator does not recommend the lawyer, any payment to the lead generator is consistent with Rules 1.5(e) (division of fees) and 5.4 (professional independence of the lawyer), and the lead generator's communications are consistent with Rule 7.1 (communications concerning a lawyer's services). To comply with Rule 7.1, a lawyer must not pay a lead generator that states, implies, or creates a reasonable impression that it is recommending the lawyer, is making the referral without payment from the lawyer, or has analyzed a person's legal problems when determining which lawyer should receive the referral. See Comment [2] (definition of "recommendation"). See also Rule 5.3 (duties of lawyers and law firms with respect to the conduct of nonlawyers); Rule 8.4(a) (duty to avoid violating the Rules through the acts of another).

[6] A lawyer may pay the usual charges of a legal service plan or a not-for-profit or qualified lawyer referral service. A legal service plan is a prepaid or group legal service plan or a similar delivery system that assists people who seek to secure legal representation. A lawyer referral service, on the other hand, is any organization that holds itself out to the public as a lawyer referral service. Such Qualified referral services are understood by the public to be consumer-oriented organizations that provide unbiased referrals to lawyers with appropriate experience in the subject matter of the representation and afford other client protections, such as complaint procedures or malpractice insurance requirements. Consequently, this Rule only permits a lawyer to pay the usual charges of a not-for-profit or qualified lawyer referral service. A qualified lawyer referral service is one that is approved by an appropriate regulatory authority as affording adequate protections for the public. See, e.g., the American Bar Association's Model Supreme Court Rules Governing Lawyer Referral Services and Model Lawyer Referral and Information Service Quality Assurance Act. (requiring that organizations that are identified as lawyer referral services (i) permit the participation of all lawyers who are licensed and eligible to practice in the jurisdiction and who meet reasonable objective eligibility requirements as may be established by the referral service for the protection of the public; (ii) require each participating lawyer to carry reasonably adequate malpractice insurance; (iii) act reasonably to assess client satisfaction and address client complaints; and (iv) do not make referrals to lawyers who own, operate or are employed by the referral service.)
A lawyer who accepts assignments or referrals from a legal service plan or referrals from a lawyer referral service must act reasonably to assure that the activities of the plan or service are compatible with the lawyer's professional obligations. See Rule 5.3. Legal service plans and lawyer referral services may communicate with the public, but such communication must be in conformity with these Rules. Thus, advertising must not be false or misleading, as would be the case if the communications of a group advertising program or a group legal services plan would mislead the public to think that it was a lawyer referral service sponsored by a state agency or bar association. Nor could the lawyer allow in-person, telephonic, or real-time contacts that would violate Rule 7.3.

A lawyer also may agree to refer clients to another lawyer or a nonlawyer professional, in return for the undertaking of that person to refer clients or customers to the lawyer. Such reciprocal referral arrangements must not interfere with the lawyer's professional judgment as to making referrals or as to providing substantive legal services. See Rules 2.1 and 5.4(c). Except as provided in Rule 1.5(e), a lawyer who receives referrals from a lawyer or nonlawyer professional must not pay anything solely for the referral, but the lawyer does not violate paragraph (b) of this Rule by agreeing to refer clients to the other lawyer or nonlawyer professional, so long as the reciprocal referral agreement is not exclusive and the client is informed of the referral agreement. Conflicts of interest created by such arrangements are governed by Rule 1.7. Reciprocal referral agreements should be of indefinite duration and should be reviewed periodically to determine whether they comply with these Rules. This Rule does not restrict referrals or divisions of revenues or net income among lawyers within firms comprised of multiple entities.

Communications about Fields of Practice

Paragraph (a) of this Rule permits a lawyer to communicate that the lawyer does or does not practice in particular areas of law. A lawyer is generally permitted to state that the lawyer "concentrates in" or is a "specialist," practices a "specialty," or "specializes in" particular fields based on the lawyer's experience, specialized training or education, but such communications are subject to the "false and misleading" standard applied in Rule 7.1 to communications concerning a lawyer's services.

The Patent and Trademark Office has a long-established policy of designating lawyers practicing before the Office. The designation of Admiralty practice also has a long historical tradition associated with maritime commerce and the federal courts. A lawyer's communications about these practice areas are not prohibited by this Rule.

This Rule permits a lawyer to state that the lawyer is certified as a specialist in a field of law if such certification is granted by an organization approved by an appropriate authority of a state, the District of Columbia or a U.S. Territory or accredited by the
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American Bar Association or another organization, such as a state supreme court or a state bar association, that has been approved by the authority of the state, the District of Columbia or a U.S. Territory to accredit organizations that certify lawyers as specialists. Certification signifies that an objective entity has recognized an advanced degree of knowledge and experience in the specialty area greater than is suggested by general licensure to practice law. Certifying organizations may be expected to apply standards of experience, knowledge and proficiency to ensure that a lawyer's recognition as a specialist is meaningful and reliable. To ensure that consumers can obtain access to useful information about an organization granting certification, the name of the certifying organization must be included in any communication regarding the certification.

**Required Contact Information**

[12] This Rule requires that any communication about a lawyer or law firm's services include the name of, and contact information for, the lawyer or law firm. Contact information includes a website address, a telephone number, an email address or a physical office location.

**Model Rule 7.3: Solicitation of Clients**

(a) “Solicitation” or “solicit” denotes a communication initiated by or on behalf of a lawyer or law firm that is directed to a specific person the lawyer knows or reasonably should know needs legal services in a particular matter and that offers to provide, or reasonably can be understood as offering to provide, legal services for that matter.

(b)(c) A lawyer shall not solicit professional employment by live person-to-person contact in-person, live telephone or real-time electronic contact solicit professional employment when a significant motive for the lawyer’s doing so is the lawyer’s or law firm’s pecuniary gain, unless the person contacted is with a:

1. is a lawyer; or
2. person who has a family, close personal, or prior business or professional relationship with the lawyer; or
3. person who is known by the lawyer to be an experienced user of the type of legal services involved for business matters.

(b)(c) A lawyer shall not solicit professional employment by written, recorded or electronic communication or by in person, telephone or real-time electronic contact even when not otherwise prohibited by paragraph (a), if:
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(1) the target of the solicitation has made known to the lawyer a desire not to be solicited by the lawyer; or

(2) the solicitation involves coercion, duress or harassment.

(c) Every written, recorded or by electronic communication from a lawyer soliciting professional employment from anyone known to be in need of legal services in a particular matter shall include the words “Advertising Material” on the outside envelope, if any, and at the beginning and ending of any recorded or electronic communication, unless the recipient of the communication is a person specified in paragraphs (a)(1) or (a)(2).

(d) This Rule does not prohibit communications authorized by law or ordered by a court or other tribunal.

(d)(e) Notwithstanding the prohibitions in this Rule paragraph (a), a lawyer may participate with a prepaid or group legal service plan operated by an organization not owned or directed by the lawyer that uses in-person or telephone live person-to-person contact to solicit enroll memberships or sell subscriptions for the plan from persons who are not known to need legal services in a particular matter covered by the plan.

Comment

[1] A solicitation is a targeted communication initiated by the lawyer that is directed to a specific person and that offers to provide, or can reasonably be understood as offering to provide, legal services. In contrast, a Paragraph (b) prohibits a lawyer from soliciting professional employment by live person-to-person contact when a significant motive for the lawyer’s doing so is the lawyer’s or the law firm’s pecuniary gain. A lawyer’s communication is typically does not constitute a solicitation if it is directed to the general public, such as through a billboard, an Internet banner advertisement, a website or a television commercial, or if it is in response to a request for information or is automatically generated in response to electronic Internet searches.

[2] “Live person-to-person contact” means in-person, face-to-face, live telephone and other real-time visual or auditory person-to-person communications such as Skype or FaceTime, where the person is subject to a direct personal encounter without time for reflection. Such person-to-person contact does not include chat rooms, text messages or other written communications that recipients may easily disregard. There is A potential for abuse overreaching exists when a solicitation involves a lawyer, seeking pecuniary gain, direct in-person, live telephone or real-time electronic contact solicits a person by a lawyer with someone known to be in need of legal services. These This forms of contact subjects a person to the private importuning of the trained advocate in a direct
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interpersonal encounter. The person, who may already feel overwhelmed by the circumstances giving rise to the need for legal services, may find it difficult to fully evaluate fully all available alternatives with reasoned judgment and appropriate self-interest in the face of the lawyer’s presence and insistence upon being retained immediately an immediate response. The situation is fraught with the possibility of undue influence, intimidation, and over-reaching.

[3] This The potential for abuse overreaching inherent in live person-to-person contact direct in-person, live telephone or real-time electronic solicitation justifies its prohibition, particularly since lawyers have alternative means of conveying necessary information. to those who may be in need of legal services. In particular, communications can be mailed or transmitted by email or other electronic means that do not involve real-time contact and do not violate other laws. governing solicitations. These forms of communications and solicitations make it possible for the public to be informed about the need for legal services, and about the qualifications of available lawyers and law firms, without subjecting the public to live person-to-person direct in-person, telephone or real-time electronic-persuasion that may overwhelm a person’s judgment.

[4] The use of general advertising and written, recorded or electronic communications to transmit information from lawyer to the public, rather than direct in-person, live telephone or real-time electronic contact, will help to assure that the information flows cleanly as well as freely. The contents of advertisements and communications permitted under Rule 7.2 can be permanently recorded so that they cannot be disputed and may be shared with others who know the lawyer. This potential for informal review is itself likely to help guard against statements and claims that might constitute false and misleading communications, in violation of Rule 7.1. The contents of live person-to-person direct in-person live telephone or real-time electronic contact can be disputed and may not be subject to third-party scrutiny. Consequently, they are much more likely to approach (and occasionally cross) the dividing line between accurate representations and those that are false and misleading.

[5] There is far less likelihood that a lawyer would engage in abusive practices overreaching against a former client, or a person with whom the lawyer has a close personal, or family, business or professional relationship, or in situations in which the lawyer is motivated by considerations other than the lawyer’s pecuniary gain. Nor is there a serious potential for abuse overreaching when the person contacted is a lawyer or is known to be an experienced user of the type of legal services involved for business purposes. For instance, an “experienced user” of legal services for business matters may include those who hire outside counsel to represent the entity; entrepreneurs who regularly engage business, employment law or intellectual property lawyers; small business proprietors who hire lawyers for lease or contract issues; and other people who retain lawyers for business transactions or formations. Consequently, the general prohibition in Rule 7.3(a) and the requirements of Rule 7.3(c) are not applicable in those
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[6] But even permitted forms of solicitation can be abused. Thus, any solicitation that contains false or misleading information which is false or misleading within the meaning of Rule 7.1, that which involves coercion, duress or harassment within the meaning of Rule 7.3(b)(c)(2), or that which involves contact with someone who has made known to the lawyer a desire not to be solicited by the lawyer within the meaning of Rule 7.3(b)(c)(1) is prohibited. Moreover, if after sending a letter or other communication as permitted by Rule 7.2 the lawyer receives no response, any further effort to communicate with the recipient of the communication may violate the provisions of Rule 7.3(b). Live, person-to-person contact of individuals who may be especially vulnerable to coercion or duress is ordinarily not appropriate, for example, the elderly, those whose first language is not English, or the disabled.

[7] This Rule is does not intended to prohibit a lawyer from contacting representatives of organizations or groups that may be interested in establishing a group or prepaid legal plan for their members, insureds, beneficiaries or other third parties for the purpose of informing such entities of the availability of and details concerning the plan or arrangement which the lawyer or lawyer's firm is willing to offer. This form of communication is not directed to people who are seeking legal services for themselves. Rather, it is usually addressed to an individual acting in a fiduciary capacity seeking a supplier of legal services for others who may, if they choose, become prospective clients of the lawyer. Under these circumstances, the activity which the lawyer undertakes in communicating with such representatives and the type of information transmitted to the individual are functionally similar to and serve the same purpose as advertising permitted under Rule 7.2.

[8] The requirement in Rule 7.3(c) that certain communications be marked “Advertising Material” does not apply to communications sent in response to request so potential clients or their spokespersons or sponsors. General announcements by lawyers, including changes in personnel or office location do not constitute communications soliciting professional employment from a client known to be in need of legal services within the meaning of this Rule.

[8] Communications authorized by law or ordered by a court or tribunal include a notice to potential members of a class in class action litigation.

[9] Paragraph (d) (e) of this Rule permits a lawyer to participate with an organization which uses personal contact to solicit enroll members for its group or prepaid legal service plan,
Rule 7.4 Communication of Fields of Practice and Specialization (Deleted in 2018.)

(a) A lawyer may communicate the fact that the lawyer does or does not practice in particular fields of law.

(b) A lawyer admitted to engage in patent practice before the United States Patent and Trademark Office may use the designation "Patent Attorney" or a substantially similar designation.

(c) A lawyer engaged in Admiralty practice may use the designation "Admiralty," "Proctor in Admiralty" or a substantially similar designation.

(d) A lawyer shall not state or imply that a lawyer is certified as a specialist in a particular field of law, unless:

(1) the lawyer has been certified as a specialist by an organization that has been approved by an appropriate state authority or that has been accredited by the American Bar Association; and

(2) the name of the certifying organization is clearly identified in the communication.

Comment

[1] Paragraph (a) of this Rule permits a lawyer to indicate areas of practice in communications about the lawyer's services. If a lawyer practices only in certain fields, or will not accept matters except in a specified field or fields, the lawyer is permitted to so indicate. A lawyer is generally permitted to state that the lawyer is a "specialist," practices a "specialty," or "specializes in" particular fields, but such communications are subject to
the "false and misleading" standard applied in Rule 7.1 to communications concerning a lawyer's services.

Paragraph (b) recognizes the long-established policy of the Patent and Trademark Office for the designation of lawyers practicing before the Office. Paragraph (c) recognizes that designation of Admiralty practice has a long historical tradition associated with maritime commerce and the federal courts.

Paragraph (d) permits a lawyer to state that the lawyer is certified as a specialist in a field of law if such certification is granted by an organization approved by an appropriate state authority or accredited by the American Bar Association or another organization, such as a state bar association, that has been approved by the state authority to accredit organizations that certify lawyers as specialists. Certification signifies that an objective entity has recognized an advanced degree of knowledge and experience in the specialty area greater than is suggested by general licensure to practice law. Certifying organizations may be expected to apply standards of experience, knowledge and proficiency to insure that a lawyer's recognition as a specialist is meaningful and reliable. In order to insure that consumers can obtain access to useful information about an organization granting certification, the name of the certifying organization must be included in any communication regarding the certification.

Rule 7.5 Firm Names And Letterheads (Deleted in 2018.)

(a) A lawyer shall not use a firm name, letterhead or other professional designation that violates Rule 7.1. A trade name may be used by a lawyer in private practice if it does not imply a connection with a government agency or with a public or charitable legal services organization and is not otherwise in violation of Rule 7.1.

(b) A law firm with offices in more than one jurisdiction may use the same name or other professional designation in each jurisdiction, but identification of the lawyers in an office of the firm shall indicate the jurisdictional limitations on those not licensed to practice in the jurisdiction where the office is located.

(c) The name of a lawyer holding a public office shall not be used in the name of a law firm, or in communications on its behalf, during any substantial period in which the lawyer is not actively and regularly practicing with the firm.

(d) Lawyers may state or imply that they practice in a partnership or other organization only when that is the fact.

Comment
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A firm may be designated by the names of all or some of its members, by the names of deceased members where there has been a continuing succession in the firm's identity or by a trade name such as the "ABC Legal Clinic." A lawyer or law firm may also be designated by a distinctive website address or comparable professional designation. Although the United States Supreme Court has held that legislation may prohibit the use of trade names in professional practice, use of such names in law practice is acceptable so long as it is not misleading. If a private firm uses a trade name that includes a geographical name such as "Springfield Legal Clinic," an express disclaimer that it is a public legal aid agency may be required to avoid a misleading implication. It may be observed that any firm name including the name of a deceased partner is, strictly speaking, a trade name. The use of such names to designate law firms has proven a useful means of identification. However, it is misleading to use the name of a lawyer not associated with the firm or a predecessor of the firm, or the name of a nonlawyer.

With regard to paragraph (d), lawyers sharing office facilities, but who are not in fact associated with each other in a law firm, may not denominate themselves as, for example, "Smith and Jones," for that title suggests that they are practicing law together in a firm.
REPORT

LAWYER ADVERTISING RULES FOR THE 21st CENTURY

I. Introduction

The American Bar Association is the leader in promulgating rules for regulating the professional conduct of lawyers. For decades, American jurisdictions have adopted provisions consistent with the Model Rules of Professional Conduct, relying on the ABA’s expertise, knowledge, and guidance. In lawyer advertising, however, a dizzying number of state variations exist. This breathtaking variety makes compliance by lawyers who seek to represent clients in multiple jurisdictions unnecessarily complex, and burdens bar regulators with enforcing prohibitions on practices that are not truly harmful to the public.¹ This patchwork of advertising rules runs counter to three trends that call for simplicity and uniformity in the regulation of lawyer advertising.

First, lawyers in the 21st century increasingly practice across state and international borders. Clients often need services in multiple jurisdictions. Competition from inside and outside the profession in these expanded markets is fierce. The current web of complex, contradictory, and detailed advertising rules impedes lawyers’ efforts to expand their practices and thwart clients’ interests in securing the services they need. The proposed rules will free lawyers and clients from these constraints without compromising client protection.

Second, the use of social media and the Internet—including blogging, instant messaging, and more—is ubiquitous now.² Advancing technologies can make lawyer advertising easy, inexpensive, and effective for connecting lawyers and clients. Lawyers can use innovative methods to inform the public about the availability of legal services. Clients can use the new technologies to find lawyers. The proposed amendments will facilitate these connections between lawyers and clients, without compromising protection of the public.

² See Association of Professional Responsibility Lawyers 2015 Report of the Regulation of Lawyer Advertising Committee (2015) [hereinafter APRL 2015 Report], https://www.americanbar.org/content/dam/aba/administrative/professional_responsibility/aprl_june_22_2015%20report.authcheckdam.pdf at 18-19 (“According to a Pew Research Center 2014 Social Media Update, for the 81% of American Adults who use the Internet: 52% of online adults now use two or more social media sites; 71% are on Facebook; 70% engage in daily use; 56% of all online adults 65 and older use Facebook; 23% use Twitter; 26% use Instagram; 49% engage in daily use; 53% of online young adults (18-29) use Instagram; and 28% use LinkedIn.”).
Finally, trends in First Amendment and antitrust law suggest that burdensome and unnecessary restrictions on the dissemination of accurate information about legal services may be unlawful. The Supreme Court announced almost forty years ago that lawyer advertising is commercial speech protected by the First Amendment. Advertising that is false, misleading and deceptive may be restricted, but many other limitations have been struck down.\(^3\)

Antitrust law may also be a concern. For nearly 20 years, the Federal Trade Commission (FTC) has actively opposed lawyer regulation where the FTC believed it would, for example, restrict consumer access to factually accurate information regarding the availability of lawyer services. The FTC has reminded regulators in Alabama, Arizona, Florida, Indiana, Louisiana, New Jersey, New Mexico, New York, Ohio, Tennessee, and Texas that overly broad advertising restrictions may reduce competition, violate federal antitrust laws, and impermissibly restrict truthful information about legal services.\(^4\)

The Standing Committee on Ethics and Professional Responsibility (SCEPR) is proposing amendments to ABA Model Rules 7.1 – 7.5 that respond to these trends. It is hoped the U.S. jurisdictions will follow the ABA’s lead to eliminate compliance confusion and promote consistency in lawyer advertising rules. As amended, the rules will provide lawyers and regulators nationwide with models that continue to protect clients from false and misleading advertising, but free lawyers to use expanding and innovative technologies to communicate the availability of legal services and enable bar regulators to focus on truly harmful conduct. The amended rules will also increase consumer access to accurate information about the availability of legal services and, thereby, expand access to legal services.

II. Brief Summary of the Changes

The principal amendments:

\(^3\) For developments in First Amendment law on lawyer advertising, see APRL June 2015 Report, supra note 2, at 7-18.  
\(^4\) The recent decision in North Carolina State Board of Dental Examiners v. F.T.C., 135 S. Ct. 1101 (2015) may be a warning. The Court found that the Board of Dental Examiners exclusion of non-dentists from providing teeth whitening services was anti-competitive and an unfair method of competition in violation of the Federal Trade Commission Act. The Court determined that a controlling number of the board members were “active market participants” (i.e., dentists), and there was no state entity supervision of the decisions of the non-sovereign board. Many lawyer regulatory entities are monitoring the application of this precedent as the same analysis might be applicable to lawyers. See also, ABA Center for Professional Responsibility, FTC Letters Regarding Lawyer Advertising (2015), http://www.americanbar.org/groups/professional_responsibility/resources/professionalism/professionalism_ethics_in_lawyer_advertising/FTC_lawyerAd.html.
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• Combine provisions on false and misleading communications into Rule 7.1 and its Comments.
• Consolidate specific provisions on advertising into Rule 7.2, including requirements for use of the term "certified specialist".
• Permit nominal “thank you” gifts under certain conditions as an exception to the general prohibition against paying for recommendations.
• Define solicitation as “a communication initiated by or on behalf of a lawyer or law firm that is directed to a specific person the lawyer knows or reasonably should know needs legal services in a particular matter and that offers to provide, or reasonably can be understood as offering to provide, legal services for that matter.”
• Prohibit live, person-to-person solicitation for pecuniary gain with certain exceptions.
• Eliminate the labeling requirement for targeted mailings but continue to prohibit targeted mailings that are misleading, involve coercion, duress or harassment, or that involve a target of the solicitation who has made known to the lawyer a desire not to be solicited.

III. Discussion of the Proposed Amendments

A. Rule 7.1: Communications Concerning a Lawyer’s Services

Rule 7.1 remains unchanged; however, additional guidance is inserted in Comment [2] to explain that truthful information may be misleading if consumers are led to believe that they must act when, in fact, no action is required. New Comment [3] provides that communications that contain information about a lawyer’s fee must also include information about the client’s responsibility for costs to avoid being labeled as a misleading communication.

In Comment [4], SCEPR recommends replacing “advertising” with “communication” to make the Comment consistent with the title and scope of the Rule. SCEPR expands the guidance in Comment [4] by explaining that an “unsubstantiated claim” may also be misleading. SCEPR also recommends in Comment [5] that lawyers review Rule 8.4(c) for additional guidance.

Comments [6] through [9] have been added by incorporating the black letter concepts from current Rule 7.5. Current Rule 7.5(a) restates and incorporates Rule 7.1, and then provides examples of misleading statements. SCEPR has concluded that Rule 7.1, with the guidance of new Comments [6] through [9], better addresses the issues.

B. Rule 7.2: Communications Concerning a Lawyer’s Services: Specific Rules
Specific Advertising Rules: Specific rules for advertising are consolidated in Rule 7.2, similar to the current structure of Rule 1.8, which provides for specific conflict situations.

SCEPR recommends amendments to Rule 7.2(a) parallel to its recommendations for changes to Comments to Rule 7.1, specifically replacing the term “advertising” with “communication” and replacing the identification of specific methods of communication with a general statement that any media may be used.

Gifts for Recommendations: Rule 7.2(b) continues the existing prohibition against giving “anything of value” to someone for recommending a lawyer. New subparagraph (b)(5), however, contains an exception to the general prohibition. This subparagraph permits lawyers to give a nominal gift to thank the person who recommended the lawyer to the client. The new provision states that such a nominal gift is permissible only where it is not expected or received as payment for the recommendation. The new words “compensate” and “promise” emphasize these limitations: the thank you gift cannot be promised in advance and must be no more than a token item, i.e. not “compensation.”

SCEPR’s amendments to Rule 7.2(b) allow lawyers to give something “of value” to employees or lawyers in the same firm. As to lawyers, this new language in Rule 7.2(b) simply reflects the common and legitimate practice of rewarding lawyers in the same firm for generating business. This is not a change; it is a clarification of existing rules. As to employees, SCEPR has concluded that lawyers ought to be permitted to give nominal gifts to non-lawyers, e.g. paralegals who may refer friends or family members to a firm, marketing personnel and others. Rule 5.4 continues to protect against any improper fee sharing. Rule 7.3 protects against solicitation by, for example, so-called “runners,” which are also prohibited by other rules, e.g. Rule 8.4(a).

SCEPR recommends deleting the second sentence Rule 7.2(b)(2) because it is redundant. Comment [6] has the same language.

Specialization: Provisions of Rule 7.4 regarding certification are moved to Rule 7.2(c) and Comments. SCEPR acknowledges suggestions offered by the Standing Committee on Specialization, which shaped revisions to Rule 7.4. Based on these and other recommendations, the prohibition against claiming certification as a specialist is moved to new subdivision (c) of Rule 7.2 as a specific requirement. Amendments also clarify which entities qualify to certify or accredit lawyers. The remaining provisions of Rule 7.4 are moved to Comments [9] through [11] of Rule 7.2. Finally, Comment [9] adds guidance on the circumstances under which a lawyer might properly claim specialization by adding the phrase “based on the lawyer’s experience, specialized training or education.”
Contact Information: In provision 7.2(d) [formerly subdivision (c)] the term “office address” is changed to “contact information” to address technological advances on how a lawyer may be contacted and how advertising information may be presented. Examples of contact information are added in new Comment [12]. All “communications” about a lawyer’s services must include the firm name (or lawyer’s name) and some contact information (street address, telephone number, email, or website address).

Changes to the Comments: Statements in Comments [1] and [3] justifying lawyer advertising are deleted. Advertising is constitutionally protected speech and needs no additional justification. These Comments provide no additional guidance to lawyers.

New Comment [2] explains that the term “recommendations” does not include directories or other group advertising in which lawyers are listed by practice area.

New language in Comment [3] clarifies that lawyers who advertise on television and radio may compensate “station employees or spokespersons” as reasonable costs for advertising. These costs are well in line with other ordinary costs associated with advertising that are listed in the Comment, i.e. “employees, agents and vendors who are engaged to provide marketing or client development services.”

New Comment [4] explains what is considered nominal, including ordinary social hospitality. It also clarifies that a gift may not be given based on an agreement to receive recommendations or to make future recommendations. These small and token gifts are not likely to result in the harms addressed by the rule: that recommendation sources might interfere with the independent professional judgment of the lawyer, interject themselves into the lawyer-client relationship, or engage in prohibited solicitation to gain more recommendations for which they might be paid.

Comment [6] continues to address lawyer referral services, which remain limited to qualified entities approved by an appropriate regulatory authority. Description of the ABA Model Supreme Court Rules Governing Lawyer Referral Services is omitted from Comment [6] as superfluous.

The last sentence in Comment [7] is deleted because it is identical to the second sentence in Comment [7] (“Legal services plans and lawyer referral services may communicate with the public, but such communication must be in conformity with these Rules.”) (Emphasis added.)

C. Rule 7.3: Solicitation of Clients

The black letter of the current Rules does not define “solicitation;” the definition is contained in Comment [1]. For clarity, a definition is added as new paragraph (a). The definition of solicitation is adapted from Virginia’s definition. A solicitation is:
a communication initiated by or on behalf of a lawyer or law firm that is directed to a specific person the lawyer knows or reasonably should know needs legal services in a particular matter and that offers to provide, or reasonably can be understood as offering to provide, legal services for that matter.

Paragraph (b) continues to prohibit direct, in-person solicitation for pecuniary gain, but clarifies that the prohibition applies solely to live person-to-person contact. Comment [2] provides examples of prohibited solicitation including in-person, face-to-face, telephone, and real-time visual or auditory person-to-person communication such as Skype or FaceTime or other face-to-face communications. Language added to Comment [2] clarifies that a prohibited solicitation does not include chat rooms, text messages, or any other written communications to which recipients would not feel undue pressure to respond.

The Rule no longer prohibits real-time electronic solicitation because real-time electronic communication includes texts and Tweets. These forms of communication are more like a written communication, which allows the reader to pause before responding and creates less pressure to immediately respond or to respond at all, unlike a direct interpersonal encounter.

Exceptions to live person-to-person solicitation are slightly broadened in Rule 7.3(b)(2). Persons with whom a lawyer has a business relationship—in addition to or separate from a professional relationship—may be solicited because the potential for overreaching by the lawyer is reduced.

Exceptions to prohibited live person-to-person solicitation are slightly broadened in Rule 7.3(b)(3) to include “experienced users of the type of legal services involved for business matters.” Similarly, Comment [5] to Rule 7.3 is amended to explain that the potential for overreaching, which justifies the prohibition against in-person solicitation, is unlikely to occur when the solicitation is directed toward experienced users of the legal services in a business matter.

The amendments retain Rule 7.3(c)(1) and (2), which prohibit solicitation of any kind when a target has made known his or her desire not to be solicited, or the solicitation involves coercion, duress, or harassment. These restrictions apply to both live in-person and written solicitations. Comment [6] identifies examples of persons who may be most vulnerable to coercion or duress, such as the elderly, those whose first language is not English, or the disabled.

After much discussion, SCEPR is recommending deletion of the requirement that targeted written solicitations be marked as “advertising material.” Agreeing with the recommendation of the Standing Committee on Professionalism and the Standing
Committee on Professional Discipline’s suggestion to review both Oregon’s rules and Washington State’s proposed rules, which do not require such labeling, SCEPR has concluded that the requirement is no longer necessary to protect the public. Consumers have become accustomed to receiving advertising material via many methods of paper and electronic delivery. Advertising materials are unlikely to mislead consumers due to the nature of the communications. SCEPR was presented with no evidence that consumers are harmed by receiving unmarked mail solicitations from lawyers, even if the solicitations are opened by consumers. If the solicitation itself or its contents are misleading, that harm can and will be addressed by Rule 7.1’s prohibition against false and misleading advertising.

The statement that the rules do not prohibit communications about legal services authorized by law or by court order is moved from Comment [4] of Rule 7.2 to new paragraph (d) of Rule 7.3.

Amendments were made to Rule 7.3(e) to make the prohibition language consistent with the solicitation prohibition and to reflect the reality that prepaid and group legal service plans enroll members and sell subscriptions to wide range of groups. They do not engage in solicitation as defined by the Rules.

New Comment [8] to Rule 7.3 adds class action notices as an example of a communication that is authorized by law or court order.

IV. SCEPR’s Process and Timetable

The amendments were developed during two years of intensive study by SCEPR, after SCEPR received a proposal from the Association of Professional Responsibility Lawyers (APRL) in 2016.5 Throughout, SCEPR’s process has been transparent, open, and welcoming of comments, suggestions, revisions, and discussion from all quarters of the ABA and the profession. SCEPR’s work included the formation of a broad-based working group, posting drafts for comment on the website of the Center for Professional Responsibility, holding public forums at the Midyear Meetings in February 2017 and February 2018, conducting a webinar in March 2018, and engaging in extensive outreach seeking participation and feedback from ABA and state entities and individuals.6

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5 APRL's April 26, 2016 Supplemental Report can be accessed here: https://www.americanbar.org/content/dam/aba/administrative/professional_responsibility/aprl_april_26_2016%20report.authcheckdam.pdf.
6 Written comments were received through the CPR website. SCEPR studied them all. Those comments are available here:
A. Development of Proposals by the Association of Professional Responsibility Lawyers (APRL) – 2013 - 2016

In 2013, APRL created a Regulation of Lawyer Advertising Committee to analyze and study lawyer advertising rules. That committee studied the ABA Model Rules and various state approaches to regulating lawyer advertising and made recommendations aimed at bringing rationality and uniformity to the regulation of lawyer advertising and disciplinary enforcement. APRL’s committee consisted of former and current bar regulators, law school professors, authors of treatises on the law of lawyering, and lawyer-experts in the field of professional responsibility and legal ethics. Liaisons to the committee from the ABA Center for Professional Responsibility and the National Organization of Bar Counsel ("NOBC") provided valuable advice and comments.

The APRL committee obtained, with NOBC’s assistance, empirical data derived from a survey sent to bar regulators regarding the enforcement of current advertising rules. That committee received survey responses from 34 of 51 U.S. jurisdictions.

APRL’s 2014 survey of U.S. lawyer regulatory authorities showed:

- Complaints about lawyer advertising are rare;
- People who complain about lawyer advertising are predominantly other lawyers and not consumers;
- Most complaints are handled informally, even where there is a provable advertising rule violation;
- Few states engage in active monitoring of lawyer advertisements; and
- Many cases in which discipline has been imposed involve conduct that would constitute a violation of ABA Model Rule 8.4(c).

APRL issued reports in June 2015 and April 2016\(^7\) proposing amendments to Rules 7.1 through 7.5 to streamline the regulations while maintaining the enforceable standard of prohibiting false and misleading communications.

In September 2016 APRL requested that SCEPR consider its proposals for amendments to the Model Rules.

B. ABA Public Forum – February 2017

\(\text{\footnotesize \url{https://www.americanbar.org/groups/professional_responsibility/committees_commissions/ethicsandprofessionalresponsibility/mrpc_rule71_72_73_74_75/modelrule7_1_7_5comments.html}}\)

\(\text{\footnotesize \url{https://www.americanbar.org/groups/professional_responsibility/committees_commissions/ethicsandprofessionalresponsibility/mrpc_rule71_72_73_74_75.html}}\)
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.

On February 3, 2017 SCEPR hosted a public forum at the ABA 2017 Midyear Meeting to receive comments about the APRL proposals. More than a dozen speakers testified, and written comments were collected from almost 20 groups and individuals.  

C. Working Group Meetings and Reports – 2017

In January 2017, SCEPR’s then chair Myles Lynk appointed a working group to review the APRL proposals. The working group, chaired by SCEPR member Wendy Wen Yun Chang, included representatives from Center for Professional Responsibility (“CPR”) committees: Client Protection, Ethics and Professional Responsibility, Professional Discipline, Professionalism, and Specialization. Liaisons from the National Conference of Bar Presidents, the ABA Solo, Small Firm and General Practice Division, NOBC, and APRL were also appointed.

Chang provided SCEPR with two memoranda summarizing the various suggestions received for each advertising rule and, where applicable, identified recommendations from the working group.

D. SCEPR December 2017 Draft

After reviewing the Chang memoranda and other materials SCEPR drafted proposed amendments to Model Rules 7.1 through 7.5, and Model Rule 1.0 (terminology), which were presented to all ABA CPR Committees at the October 2017 Leadership Conference. SCEPR then further modified the proposed changes to the advertising rules based in part on the suggestions and comments of CPR Committees. In December 2017, SCEPR released for comment and circulated to ABA entities and outside groups a new Working Draft of proposed amendments to Model Rules 7.1-7.5.

E. ABA Public Forum – February 2018

In February 2018, the SCEPR hosted another public forum at the 2018 Midyear Meeting, to receive comments about the revised proposals. The proposed amendments were also posted on the ABA CPR website and circulated to state bar representatives,

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8 Written submissions to SCEPR are available at: https://www.americanbar.org/groups/professional_responsibility/committees_commissions/ethicsandprofessionalresponsibility/mrpc_rule71_72_73_74_75/modelrulenotice7_1_7_5/comments.html.

9 Speakers included George Clark, President of APRL; Mark Tuft, Chair, APRL Subcommittee on Advertising; Charlie Garcia and Will Hornsby, ABA Division for Legal Services; Bruce Johnson; Arthur Lachman; Karen Gould, Executive Director of the Virginia State Bar; Dan Lear, AVVO; Matthew Driggs; and Elijah Marchbanks.
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NOBC, and APRL. Thirteen speakers appeared. Twenty-seven written comments were submitted. SCEPR carefully considered all comments and further modified its proposals.10

On March 28, 2018, SCEPR presented a free webinar to introduce and explain the Committee’s revised recommendations. More than 100 people registered for the forum, and many favorable comments were received.11

V. The Background and History of Lawyer Advertising Rules Demonstrates Why the Proposed Rules are Timely and Necessary

A. 1908 – A Key Year in the Regulation of Lawyer Advertising

Prior to the ABA’s adoption of the Canons of Professional Ethics in 1908, legal advertising was virtually unregulated. The 1908 Canons changed this landscape; the Canons contained a total ban on attorney advertising. This prohibition stemmed partially from an explosion in the size of the legal profession that resulted in aggressive attorney advertising, which was thought to diminish ethical standards and undermine the public's perception of lawyers.12 This ban on attorney advertising remained for approximately six decades, until the Supreme Court’s decision in 1977 in Bates v. Arizona.13

B. Attorney Advertising in the 20th Century

10 All Comments can be found here: https://www.americanbar.org/groups/professional_responsibility/committees_commissions/ethicsandprofessionalresponsibility/mrpc_rule71_72_73_74_75/modelrule7_1_7_5comments.html. The full transcript of the Public Forum can be accessed here: https://www.americanbar.org/content/dam/aba/administrative/professional_responsibility/public_hearing_transcript_complete.authcheckdam.pdf.

11 An MP3 recording of the webinar can be accessed here: https://www.americanbar.org/content/dam/aba/multimedia/professional_responsibility/advertising_rules_webinar.authcheckdam.mp3. A PowerPoint of the webinar is also available: https://www.americanbar.org/content/dam/aba/administrative/professional_responsibility/webinar_advertising_powerpoint.authcheckdam.pdf.


Bates established that lawyer advertising is commercial speech and entitled to First Amendment protection. But the Court also said that a state could prohibit false, deceptive, or misleading ads, and that other regulation may be permissible.

Three years later, in Central Hudson, the Supreme Court explained that regulations on commercial speech must “directly advance the [legitimate] state interest involved” and “[i]f the governmental interest could be served as well by a more limited restriction . . . the excessive restrictions cannot survive.”

In the years that followed, the Supreme Court applied the Central Hudson test to strike down a number of regulations on attorney-advertising. The Court reviewed issues such as the failure to adhere to a state “laundry list” of permitted content in direct mail advertisements, a newspaper advertisement’s use of a picture of a Dalkon Shield intrauterine device in a state that prohibited all illustrations, and an attorney’s letterhead that included his board certification in violation of prohibition against referencing expertise. The court’s decisions in these cases reinforced the holding in Bates: a state may not constitutionally prohibit commercial speech unless the regulation advances a substantial state interest, and no less restrictive means exists to accomplish the state’s goal.

C. Solicitation

Unlike advertising, in-person solicitation is subject to heightened scrutiny. In Ohralik v. Ohio State Bar Ass’n, the Supreme Court upheld an Ohio regulation prohibiting lawyers from in-person solicitation for pecuniary gain. The Court declared: “[T]he State—or the Bar acting with state authorization—constitutionally may discipline a lawyer for soliciting clients in-person, for pecuniary gain, under circumstances likely to pose dangers that the State has a right to prevent.” The Court added: “It hardly need be said that the potential for overreaching is significantly greater when a lawyer, a professional trained in the art of persuasion, personally solicits an unsophisticated, injured, or distressed lay person.” The Court concluded that a prophylactic ban is constitutional given the virtual impossibility of regulating in-person solicitation.
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Ohralik’s blanket prohibition on in-person solicitation does not extend to targeted letters. The U.S. Supreme Court held in *Shapero v. Kentucky Bar Ass’n*, that a state may not prohibit a lawyer from sending truthful solicitation letters to persons identified as having legal problems. The Court concluded that targeted letters were comparable to print advertising, which can easily be ignored or discarded.

### D. Commercial Speech in the Digital Age

The *Bates*-era cases preceded the advent of the Internet and social media, which have revolutionized attorney advertising and client solicitation. Attorneys are posting, blogging, and Tweeting at minimal cost. Their presence on websites, Facebook, LinkedIn, Twitter, and blogs increases exponentially each year. Attorneys are reaching out to a public that has also become social media savvy.

More recent cases, while relying on the commercial speech doctrine, exemplify digital age facts. A 2010 case involves a law firm’s challenge to New York’s 2006 revised advertising rules, which prohibited the use of “the irrelevant attention-getting techniques unrelated to attorney competence, such as style and advertising gimmicks, puffery, wisps of smoke, blue electrical currents, and special effects, and... the use of nicknames, monikers, mottos, or trade names implying an ability to obtain results in a matter.” The U.S. Court of Appeals for the Second Circuit found New York’s regulation to be unconstitutional as a categorical ban on commercial speech. The speech was not likely to be misleading. The court noted that prohibiting *potentially misleading* commercial

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24 486 U.S. 466 (1988). *But see, Florida Bar v. Went For It, Inc.*, 515 U.S. 618 (1995). The Supreme Court has upheld (in a 5 to 4 decision) a Florida Bar rule banning targeted direct mail solicitation to personal injury accident victims or their families for 30 days. The court found that the timing and intrusive nature of the targeted letters was an invasion of privacy; and, when coupled with the negative public perception of the legal profession, the Florida rule imposing a 30 day “cooling off” period materially advanced a significant government interest. This decision, however, does not support a prophylactic ban on targeted letters, only a restriction as to their timing. *But see, Ficker v. Curran*, 119 F.3d 1150 (4th Cir. 1997), in which Maryland’s 30-day ban on direct mail in traffic and criminal defense cases was found unconstitutional, distinguishing *Went for It*, because criminal and traffic defendants need legal representation, time is of the essence, privacy concerns are different, and criminal defendants enjoy a 6th amendment right to counsel.

25 *Alexander v. Cahill*, 598 F.3d 79, 84-86 (2d Cir. 2010). The court commented, “Moreover, the sorts of gimmicks that this rule appears designed to reach—such as Alexander & Catalano’s wisps of smoke, blue electrical currents, and special effects—do not actually seem likely to mislead. It is true that Alexander and his partner are not giants towering above local buildings; they cannot run to a client’s house so quickly that they appear as blurs; and they do not actually provide legal assistance to space aliens. But given the prevalence of these and other kinds of special effects in advertising and entertainment, we cannot seriously believe—purely as a matter of ‘common sense’—that ordinary individuals are likely to be misled into thinking that these advertisements depict true characteristics. Indeed, some of these gimmicks, while seemingly irrelevant, may actually serve ‘important communicative functions: [they] attract [] the attention of the audience to the advertiser’s message, and [they] may also serve to impart information directly.’” (Citations omitted.).

26 *Alexander v. Cahill*, 598 F.3d 79, at 96.
speech might fail the Central Hudson test. The court concluded that even assuming that New York could justify its regulations under the first three prongs of the Central Hudson test, an absolute prohibition generally fails the prong requiring that the regulation be narrowly fashioned.

In 2011, the Fifth Circuit reached a similar conclusion, ruling that many of Louisiana's 2009 revised attorney advertising regulations contained absolute prohibitions on commercial speech, rendering the regulations unconstitutional due to a failure to comply with the least restrictive means test in Central Hudson. The Fifth Circuit applied the Central Hudson test to attorney advertising regulations. Although paying homage to a state’s substantial interest in ensuring the accuracy of information in the commercial marketplace and the ethical conduct of its licensed professionals, the Fifth Circuit relied on the Supreme Court’s decision in Zauderer to conclude that the dignity of attorney advertising does not fit within the substantial interest criteria.

The mere possibility that some members of the population might find advertising embarrassing or offensive cannot justify suppressing it. The same must hold true for advertising that some members of the bar might find beneath their dignity.

Florida also revised its attorney advertising rules in light of the digital age evolution of attorney advertising and the commercial speech doctrine. Nonetheless, some of Florida’s rules and related guidelines have failed constitutional challenges. For example, in Rubenstein v. Florida Bar the Eleventh Circuit declared Florida Bar’s prohibition on advertising of past results to be unconstitutional because the guidelines prohibited any such advertising on indoor and outdoor displays, television, or radio. The state’s underlying regulatory premise was that these “specific media . . . present too high a risk of being misleading.” This total ban on commercial speech again did not survive constitutional scrutiny.

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27 Id.
28 Id. Note that the court did uphold the moratorium provisions that prevent lawyers from contacting accident victims for a certain period of time.
29 Pub. Citizen, Inc. v. La. Attorney Disciplinary Bd., 632 F.3d 212, 229 (5th Cir. 2011). Note that the court did uphold the regulations that prohibited promising results, that prohibited use of monikers or trade names that implied a promise of success, and that required disclaimers on advertisements that portrayed scenes that were not actual or portrayed clients who were not actual clients. The court distinguished its holding from New York’s in Cahill by indicating that the Bar had produced evidence in the form of survey results that supported the requirement that the regulation materially advanced the government’s interest in protecting the public.
31 Id. at 220.
34 Id. at 1312.
Finally, in *Searcy v. Florida Bar*, a federal court enjoined The Florida Bar from enforcing its rule requiring an attorney to be board certified before advertising expertise in an area of law. The Searcy law firm challenged the regulation as a blanket prohibition on commercial speech, arguing board certification is not available in all areas of practice, including the firm’s primary mass torts area of expertise.

**VII. Conclusion**

Trends in the profession, the current needs of clients, new technology, increased competition, and the history and law of lawyer advertising all demonstrate that the current patchwork of complex and burdensome lawyer advertising rules is outdated for the 21st Century. SCEPR’s proposed amendments improve Model Rules 7.1 through 7.5 by responding to these developments. Once amended, the Rules will better serve the bar and the public by expanding opportunities for lawyers to use modern technology to advertise their services, increasing the public’s access to accurate information about the availability of legal services, continue the prohibition against the use of false and misleading communications, and protect the public by focusing the resources of regulators on truly harmful conduct. The House of Delegates should proudly adopt these amendments.

Respectfully submitted,

Barbara S. Gillers, Chair
Chair, Standing Committee on Ethics and Professional Responsibility
August, 2018

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GENERAL INFORMATION FORM

Submitting Entity: Standing Committee on Ethics and Professional Responsibility

Submitted By: Barbara S. Gillers, Chair

1. Summary of Resolution. The SCEPR recommends amendments to Model Rules 7.1 through 7.5 and their related Comments. These amendments:

- Streamline and simplify the rules while adhering to constitutional limitations on restricting commercial speech, protecting the public, and permitting lawyers to use new technologies to inform consumers accurately and efficiently about the availability of legal services.

- Combine the provisions on false and misleading communications into Rule 7.1 and its Comments. The black letter of Rule 7.1 remains unchanged. Provisions of Rule 7.5, which largely relate to misleading communications, are moved into Comments to Rule 7.1.

- Consolidate specific rules for advertising into Rule 7.2, change “office address” to “contact information” (to accommodate technological advances) and delete unrelated or superfluous provisions. Provisions of Rule 7.4 regarding certification are moved to Rule 7.2(c) and its Comments. Lawyer referral services remain limited to qualified entities approved by an appropriate regulatory authority.

- Add a new subparagraph to Rule 7.2(b) as an exception to the general provision against paying for recommendations. The new provision would permit only nominal “thank you” gifts and contains other restrictions.

- Define solicitation as “a communication initiated by or on behalf of a lawyer or law firm that is directed to a specific person the lawyer knows or reasonably should know needs legal services in a particular matter and that offers to provide, or reasonably can be understood as offering to provide, legal services for that matter.” Live person-to-person solicitation is prohibited. This includes in-person, face-to-face, telephone, and real-time visual or auditory person-to-person communication such as Skype or FaceTime.

- Broaden slightly the exceptions in Rule 7.3(b)(2) and (3) to permit live person-to-person solicitation of “experienced users of the type of legal services involved for business matters,” and of “persons with whom a lawyer has a business relationship”. Additional Comments offers guidance on the new terms.
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.

- Eliminate the requirement to label targeted mailings as “Advertising”, but prohibit targeted mailings that are misleading, involve coercion, duress, or harassment, or where the target of the solicitation has made known to the lawyer a desire not to be solicited.

2. Approval by Submitting Entity

The SCEPR approved this recommendation on April 11, 2018.

3. Has this or a similar Resolution been submitted to the House or Board previously?

Yes. All amendments to the ABA Model Rules of Professional Conduct must be approved by the House of Delegates.

4. What existing Association policies are relevant to this Resolution and how would they be affected by its adoption?

Adoption of this resolution would result in amendments to the ABA Model Rules of Professional Conduct. Goal II of the Association—to improve our profession by promoting ethical conduct—would be advanced by the adoption of this resolution.

5. If this is a late Report, what urgency exists which requires action at this meeting of the House?

N/A


N/A

7. Brief explanation regarding plans for implementation of the policy, if adopted by the House of Delegates.

The Center for Professional Responsibility will publish amendments to the ABA Model Rules of Professional Conduct and Comments. The Policy Implementation Committee of the Center for Professional Responsibility has in place the procedures and infrastructure to successfully implement any policies that are adopted by the House of Delegates.

8. Cost to the Association (both indirect and direct costs):

None.

9. Disclosure of interest:
N/A.

10. Referrals.

In February 2017, SCEPR hosted a public forum when it received from the Association of Professional Responsibility Lawyers (APRL) a proposal to amend the lawyer advertising rules. Invitations to attend and comment were extended to ABA entities including:

- Bar Activities and Services
- Client Protection
- Delivery of Legal Services
- Election Law
- Group and Prepaid Legal Services
- Lawyers Referral and Information Services
- Lawyers’ Professional Liability
- Legal Aid and Indigent Defendants
- Pro Bono and Public Service
- Professional Discipline
- Professionalism
- Public Education
- Specialization
- Technology and Information Services
- Bioethics and the Law
- Commission on Disability Rights
- Commission on Domestic and Sexual Violence
- Hispanic Legal Rights and Responsibilities
- Commission on Homelessness and Poverty
- Commission on Immigration
- Commission on Law and Aging
- Commission on Lawyer Assistance Programs
- Center for Racial and Ethnic Diversity
- Commission on Sexual Orientation and Gender Identity
- Commission on Women in the Profession
- Administrative Law and Regulatory Practice
- Antitrust Law
- Business Law Section
- Civil Rights and Social Justice
- Criminal Justice Section
- Section of Dispute Resolution
- Section of Environment, Energy and Resources
- Section of Family Law
- Government and Public Sector Lawyers Division
- Health Law Section
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Infrastructure and Regulated Industries Section
Intellectual Property Law
Section of International Law
Judicial Division
Labor and Employment Law
Law Practice Division
Law Student Division
Section of Litigation
Section of Public Contract Law
Real Property, Trust and Estate Law
Science and Technology Law
State and Local Govt. Law
Section of Taxation
TTIPS
YLD
Forum on Communications Law
Forum on Construction Law
Forum on Entertainment and Sports Industries
Franchising
Solo Small Firm GP

In December 2017, SCEPR released a Working Draft of its proposal to amend the Model Rules regulating lawyer advertising. Information released also included instructions on how to comment in writing and about the February 2018 public forum the Committee was to host. This was emailed to the state bar associations, state disciplinary agencies and the ethics committees of the following ABA entities:

Antitrust Law
Business Law
Criminal Justice
Dispute Resolution
Environment, Energy and Resources
Family Law
Government and Public Sector Lawyers Division
Health Law
Intellectual Property
International Law
Judicial Division
Labor and Employment Law
Law Practice Division
Litigation
Real Property, Trust and Estate Law
Senior Lawyers
SCEPR also made its work available to the press and the public. Many news articles about its work appeared in the Lawyers' Manual on Professional Conduct, the ABA Journal, and other legal news outlets.

In February 2018, SCEPR hosted a Public Forum at the Midyear Meeting in Vancouver. More than 50 people attended, many spoke, and many written comments were received. A transcript of the proceedings and all the Comments were posted on the Committee's website.

In March 2018, SCEPR hosted a free webinar on the revisions it made to its proposal to amend the Model Rules. Information was emailed to members of the ABA House of Delegates, state bars, state regulators, and other groups.

11. Contact Name and Address Information. (Prior to the meeting contact person information.)

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12. Contact Name and Address Information. (Who will present the report to the House? Please include name, address, telephone number, cell phone number and e-mail address.)

Barbara S. Gillers, Chair, Standing Committee on Ethics and Professional Responsibility
New York University School of Law
40 Washington Square South, Room 422
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1. Summary of Resolution.

The Resolution proposes changes to Model Rules 7.1 through 7.5, known as the lawyer advertising rules. The changes highlight the American Bar Association's long-standing leadership in promulgating rules for the professional conduct of lawyers generally, and in the rules governing lawyer advertising in particular.

A dizzying number of state variations in the rules governing lawyer advertising exist. There are vast departures from the Model Rules and numerous differences between jurisdictions. These differences cause compliance confusion among intra-state and interstate lawyers and firms, time-consuming and expensive litigation, and enforcement uncertainties for bar regulators. At the same time, changes in the law on commercial speech, trends in the profession including increased cross-border practice and intensified competition from inside and outside the profession, and technological advances demand greater uniformity, more simplification, and focused enforcement.

As amended the rules will provide lawyers and regulators nationwide with models that protect clients from false and misleading advertising, free lawyers to use expanding and innovative technologies for advertising, and enable bar regulators to focus on truly harmful conduct. The amended rules will also increase consumer access to accurate information about the availability of legal services and, thereby, expand access to legal services.

2. Summary of the issues which the Resolution addresses.

The Resolution addresses at least five issues. First, the Resolution addresses the overwhelming variation in the rules governing lawyer advertising by promoting simplified, targeted, and more uniform regulation in this area. Second, the Resolution addresses changes in the profession resulting from increased competition from inside and outside the profession and from increased cross-border practice. Lawyers who serve clients across jurisdictions and clients who need service across jurisdictions will benefit from the proposed changes. Third, the Resolution frees bar regulators to focus on truly harmful conduct: advertising that is misleading, harassing, and coercive. Fourth, the Resolution will increase access to legal services by freeing lawyers and clients to connect via ever-expanding technologies. Finally, the Resolution responds to developments in First Amendment law governing commercial speech and antitrust concerns.

3. An explanation of how the proposed policy position will address the issue.
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.

At least three policies inform the Resolution. First, lawyers and clients should be free to use advancing technology to provide the public with greater access to legal services. Second, lawyer advertising rules should focus on truly harmful conduct: false, deceptive, and misleading statements, harassment, coercion, and invasions of privacy, freeing lawyers of unnecessary restrictions. Finally, bar regulators should be able to concentrate their limited enforcement resources on truly harmful conduct.

4. A summary of any minority views or opposition internal and/or external to the ABA which have been identified.

Minority opposition has been received from two state bar associations: the Illinois State Bar Association and the New Jersey State Bar Association. There was also opposition, but only on two amendments, from the Connecticut Bar Association Standing Committee on Professional Ethics (the “Connecticut Ethics Committee”). The two amendments opposed by the Connecticut Ethics Committee are: (i) eliminating the labeling requirement and (ii) permitting nominal gifts for recommendations.

That said, proposals to change the Model Rules of Professional Conduct typically generate diverse comments rooted in dissimilar philosophical and drafting approaches. The comments received by SCEPR throughout this process followed that pattern; they reflected divergent approaches toward lawyer advertising. Generally, however, the minority views fell into two categories.

One group of minority views argued that SCEPR’s proposals do not remove enough restrictions on lawyer communications with the public regarding legal services and the availability of legal services. In this group are states and individuals—within and outside the ABA—who argue that the Model Rules should prohibit only false or misleading communications.

The other group thought the opposite was true—that SCEPR’s proposals went too far in lifting regulatory constraints on lawyers. In this group are a handful of individuals and state bar associations that oppose, for example, (i) lifting limitations on communicating with experienced users of legal services in business matters, (ii) permitting nominal gifts for recommendations, and (iii) removing the labelling requirement on targeted mail. Some of these commenters also opposed the simple restructuring of current provisions on firm names and claims about specialization.

SCEPR considered all of these, as well as other comments. After significant study, debate, deliberation, and work, SCEPR concluded that its proposals represent the right mix of regulations to protect the public from false, misleading, and harassing conduct while freeing lawyers to use innovative technologies to communicate accurate information about the availability of legal services, enabling clients to find lawyers using those technologies, and focusing regulators on truly harmful conduct.
The views expressed herein have not been approved by the House of Delegates or the Board of Governors of the American Bar Association and, accordingly, should not be construed as representing the policy of the American Bar Association.
Scenarios and Projections
Projections

All key assumptions are conservative

Status Quo: The scenario based on ABA current performance (i.e., nothing changes)

Total addressable market (TAM): Stays flat over next 5 years

Churn: ABA historical rates

New member acquisition: Achieve 35% of the survey projections over the course of 5 years, at rate of 10-20-30-30-10

Additional entity dues revenue: Achieve 35% of the survey projections of .4 additional entities at a price point of $50
## FY2017 through FY2019

<table>
<thead>
<tr>
<th></th>
<th>Actuals FY2017</th>
<th>Projected FY2018</th>
<th>Projected FY2019</th>
</tr>
</thead>
<tbody>
<tr>
<td>Combined Dues Revenue</td>
<td>$68,671,301</td>
<td>$66,500,000</td>
<td>$64,135,500</td>
</tr>
<tr>
<td>Dues Payers</td>
<td>194,448</td>
<td>187,000</td>
<td>181,390</td>
</tr>
</tbody>
</table>

FY2019 is our point of departure for running future projections

### Notes
- Rate of base dues revenue decline: 3.4%
- Rate of entity dues revenue decline: 4.3%
- Rate of dues payer decline: 3.0%
## Scenario 1: Status Quo (Do nothing)

<table>
<thead>
<tr>
<th></th>
<th>Year 1 FY2020</th>
<th>Year 2 FY2021</th>
<th>Year 3 FY2022</th>
<th>Year 4 FY2023</th>
<th>Year 5 FY2024</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Combined Dues Revenue</strong></td>
<td>$61,855,844</td>
<td>$59,657,954</td>
<td>$57,538,870</td>
<td>$55,495,734</td>
<td>$53,525,799</td>
</tr>
<tr>
<td><strong>Dues Payers</strong></td>
<td>175,948</td>
<td>170,670</td>
<td>165,550</td>
<td>160,583</td>
<td>155,766</td>
</tr>
</tbody>
</table>

**Notes**

- Rate of base dues revenue decline: 3.4%
- Rate of entity dues revenue decline: 4.3%
- Rate of dues payer decline: 3.0%
## Scenario 2: Proposed New Pricing

<table>
<thead>
<tr>
<th>Proposed</th>
<th>Year 1 FY2020</th>
<th>Year 2 FY2021</th>
<th>Year 3 FY2022</th>
<th>Year 4 FY2023</th>
<th>Year 5 FY2024</th>
</tr>
</thead>
<tbody>
<tr>
<td>Combined Dues Revenue</td>
<td>$43,432,084</td>
<td>$45,909,202</td>
<td>$50,491,407</td>
<td>$55,098,188</td>
<td>$55,511,753</td>
</tr>
<tr>
<td>Dues Payers</td>
<td>182,786</td>
<td>203,426</td>
<td>236,798</td>
<td>267,952</td>
<td>268,812</td>
</tr>
</tbody>
</table>

## Notes

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>% of Historical Churn:</td>
<td>100%</td>
</tr>
<tr>
<td>Acquisition % of Survey:</td>
<td>35%</td>
</tr>
<tr>
<td>5-year Rate of Distribution:</td>
<td>10-20-30-30-10</td>
</tr>
<tr>
<td>Price of Additional Section:</td>
<td>$50.00</td>
</tr>
</tbody>
</table>
## Projections

### Comparison

#### Combined Dues Revenue:

<table>
<thead>
<tr>
<th>Year</th>
<th>FY2020</th>
<th>FY2021</th>
<th>FY2022</th>
<th>FY2023</th>
<th>FY2024</th>
<th>5 Year Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Status Quo</td>
<td>$61,855,844</td>
<td>$59,657,954</td>
<td>$57,538,870</td>
<td>$55,495,734</td>
<td>$53,525,799</td>
<td>$288,074,201</td>
</tr>
<tr>
<td>Proposed</td>
<td>$43,432,084</td>
<td>$45,909,202</td>
<td>$50,491,407</td>
<td>$55,098,188</td>
<td>$55,511,753</td>
<td>$250,442,635</td>
</tr>
</tbody>
</table>

| Difference | -$18,423,760 | -$13,748,752 | -$7,047,463 | -$397,546   | $1,985,954  | -$37,631,566 |

#### Dues Payers:

<table>
<thead>
<tr>
<th>Year</th>
<th>FY2020</th>
<th>FY2021</th>
<th>FY2022</th>
<th>FY2023</th>
<th>FY2024</th>
</tr>
</thead>
<tbody>
<tr>
<td>Status Quo</td>
<td>175,948</td>
<td>170,670</td>
<td>165,550</td>
<td>160,583</td>
<td>155,766</td>
</tr>
<tr>
<td>Proposed</td>
<td>182,786</td>
<td>203,426</td>
<td>236,798</td>
<td>267,952</td>
<td>268,812</td>
</tr>
</tbody>
</table>

| Difference | +6,838      | +32,756     | +71,248     | +107,369    | +113,046    |
MEMO

To: Mary L. Smith, Secretary
American Bar Association

From: Tracy A. Giles, Chair Standing Committee on Membership
Kelly-Ann F. Clarke
Lynn Fontaine Newsome
Rana H. Salti
Eugene G. Beckham
William t. Garcia
Suzanne E. Gilbert
Rew R. Goodenow
David Joseph Scriven-Young

Date: March 9, 2018

Amendment to Article 2 of the Association’s Bylaws – Definitions and General Provisions.

As ABA members, we respectfully request that Article 2.1 of the Association’s Bylaws be amended to change the definitions of “Small Firm Practitioners” and “Solo Firm Practitioners” from 2-5 lawyers to 2-10 lawyers.

The current Bylaw reads:

§2.1 Definitions. In this Constitution, the Bylaws, and any rules of the House of Delegates the term: The designation, jurisdiction, and special tenures of standing committees are as follows:

§2.1(m) "Small Firm Practitioner” means a lawyer in private practice in a firm of 2-5 lawyers.

§2.1(o) “Solo and Small Firm Practitioners” collectively means those lawyers in private practice who are in firms of less than six lawyers.

The proposed amendments in legislative format are:

§2.1(m) "Small Firm Practitioner” means a lawyer in private practice in a firm of 2-5 2-10 lawyers.
§2.1(o) “Solo and Small Firm Practitioners” collectively means those lawyers in private practice who are in firms of less than six ten lawyers.

The clean version of the proposed amendments is:

§2.1(m) "Small Firm Practitioner” means a lawyer in private practice in a firm of 2-10 lawyers.

§2.1(o) “Solo and Small Firm Practitioners” collectively means those lawyers in private practice who are in firms of less than ten lawyers.

**Amendment to Article 3 of the Association’s Bylaws – Membership**

As ABA members, we respectfully request that Article 3.4 of the Association’s Bylaws be amended to change the name of the “Associates” membership class to “Affiliated Professionals”.

The current Bylaw reads:

§3.4 Associates. Nothing in this Article prevents the establishment by bylaws of classes of associates composed of nonmembers with whom affiliation is considered to be in the interest of the Association.

The proposed amendments in legislative format is:

§3.4 Associates Affiliated Professionals. Nothing in this Article prevents the establishment by bylaws of the class of associates affiliated professionals composed of nonmembers with whom affiliation is considered to be in the interest of the Association.

The clean version of the proposed amendments is:

§3.4 Affiliated Professionals. Nothing in this Article prevents the establishment by bylaws of the class of affiliated professionals composed of nonmembers with whom affiliation is considered to be in the interest of the Association.

As ABA members, we respectfully request that a new Article 3.5 be added to the Association’s Constitution as follows:

§3.5 International Lawyer. Any person of good moral character in good standing at the bar of the legal profession of another country who is admitted to practice law but is not admitted to the bar of any state, territory, tribal nation, or possession of the United States. An international Lawyer member shall have the same rights and privileges as Member except as follows:

---

2
(a) may not participate in electing a Delegate-at-large
(b) may not participate in nominating a member of the Board or an officer of the Association, and may not serve as an officer of the Association;
(c) may not vote in Association-wide elections other than while serving as a delegate in the House; and
(d) may not sign a petition for a vote in an Association referendum.

The clean version of the proposed amendments is:

§3.5 International Lawyer. Any person of good moral character in good standing at the bar of the legal profession of another country who is admitted to practice law but is not admitted to the bar of any state, territory, tribal nation, or possession of the United States. An international Lawyer member shall have the same rights and privileges as Member except as follows:

(a) may not participate in electing a Delegate-at-large
(b) may not participate in nominating a member of the Board or an officer of the Association, and may not serve as an officer of the Association;
(c) may not vote in Association-wide elections other than while serving as a delegate in the House; and
(d) may not sign a petition for a vote in an Association referendum.

Amendment to Article 6 of the Association’s Bylaws The House of Delegates

As ABA members, we respectfully request that Article 6.6 of the Association’s Bylaws be amended to change “Non-U.S. Lawyer Associates” to “International Lawyer”.

The current Bylaw reads:

§6.6 Section Delegates. Each section shall be entitled to a minimum of two delegates. A section with more than 20,000 members and Non-U.S. Lawyer Associates, shall elect from its membership one additional delegate to the House. A section with more than 45,000 members and Non-U.S. Lawyer Associates shall elect from its membership one additional delegate. All terms shall be staggered and in each succeeding third year each position shall then be elected for a term of three Association years. The term of a Section Delegate is three Association years, beginning with the adjournment of the annual meeting during which elected. A Section Delegate elected as an officer or member of the Board of Governors ceases to be a Section Delegate at the beginning of the term as officer or governor. If a vacancy occurs, the council of the section shall select a successor for the unexpired term. This section does not apply to divisions.

The proposed amendments in legislative format is:
§6.6 Section Delegates. Each section shall be entitled to a minimum of two delegates. A section with more than 20,000 members and Non-U.S. Lawyer Associates International Lawyer members, shall elect from its membership one additional delegate to the House. A section with more than 45,000 members and Non-U.S. Lawyer Associates International Lawyer members, shall elect from its membership one additional delegate. All terms shall be staggered and in each succeeding third year each position shall then be elected for a term of three Association years. The term of a Section Delegate is three Association years, beginning with the adjournment of the annual meeting during which elected. A Section Delegate elected as an officer or member of the Board of Governors ceases to be a Section Delegate at the beginning of the term as officer or governor. If a vacancy occurs, the council of the section shall select a successor for the unexpired term. This section does not apply to divisions.

The clean version of the proposed amendments is:

§6.6 Section Delegates. Each section shall be entitled to a minimum of two delegates. A section with more than 20,000 members and International Lawyer members, shall elect from its membership one additional delegate to the House. A section with more than 45,000 members and International Lawyer members, shall elect from its membership one additional delegate. All terms shall be staggered and in each succeeding third year each position shall then be elected for a term of three Association years. The term of a Section Delegate is three Association years, beginning with the adjournment of the annual meeting during which elected. A Section Delegate elected as an officer or member of the Board of Governors ceases to be a Section Delegate at the beginning of the term as officer or governor. If a vacancy occurs, the council of the section shall select a successor for the unexpired term. This section does not apply to divisions.

Amendment to Article 21 of the Association’s Bylaws – Members and Associates.

As ABA members, we respectfully request that Article 21 of the Association’s Bylaws be amended to change “Associates” to “Affiliated Professionals”.

The current Bylaw reads:

Article 21 of the Association’s Bylaws – Members and Associates

The proposed amendments in legislative format is:

Article 21 of the Association’s Bylaws – Members and Associates Affiliated Professionals.
The clean version of the proposed amendments is:

Article 21 of the Association’s Bylaws – Members and Affiliated Professionals.

As ABA members, we respectfully request that the existing Article 21.3 be replaced with a new membership category “Retired Members”

The current Bylaw reads:

§21.3 Life Members. A person who has been a member and paid the equivalent of senior dues for at least 10 years may become a life member upon written notice to the Treasurer and payment of the fee for life membership prescribed by the House of Delegates. Such a member has all the privileges of membership. Life membership fees shall be invested by the Treasurer and the income from the money so invested shall be used for the general purposes of the Association.

The proposed amendments in legislative format is:

§21.3 A person who has been a member and paid the equivalent of senior dues for the last 10 years may become a life member upon written notice to the Treasurer and payment of the fee for life membership prescribed by the House of Delegates. Such a member has all the privileges of membership. Life membership fees shall be invested by the Treasurer and the income from the money so invested shall be used for the general purposes of the Association.

Retired Members. Lawyers who have voluntarily placed their law license on inactive, retired, or other such similar status indicating the intent to no longer practice law or serve as a judicial officer in all jurisdictions in which they are licensed, may retain the privileges of membership upon payment of the annual dues for Retired Members prescribed by the Board of Governors unless the lawyers have voluntarily resigned or deactivated their licenses under a criminal charge or conviction, or charge of sanction from the disciplinary authority.

The clean version of the proposed amendments is:

§21.3 Retired Members. Lawyers who have voluntarily placed their law license on inactive, retired, or other such similar status indicating the intent to no longer practice law or serve as a judicial officer in all jurisdictions in which they are licensed, may retain the privileges of membership upon payment of the annual dues for Retired Members prescribed by the Board of Governors unless the lawyers have voluntarily resigned or deactivated their licenses under a criminal charge or conviction, or charge of sanction from the disciplinary authority.
As ABA members, we respectfully request that the existing Article 21.4 be amended to allow the Board to establish the dues rate for “Sustaining Members” (category that we do not currently use).

The current Bylaw reads:

§21.4 Sustaining Members. A member may become a sustaining member upon payment of the annual dues for sustaining membership prescribed by the House of Delegates. If eligible, a sustaining member may revert to another membership classification.

The proposed amendments in legislative format is:

§21.4 Sustaining Members. A member may become a sustaining member upon payment of the annual dues for sustaining membership prescribed by the Board of Governors, which shall be in an amount greater than the highest rate adopted by the House of Delegates. If eligible, a sustaining member may revert to another membership classification.

The clean version of the proposed amendments is:

§21.4 Sustaining Members. A member may become a sustaining member upon payment of the annual dues for sustaining membership prescribed by the Board of Governors, which shall be in an amount greater than the highest rate adopted by the House of Delegates. If eligible, a sustaining member may revert to another membership classification.

As ABA members, we respectfully request that the existing Article 21.6 be amended for clarification and uniformity.

The current Bylaw reads:

§21.6 Special Members. (1) If a person who has reached age 75 and has been a member of the Association for at least 25 years so requests, that person shall retain the privileges of membership but need only pay 50% of the highest dues rate.

(2) Provided, however, that (i) if a person who reached age 70 prior to September 1, 2004, and has been a member of the Association for 25 years so requests, that person shall retain the privileges of membership but need not pay any Association dues; or (ii) if a person who has reached age 70 prior to September 1, 2006, but after August 31, 2004, and has been a member of the Association for 25 years so requests, that person shall retain the privileges of membership but need only pay 50% of the highest dues rate.

The proposed amendments in legislative format is:
§21.6 Special Members. (1) If a person who has reached age 75 and has been a member of the Association for at least 25 years so requests, that person shall retain the privileges of membership but need only pay 50% of the highest dues rate an amount prescribed by the Board of Governors, which shall be in an amount less than the highest rate adopted by the House of Delegates.

(2) Provided, however, that (i) if a person who reached age 70 prior to September 1, 2004, and has been a member of the Association for 25 years so requests, that person shall retain the privileges of membership but need only pay any Association dues; or (ii) if a person who has reached age 70 prior to September 1, 2006, but after August 31, 2004, and has been a member of the Association for 25 years so requests, that person shall retain the privileges of membership but need only pay 50% of the highest dues rate an amount prescribed by the Board of Governors, which shall be in an amount less than the highest rate adopted by the House of Delegates.

The clean version of the proposed amendments is:

§21.6 Special Members. (a) If a person who has reached age 75 and has been a member of the Association for at least 25 years so requests, that person shall retain the privileges of membership but need only pay an amount prescribed by the Board of Governors.

(2) (b) Provided, however, that (i) if a person who reached age 70 prior to September 1, 2004, and has been a member of the Association for 25 years so requests, that person shall retain the privileges of membership but need only pay any Association dues; or (ii) if a person who has reached age 70 prior to September 1, 2006, but after August 31, 2004, and has been a member of the Association for 25 years so requests, that person shall retain the privileges of membership but need only pay an amount prescribed by the Board of Governors.

As ABA members, we respectfully request that the existing Article 21.7 to make changes to the “Student” definition to include the “Student Associate” category into the new “Student” category.

The current Bylaw reads:

§21.7 Student Members. Law Student and Law School Graduate Members. (a) A law student who is otherwise ineligible for Association membership may apply for law student membership under rules prescribed by the Board of Governors in consultation with the Council of the Section of Legal Education and Admissions to the Bar and the Law Student Division. Dues for law student members must be paid as prescribed by the Board of Governors.

(b) A law school graduate who is otherwise ineligible for Association membership because that person has not yet been admitted to the bar of a state, territory or possession may apply for law school graduate membership under rules prescribed by the Board of Governors in consultation with the Council of the Section of Legal Education and Admissions to the Bar and the Law Student Division. Dues for law school graduate members must be paid as prescribed by the Board of Governors.

(c) Both law student members and law school graduate members:
1. may not participate in electing a State Delegate or a Delegate-at-Large
2. may not participate in nominating a member of the Board or an officer of the Association, and may not serve as an officer of the Association;
3. may not vote in Association elections other than while serving as a delegate in the House;
4. may not sign a petition for or vote in an Association referendum; and
5. may participate in other activities of the Association as authorized by the House.

The proposed amendments in legislative format is:

§21.7 Student Members. Law Student and Law School Graduate Members. (a) A law student who is otherwise ineligible for Association membership may apply for law student membership under rules prescribed by the Board of Governors in consultation with the Council of the Section of Legal Education and Admissions to the Bar and the Law Student Division. Dues for law student members must be paid as prescribed by the Board of Governors. (b) A law school graduate who is otherwise ineligible for Association membership because that person has not yet been admitted to the bar of a state, territory or possession may apply for law school graduate membership under rules prescribed by the Board of Governors in consultation with the Council of the Section of Legal Education and Admissions to the Bar and the Law Student Division. Dues for law school graduate members must be paid as prescribed by the Board of Governors. (c) A student enrolled in college or university level educational studies and has an interest in the work of the American Bar Association.

(d) Both law student members and law school graduate All student members:
1. may not participate in electing a State Delegate or a Delegate-at-Large
2. may not participate in nominating a member of the Board or an officer of the Association, and may not serve as an officer of the Association;
3. may not vote in Association elections other than while serving as a delegate in the House;
4. may not sign a petition for or vote in an Association referendum; and
5. may participate in other activities of the Association as authorized by the House.

(e) Dues for Student Members must be paid as prescribed by the Board of Governors.
The clean version of the proposed amendments is:

§21.7 Student Members. (a) A law student who is otherwise ineligible for Association membership may apply for law student membership under rules prescribed by the Board of Governors. (b) A law school graduate who is otherwise ineligible for Association membership because that person has not yet been admitted to the bar of a state, territory or possession may apply for law school graduate membership under rules prescribed by the Board of Governors in consultation with the Council of the Section of Legal Education and Admissions to the Bar and the Law Student Division. Dues for law school graduate members must be paid as prescribed by the Board of Governors. (c) A student enrolled in college or university level educational studies and has an interest in the work of the American Bar Association.

(d) All student members:

1. may not participate in electing a State Delegate or a Delegate-at-Large
2. may not participate in nominating a member of the Board or an officer of the Association, and may not serve as an officer of the Association;
3. may not vote in Association elections other than while serving as a delegate in the House;
4. may not sign a petition for or vote in an Association referendum; and
5. may participate in other activities of the Association as authorized by the House.

(e) Dues for Student Members must be paid as prescribed by the Board of Governors.

As ABA members, we respectfully request that the existing Article 21.8 to clarify that the Board may authorize adjustments in dues to reflect changes in the Cost of Living Index.

The current Bylaw reads:

§21.8 Scale of Dues. Except as otherwise provided, a member of the Association must pay dues in the amount prescribed by the House of Delegates and in the manner prescribed by the Board of Governors. Dues include the member’s annual subscription to the American Bar Association Journal in an amount set by the Board. In special circumstance, the Board may waive payment of a member’s dues.

The proposed amendment in legislative format is:
§21.8 Scale of Dues. (a) Except as otherwise provided, a member of the Association must pay dues in the amount prescribed by the House of Delegates and in the manner prescribed by the Board of Governors. Dues include the member’s annual subscription to the American Bar Association Journal in an amount set by the Board. In special circumstance, the Board may waive payment of a member’s dues.

(b) After the fiscal year ending August 31, 2023, the Board of Governors may modify dues in an amount not to exceed the change in the Cost of Living. A change in the Cost of Living means the product, subject to the rounding up to the nearest dollar, of (a) the annual increase in the cost of living as reported by the Bureau of Labor Statistics for the preceding December times (b) the dues for the preceding fiscal year. The House of Delegates may override any such modification by a two-third vote.

The clean version of the proposed amendments is:

§21.8 Scale of Dues. (a) Except as otherwise provided, a member of the Association must pay dues in the amount prescribed by the House of Delegates and in the manner prescribed by the Board of Governors. Dues include the member’s annual subscription to the American Bar Association Journal in an amount set by the Board. In special circumstance, the Board may waive payment of a member’s dues.

(b) After the fiscal year ending August 31, 2023, the Board of Governors may modify dues in an amount not to exceed the change in the Cost of Living. A change in the Cost of Living means the product, subject to the rounding up to the nearest dollar, of (a) the annual increase in the cost of living as reported by the Bureau of Labor Statistics for the preceding December times (b) the dues for the preceding fiscal year. The House of Delegates may override any such modification by a two-third vote.

As ABA members, we respectfully request that the existing Article 21.11 to amend the “Associates” membership to reflect various changes to the name, International Associates, and Student Associates.

The current Bylaw reads:

§21.11 Associates. Persons who are ineligible to be members or Law Student members of the Association may qualify as associates if they are in one of the following classifications, have never been disbarred or suspended from the practice of law in any jurisdiction, are of good moral character, and satisfy such further eligibility requirements as may be approved by the Board:
(a) General Associates. Individuals who are not admitted to practice law in any jurisdiction, but have an interest in the work of the American Bar Association.

(b) Non-U.S. Lawyer Associates. Members of the legal profession of another country who are admitted to practice law but are not admitted to the bar of any state, territory, or possession of the United States.

(c) Student Associates. Individuals enrolled in college or university level post secondary educational studies and have an interest in the work of the American Bar Association.

The privileges and dues of associates shall be prescribed by the Board. However, they have no interest in the property of the Association and they may not vote, except as authorized by the House of Delegates.

The proposed amendment in legislative format is:

§21.11 Associates. **Affiliated Professional.** Persons who are ineligible to be members of the Association may qualify as an **Affiliated Professional member** associates if they are not admitted to practice law in any jurisdiction, but have an interest in the work of the American Bar Association, in one of the following classifications, have never been disbarred or suspended from the practice of law in any jurisdiction, are of good moral character, and satisfy such further eligibility requirements as may be approved by the Board:

(a) General Associates. Individuals who are not admitted to practice law in any jurisdiction, but have an interest in the work of the American Bar Association.

(b) Non-U.S. Lawyer Associates. Members of the legal profession of another country who are admitted to practice law but are not admitted to the bar of any state, territory, or possession of the United States.

(c) Student Associates. Individuals enrolled in college or university level post secondary educational studies and have an interest in the work of the American Bar Association.

The privileges and dues of **Affiliated Professionals** shall be prescribed by the Board. However, they have no interest in the property of the Association and they may not vote, except as authorized by the House of Delegates.

The clean version of the proposed amendments is:

§21.11 **Affiliated Professional.** Persons who are ineligible to be members of the Association may qualify as an **Affiliated Professional member** associates if they are not admitted to practice law in any jurisdiction, but have an interest in the work of the American Bar Association, have never been disbarred or suspended from the practice of law in any jurisdiction, are of good moral character, and satisfy such further eligibility requirements as may be approved by the Board:

The privileges and dues of **Affiliated Professionals** shall be prescribed by the Board. However, they have no interest in the property of the Association and they may not vote, except as authorized by the House of Delegates.
Amendment to Article 30 - Sections

As ABA members, we respectfully request that Article 30.5 be modified to make clear that each Section/Division/Forum has the authority to decide whether International Lawyer and Affiliated Professional members may serve on its Council or as a leader.

The current Bylaw reads:

§30.5 Officers and Council. A section shall have a chair. It may also have a chair-elect and such other officers as its bylaws may provide. It shall also have a council consisting of the officers and such other members as it bylaws may provide. Notwithstanding any provisions of this section, non-members may serve on the Council of the Section of Legal Education and Admissions to the Bar as its bylaws may provide, non-U.S lawyer associates may serve on the Council and in the leadership of the Section of International Law, the Section of Business Law, the Section of Litigation, the Section of Antitrust Law, the Section of Environment, Energy and Resources, and the Section of Labor and Employment Law as their respective bylaws may provide, and non-U.S. lawyer associates may serve on the Council of the Law Practice Division as its bylaws may provide, and associate members may serve on the Council and in the leadership of the Section of Dispute Resolution as its bylaws may provide.

The proposed amendment in legislative format is:

§30.5 Officers and Council. A section shall have a chair. It may also have a chair-elect and such other officers as its bylaws may provide. It shall also have a council consisting of the officers and such other members as it bylaws may provide. Notwithstanding any provisions of this section, non-members may serve on the Council of the Section of Legal Education and Admissions to the Bar as its bylaws may provide, non-U.S lawyer associates may serve on the Council and in the leadership of the Section of International Law, the Section of Business Law, the Section of Litigation, the Section of Antitrust Law, the Section of Environment, Energy and Resources, and the Section of Labor and Employment Law as their respective bylaws may provide, and non-U.S. lawyer associates may serve on the Council of the Law Practice Division as its bylaws may provide. International Lawyers and Affiliated Professionals may serve on the Council or as a section leader as its bylaws may provide.

The clean version of the proposed amendments is:

§30.5 Officers and Council. A section shall have a chair. It may also have a chair-elect and such other officers as its bylaws may provide. It shall also have a council consisting of the officers and such other members as it bylaws may provide. Notwithstanding any provisions of this section, non-members may serve on the Council of the Section of Legal Education and Admissions to the Bar as its bylaws may provide, International Lawyers
and Affiliated Professionals may serve on the Council or as a section leader as its bylaws may provide.

**Amendment to Article 32 of the Association’s Bylaws – Forums**

As ABA members, we respectfully request that the existing Article 32.1 be modified to make clear that each Forum has the authority to decide whether International Lawyer and Affiliated members may serve on its Council or as a leader.

The current Bylaw reads:

§32.1 Forums. (a) The House of Delegates may, by a majority vote, create a forum to carry out, in a specific field, a responsibility that is principally to educate its members in that field, is within the purposes of the Association, and is not otherwise served within the Association. The forum shall also investigate and study the matters within its responsibilities.
(b) During each Association year, a forum shall hold one or more educational meetings, open to any member of the Association.
(c) A forum is unlimited in number and indefinite in duration. Any member of the Association may be a member. Each forum shall adopt bylaws not inconsistent with the constitution and Bylaws. The bylaws become effective when approved by the House.
(d) Each forum shall have a governing committee selected in accordance with that forum’s bylaws. Non-U.S. Lawyer Associates may serve on the governing Committee of the Forum on Construction Law as its bylaws may provide.
(e) In carrying out its responsibilities under the section, a forum shall coordinate its activities with those of each section or other commit of the Association that is concerned with a matter that is also within the forum’s responsibilities.
(f) To cover its expenses, a forum may impose such dues as the Board of Governors approves.
(g) The House may discontinue or change the name of a forum. The House shall discontinue a forum if, for any Association year, its expenditures exceed the dues received and advance provision has not been made to cover the excess.

The proposed amendment in legislative format is:

§32.1 Forums. (a) The House of Delegates may, by a majority vote, create a forum to carry out, in a specific field, a responsibility that is principally to educate its members in that field, is within the purposes of the Association, and is not otherwise served within the Association. The forum shall also investigate and study the matters within its responsibilities.
(b) During each Association year, a forum shall hold one or more educational meetings, open to any member of the Association.
(c) A forum is unlimited in number and indefinite in duration. Any member of the Association may be a member. Each forum shall adopt bylaws not
inconsistent with the constitution and Bylaws. The bylaws become effective when approved by the House.
(d) Each forum shall have a governing committee selected in accordance with that forum’s bylaws. Non-U.S. Lawyer Associates International Lawyers and Affiliated Professionals may serve on the governing Committee of the Forum on Construction Law as its bylaws may provide.
(e) In carrying out its responsibilities under the section, a forum shall coordinate its activities with those of each section or other commit of the Association that is concerned with a matter that is also within the forum’s responsibilities.
(f) To cover its expenses, a forum may impose such dues as the Board of Governors approves.
(g) The House may discontinue or change the name of a forum. The House shall discontinue a forum if, for any Association year, its expenditures exceed the dues received and advance provision has not been made to cover the excess.

The clean version of the proposed amendments is:

§32.1 Forums. (a) The House of Delegates may, by a majority vote, create a forum to carry out, in a specific field, a responsibility that is principally to educate its members in that field, is within the purposes of the Association, and is not otherwise served within the Association. The forum shall also investigate and study the matters within its responsibilities.
(b) During each Association year, a forum shall hold one or more educational meetings, open to any member of the Association.
(c) A forum is unlimited in number and indefinite in duration. Any member of the Association may be a member. Each forum shall adopt bylaws not inconsistent with the constitution and Bylaws. The bylaws become effective when approved by the House.
(d) Each forum shall have a governing committee selected in accordance with that forum’s bylaws. International Lawyers and Affiliated Professionals may serve on the governing Committee of a Forum on Construction Law as its bylaws may provide.
(e) In carrying out its responsibilities under the section, a forum shall coordinate its activities with those of each section or other commit of the Association that is concerned with a matter that is also within the forum’s responsibilities.
(f) To cover its expenses, a forum may impose such dues as the Board of Governors approves.
(g) The House may discontinue or change the name of a forum. The House shall discontinue a forum if, for any Association year, its expenditures exceed the dues received and advance provision has not been made to cover the excess.
RESOLVED, That dues for lawyer members of the Association shall be in accordance with the following schedule, effective for dues commencing with FY2020 and each year thereafter:

- $ 75 if admitted to the bar for less than five years
- $150 if admitted to the bar five years but less than ten years
- $250 if admitted to the bar ten years but less than fifteen years
- $350 if admitted to the bar fifteen years but less than twenty years
- $425 if admitted to the bar twenty or more years

FURTHER RESOLVED, That lawyers employed by any federal, state, local, territorial or tribal government, lawyers employed by nonprofit public interest programs, judges, solo practitioners, small firm lawyers, and retired lawyers shall pay $150 for dues effective in FY2020 and each year thereafter;

FURTHER RESOLVED, That paralegals shall pay $75 for dues effective in FY2020 and each year thereafter;

FURTHER RESOLVED, That affiliated professionals shall pay $150 for dues effective in FY2020 and each year thereafter;

FURTHER RESOLVED, That international lawyers shall pay $250 for dues effective in FY2020 and each year thereafter;

FURTHER RESOLVED, That if a lawyer licensed by a state, commonwealth, territory or tribal government qualifies for more than one dues category, the lawyer shall pay the lowest amount;

FURTHER RESOLVED, That the Board of Governors is authorized to determine those benefits to be included as part of membership in the Association.
TO: Board of Governors  
FROM: Tracy A. Giles, Chair Standing Committee on Membership  
        James Dimos, Deputy Executive Director  
DATE: July 25, 2018  
RE: Request for Approval of New Membership Model

This proposed New Membership Model improves the value of ABA membership in line with extensive market research at a tolerable cost and risk to the ABA and its member entities. It is a critical step forward for the Association and moves the ABA on a path to sustained membership growth and increased financial stability.

Everyone agrees that change in the business model is necessary. That change must enhance the value of membership and align it more closely with the market's willingness to pay. As with all business decisions, the Association must achieve a balance between benefits and costs. This approach, based on data and assessed risk, strikes the appropriate balance and allows the Association to address long-running trends in membership and dues decline and, in the long-term, strengthen its financial viability.

The ABA should move forward with this approach with an important caveat: This is an early and important step, but it is not the last necessary step. The Association needs to continue to research and evolve its offerings to all dues paying members to be responsive to their needs and relevant to their practice.

At the meeting of the Board of Governors on June 22, 2018, the Board approved five dues categories, consistent with the pricing research. The Board approved the dues structure with the specific understanding that the Board must approve the related product “bundle” at the 2018 Annual Meeting, and absent such approval the proposal on dues price points will not be presented to the House of Delegates for its ultimate approval. This memorandum provides the details of that product bundle for consideration by the Board.

Summary of Elements of Proposed New Membership Model

- Allow all ABA members to join Law Practice and GPSolo at no additional charge. Membership in these divisions will be “opt-in” and lawyers will not be auto-enrolled. Content produced by both entities in addition to access to substantial content from the Center for Professional Responsibility will be available to all ABA members as part of the bundle of benefits included with base ABA membership;
- Build value in basic membership by implementing a modern content strategy to improve both member benefits and promote the quality content created by entities through a more
personalized, curated content experience for all ABA members while minimizing any undesired impact on our sections, divisions, and forums;

- Maintain a robust CLE marketplace, with both free content and CLE for sale by producing entities, with an appropriate annual contribution from CLE-producing entities;
- Increase the value of membership in both the ABA and its entities by strategically limiting access to substantive website content by non-members and providing all members with the chance to sample the quality content produced by the entities;
- Improve the member experience for all members, with an emphasis on law students and young lawyers;
- Focus on the financial health, flexibility, and sustainability of the Association.

Summary of Membership Dues

Since the June 22 approval by the Board of the pricing structure, and in an effort to strengthen the dues model, two modifications have been introduced and are presented here for Board approval.

Members with 20+ Years’ Experience: Avenue’s analysis of the demand curve shows a proposed $25 increase in price from the June 22, 2018 approved $425 to $450 for the 20+ year members will have a minimal negative impact on overall membership growth while providing more resources as we transform our membership value proposition and marketing. Members with 20+ years of experience will still receive a discount in their dues. The Board is asked to approve the pricing model with an increase of $25, from $425 to $450 for Members with 20+ Years’ Experience.

International Lawyers: In the pricing model approved by the Board on June 22, 2018, the dues for the new International Lawyers category was $250. While this price would have been an increase for our current international Associate members, it reflected the increased value of two entity memberships at no additional cost. As the two-entity included is no longer under consideration, the dues for International Lawyer category should be amended to $150. This reflects a modest decrease in current dues. It does not have any impact on membership or dues revenue projections as International Lawyers were not included in the projections. The Board is asked to approve the pricing model with a decrease of $100, from $250 to $150 for International Lawyers.

Thus, Board approval will be requested to present the pricing model to the House of Delegates with a minor modification (to the pricing model approved by the Board on June 22, 2018) that increases the amount of the top membership tier from $425 to $450 and reduces the amount of the International Lawyer membership tier from $250 to $150.

All other elements of the pricing model remain as approved by the Board on June 22, 2018 remain the same.
Entity Memberships

Allowing members to join the Law Practice Division and Solo, Small Firm and General Practice Division ("GPSolo") for no additional cost will strategically enhance the core value of ABA membership at a cost the ABA can afford. These two groups effectively become member benefits, but actual involvement with and receipt of product and other value from any or all of these groups would be an optional, no-cost choice for ABA members. Members would not be auto-enrolled and no change in the Divisions representation in the House of Delegates will occur as a result.

These entities will not become “fully funded” by general operations, but general operations will provide the equivalent of the amount of dues revenue and CLE net revenue the two groups collect in FY 2019 as support in future years. Many of the benefits of entity membership (e.g., product and event discounts and online content) would thus be made available to all ABA members in exchange for the guarantee of dues and CLE revenue. The two entities will provide the following content:

- **Law Practice as a member benefit**
  - General Revenue replaces dues and budgeted CLE revenue for the Law Practice Division at an estimated cost to general revenue of $370,000 annually;
  - Law Practice shifts all online CLE to become member benefits (including Law Practice’s back catalog). Law Practice commits to produce at least 36 new online CLE programs annually for the CLE Marketplace via ABACLE;
  - While existing Law Practice members will continue receiving print subscriptions as long as they retain ABA membership (unless they choose to convert to digital), all new Division members will receive Division periodicals in a digital format only. New Division members who prefer print will have the option of adding print periodicals at an additional cost. The print version also may be used as a promotional tool by the Law Practice Division and the ABA;
  - Law Practice discounts will be made available to all ABA members (e.g., discounts on Law Practice books and TECHSHOW). Adjustments will be made for this change to be revenue neutral for Law Practice;
  - Law Practice will commit to develop new, members-only content for ABA.

- **GPSolo as a member benefit**
  - General Revenue replaces dues and budgeted CLE revenue for GPSolo at an estimated cost to general revenue of $225,000 annually;
  - GPSolo shifts all online CLE to become member benefits, including back catalog. GPSolo commits to produce at least six new online CLE programs annually for the CLE Marketplace via ABACLE;
  - While existing GPSolo members will continue receiving print subscriptions as long as they retain ABA membership (unless they choose to convert to digital), all new Division members will receive Division periodicals in a digital format only. New Division members who prefer print will have the option of adding print periodicals at an additional cost. The print version also may be used as a promotional tool by GPSolo and the ABA;
- GPSolo discounts will be made available to all ABA members (e.g., discounts on books and conferences). Adjustment will be made for this change to be revenue neutral to GPSolo;
- GPSolo will commit to develop new, members-only content for ABA.

CPR as a Member Resource

While CPR will continue to operate as an ABA dues membership option for an annual $100 fee, and retain the dues revenue generated from this membership structure, it agrees to make a significant amount of content available to all ABA members. In particular:

- CPR will make its entire back catalogue of online CLE available for the free library in the CLE Marketplace;
- CPR commits to produce at least 12 new online CLE programs annually to be available to all ABA members via ABACLE;
- CPR will make ABA Formal Ethics Opinions available to all ABA members for no additional fee;
- CPR commits to develop new content as well as to repurpose some of its existing content for availability to all ABA members;
- General Revenue will replace budgeted CLE revenue (both new content and back catalogue of online CLE) and Formal Ethics Opinions revenue in an amount to be determined in discussions with CPR leadership.

All other membership entities (sections, divisions, forums) remain available at their established dues rates, and the entities retain the ability to adjust those rates in accordance with existing ABA policy.

Content Modernization

When Avenue created the product bundle description for its quantitative (survey) research, it used the following description for access to e-content:

*Practice-specific, member-only content curated and served to you on the completely re-designed ABA website. Choose your areas of interest and see recommendations on free articles, PDFs, whitepapers, and more from across the ABA.*

The focus group research performed by Avenue shaped the description of the e-content portion of the bundle in the subsequent survey. The participants in the focus groups expressed a clear preference for access to substantive, practice-specific content curated for their personal interests. They didn’t want to have to search the website for it, they didn’t want to have to pay extra for it, and they didn’t want legal content of only a general nature.

There is broad agreement that high quality content drives the ABA’s value. Yet there is also a consensus that our current content experience is difficult to navigate, especially for new members who are unfamiliar with the ABA section model, and it is overly reliant on traditional
content forms and outdated technology. The new ABA website will alleviate many of these problems, but others are inextricably tied to our extraordinarily complex structure.

The success of this new membership model relies on providing all ABA members with greater access to substantive, practice-specific content relevant to them. This improves the value of Association membership. At the same time, we know that part of the value of membership in a section, division, or forum is access to a significant amount of specialized content only for the entity’s members. We need to make these interests complement each other rather than compete. Put simply, we need to make enough substantive, practice-specific content available to attract lawyers to join the ABA and retain their membership without diminishing the value proposition of membership in sections, divisions, and forums.

To improve both member value and promote the quality content created by our entities, the proposed new membership model will create a more personalized, curated content experience for ABA members with minimal impact on entities. A new content team will work to develop a “virtual library” of content from a variety of sources to provide the necessary value to more than justify the base cost of membership, while actively promoting the value of entity membership. This will encourage members to view entities as valuable resources where they can obtain greater substantive practice area content (i.e., encourage them to join our sections, divisions, and forums).

Under a curated content strategy, the new content team using the new “virtual library” will work to deliver substantive content to members that directly aligns with their areas of practice as well as the challenges and needs they have at that moment in their career. For example, a first-year IP associate at a large firm would receive an article on claims construction along with one on how to work well with support staff. Solo practitioners may receive a checklist for dealing with environmental cleanup issues at a real estate closing along with assistance to understand how the latest health care reform impacts their own small business. A senior litigation partner could receive a link to a free CLE on effective closing arguments and a podcast on mentoring young lawyers.

While the ABA has produced content on many of these subjects, it is totally unreasonable to expect that the target audience will find it wherever posted. In fact, that is a daunting and frustrating task that is increasingly at odds with the way individuals of all ages interact with digital content in all sectors. It is time for the ABA to work to actively understand our audience, their needs, and where they are consuming their content -- and we need to go there. Now.

To achieve this objective, the content team will focus not just on developing and identifying high quality content, but will place significant emphasis on where and how the content is delivered. They will pursue an omni-channel strategy that delivers the right content to the right consumer in the right context. This requires a recognition that each platform -- email, website, various social media sites, the press -- have slightly different audiences and norms, and we must segment and optimize our message to each platform to enhance its performance. It also requires the use of data such as entities to which the member belongs, expressed Areas of Interest, the member’s usage patterns, and what other lawyers with similar interests as the member are interested in to identify the types of content that are of interest to our members.
This is not a novel approach to content; indeed, in many industries and organizations, this level of personalization has become the norm. Nor is this a significant departure from our earlier strategy but instead a different approach to the natural curation provided by including entity membership as part of base membership. Updating our approach is a change that could have significant impact on our ability to grow the Association and remain dynamic into the future. Pursuing modern content tactics -- ranging from search engine optimization, data capture and analysis, and social media and marketing automation -- can help us deliver the modern experience our content merits and our audience wants. Simply stated: We must stop expecting lawyers to understand and decipher our Association and instead focus on understanding them. That will enable us to be in a much stronger position to overcome the challenges and opportunities ahead.

In detail, this model proposes to:

- Build value in basic membership by implementing a modern content strategy to improve both member value and promote the quality content created by entities through a more personalized, curated content experience for ABA members that increases the value in Association membership and actively promotes the value of entity membership;
- Develop and promote high quality, original, digital native content of sufficient appeal to all potential members;
- Strategically deploy content among all available channels (website, email, social media) to engage with members and potential members where they currently consume content while also drawing them back to ABA controlled platforms;
- Support the content effort with a new, cross-functional, dedicated content team that includes content strategists, social media experts, and talented creators with modern storytelling skills (e.g., video, podcasting, design). The new team will consist of individuals familiar with both new media and the law as well as having a working knowledge of the ABA. The content team would work to ensure the value of base membership and entity membership are complementary, encouraging members to understand that sections are valuable resources where they can obtain greater substantive practice area content (i.e. encourage them to join entities);
- Invest in talent to produce and curate content, data management tools to better gather and utilize member data, and paid social/digital advertising to improve our ability to personalize, segment, and reach our key audiences;
- The content team will draw from a virtual library of e-content to deliver substantive content to members that is relevant, timely, and fresh;
- The term “e-content” for purposes of the new membership model includes periodical articles, journals, newsletters, scholarly papers, reports, case summaries; outlines/checklists, single presentation podcasts, blogs, daily/breaking legal news, and updates about legal and policy issues. In the case of a magazine, e-newsletter, or journal, each substantive article constitutes a piece of e-content. For these purposes, e-content does not include online CLE, which is discussed below;
- The content team will work with all providers of e-content to educate on the most effective ways for e-content to be presented to today’s audiences;
• The content team will generate e-content and use e-content generated by GP Solo, LP, CPR, ABA committees and commissions, ABA Journal, and third-parties (e.g., ABA Insurance administrator USI);
• The sections, divisions, and forums not included as part of ABA base dues will provide a substantial amount of high quality and relevant “evergreen” substantive e-content to create the initial virtual library. Evergreen e-content is e-content that does not become dated or will only become irrelevant after a significant change in the law or its practice. This initial batch of e-content must be identified and available for marketing no later than March 1, 2019;
• In addition, the sections, divisions, and forums not included as part of ABA base dues will also provide a substantial amount of high quality, current, and relevant substantive e-content annually. This is content posted within the proceeding twelve months. Beginning September 1, 2019, substantive e-content will be identified and made available by the sections, divisions, and forums on an ongoing monthly basis;
• The content team may ask a producing entity to provide additional pieces of e-content for the virtual library or discrete marketing campaigns. While the expectation is that the e-content would be provided, if the producing entity prefers not to release that piece of e-content for inclusion in the virtual library or marketing campaign, the matter will be discussed for collegial resolution; the ultimate decision rests with the producing entity. The decision of whether that piece of e-content is included in the virtual library or marketing campaign rests with the producing entity;
• Once a piece of e-content is made available for the virtual library, it will remain there unless removed by the content team;
• Quality is more important than quantity. Entities are encouraged to contribute as much high quality e-content as the producing entity believes is appropriate, including additional evergreen e-content from entity archives;
• E-content will clearly and prominently identify the producing entity;
• Contributions to the virtual library are not expected to be provided at the same level by every entity. Some may provide more, and others less. However, all entities are expected to contribute substantial high quality substantive e-content to ensure a robust curation strategy;
• The content team will review the substantive e-content provided and may make requests for additional or different e-content. While the expectation is that the e-content would be provided, if the producing entity prefers not to release that piece of e-content for inclusion in the virtual library or marketing campaign, the matter will be discussed for collegial resolution; the ultimate decision rests with the producing entity;
• The sections, divisions, and forums understand that the needs for the virtual library may change as strategy is refined and more data on the market needs and content usage is gathered. The content team will discuss these potential changes with the entities to try and reach consensus on any changes in this approach. The senior manager for the content team will report the results of such discussions to the Board for its consideration if necessary;
• The senior manager for the content team will report to the Board on the annual contributions made by each of the producing entities;
• The content team may ask entities to produce original e-content pieces annually to be developed in coordination with the content team (e.g., a toolkit, form, podcast, video) for
marketing purposes. An entity may suggest an alternative type of e-content (including one it has already produced but not selected for the virtual library). The ultimate decision of whether to provide such content rests with the producing entity;

- Member benefit entities, including Law Student Division, Young Lawyers Division, Law Practice Division, Senior Lawyers Division, GPSolo, the Career Center, as well as CPR, will work closely with the content team to provide a more significant volume of content and ensure baseline coverage for members regardless of career stage, practice area, or setting
- We would request a supplemental allocation of funds for FY19 in order to begin to acquire the necessary technology and hire members of the content team so that the curation strategy will be ready for implementation on May 1, 2019.

CLE Marketplace

The new model leverages the ABA’s breadth of substantive expertise and national reach to position the Association as the definitive provider of online CLE. The research clearly indicates that a robust online CLE library in the ABA membership bundle increases willingness to pay across all classes of ABA members. Of the five membership options tested, bundling CLE increased willingness to pay more than any other option for those in practice 10 years or less. If an entity does not currently produce online CLE, it is not required to begin producing it under these guidelines, though the entity may do so if it desires.

To achieve this robust CLE marketplace, the ABA will:

- Build and maintain a user-friendly library of high quality content that emphasizes ease of navigation and registration, consistency in look and feel, streamlined communications, and simplified certificate fulfilling and tracking;
- Rapidly build up the CLE marketplace through back catalog content. With the following proposed minimum entity contributions in the first year, the CLE marketplace would offer more than 650 substantive accredited programs:

<table>
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<tr>
<th>Lawyer Membership</th>
<th># entities</th>
<th>Initial</th>
<th>Ongoing</th>
<th>Total</th>
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<td>1</td>
<td>1</td>
<td>15</td>
</tr>
</tbody>
</table>

Less common acronyms used for the Groups in this chart:
- MPG = Member Practice Group
- LPTG = Law Practice and Technology Group

- ABACLE will pursue capture of live in-person CLE at a high production value (general revenue expense, marketplace programs). We will feature these and other key CLEs as “showcase CLE” (similar to Netflix original programming);
- ABACLE will work collaboratively with the new content group and the producing to identify and select programs that ensure the marketplace features a rich selection of high quality, relevant, and timely CLE that is consistent with the Association’s membership goals. While the expectation is that the CLE would be provided, if the producing entity prefers not to release that piece of e-content for inclusion in the free library, the matter will be discussed for collegial resolution; the ultimate decision rests with the producing entity;
- Programs will be rotated in and out of the free library as determined by ABACLE and the content team;
- Once a program has been selected for the free library, it will remain available for free unless the content team chooses to take it out of the free library. If that occurs, it will be available for purchase and the producing entity will receive the revenues;
- The producing entity will be responsible for all production costs and accreditation fees. The producing entity is also responsible for attendance fees unless the program is selected for use in the free library; in that case, general operations will pay the attendance fees while the program is offered through the free library;
- To maintain a robust selection of new programs, the new member benefit entities (LP, and GPSolo) as well as CPR will provide additional (new) programs and not merely past programs;
• Entities will be free to continue producing additional programs for purposes of non-dues revenue or enhancing entity member value as they see fit;
• The sections, divisions, and forums acknowledge that the needs for the CLE Marketplace and the free library may change once the strategy is refined and gather more data on the market needs and content usage. The content team will discuss these potential changes with the entities to try and reach consensus on any changes in this approach. The senior manager for the content team will report the results of such discussions to the Board for its consideration if necessary;
• The senior manager for ABACLE will report the annual contributions made by the producing entities on an as requested basis;
• To maintain a robust selection of new programs, the new member benefit entities (LP, GP Solo), and CPR will provide additional (new) programs and not merely past programs;
• Entities will be free to continue producing additional programs for purposes of non-dues revenue or enhancing entity member value as they see fit;
• ABACLE will pursue technical and user experience improvements (e.g., a CLE tracker) that will benefit all groups.

Paywall Strategy

It is essential that the Association employ a thoughtful paywall strategy that serves its marketing purposes, encourages non-members to join, and preserves the entities’ ability to build value in entity membership. Though the ABA website has featured a paywall for many years, it has not been employed consistently and the requirements for accessing paywalled content often has not been clear to users.

Under the proposed new membership model, the focus for the paywall will be twofold:
• Apply paywall restrictions consistently and strategically to serve the Association’s membership purposes. Content that is intended to market the ABA and its entities may reside outside the paywall still. Substantive content generally should be placed behind the membership paywall or an entity paywall. Entities will retain the ability to determine how their content should be positioned, but they will be provided with better tools and education to help ensure the most effective use of the Association’s paywall strategy;
• To improve the member experience, the paywall must provide a frictionless experience for visitors. Users must be able to ascertain quickly what they need to do to access the content, whether that means joining the ABA or joining a member entity, and receive a clear call to action to join.

The ABA will develop a mechanism (e.g., a metered paywall) as part of the new membership model that provides members with the ability to access a limited number of paywall-protected articles per month (no more than five) to provide some additional substantive value for casual browsers and to better showcase the value of entity membership. Materials for in-person CLE programs uploaded to the website or e-content that the entity charges its own members an additional fee will not be accessible by non-entity members through the metered paywall. A determination on the mechanism will be dependent on the technical and financial hurdles of implementation.
The sections, divisions, and forums understand that the needs for the metered paywall may change as strategy is refined and more data on the market needs and content usage is developed. The Association recognizes the potential for abuse by members as well. The content team will work with the sections, divisions, and forums on the refinement of the strategy and discuss any potential changes with the entities to try to reach consensus on any changes in this approach. The senior manager for the content team will report the results of such discussions to the Board for its consideration if necessary.

A simple, consistent, user-centric approach to the paywall should help the ABA and its entities better position our valuable content as a powerful justification for joining or retaining membership.

**Communications & Member Experience**

While a key component of its acquisition strategy is content marketing, the Association’s engagement with its members and potential members extends well beyond content and is critical to the success of a new membership model. Avenue’s research shows clearly that ABA members and potential members expect a coherent and personally relevant experience when engaging with brands. The Beta version of our new website, which will be available beginning July 30, will provide a substantially improved experience for all users, and notably so for dues-paying members of the Association.

The ABA must develop a cohesive, modern communications and customer experience strategy, and carefully consider each engagement opportunity with members. This requires rethinking ways to communicate, better leveraging technology, consistent branding, and investing in digital marketing and social media to complement content:

- Provide all members with five or more years of practice curated substantive e-content and online CLE based on their preferences as determined from such data points as entities joined, selected areas of interest, and other user data. The curated content would be delivered to the member in the manner they prefer: a weekly email with curated content, on the member’s myABA page on the website, or through targeted social media;
- Implement a periodic (perhaps starting as a weekly and eventually moving to daily if the research supports it) email for law students and young lawyers in the first four years of practice. This regular email would be crafted to strike an audience-appropriate tone while highlighting key, curated content, including content supplied by any member entities these members may join. This email would replace all other email marketing/communication for this audience, aside from mandatory emails (e.g., billing, registrations) and listservs;
- Continue ongoing work to improve email communications for all ABA members, building on the concepts outlined in the 2016 ABA Email Task Force report and consistent with a more comprehensive, sophisticated and coordinated Association-wide email and content delivery strategy;
- Significantly update our social media strategy to align with the broader content strategy;
- Work collaboratively with all entities that interact with younger audiences to improve messaging and create a more cohesive customer experience;
• Conduct an organization-wide process improvement sprint with an eye towards improving customer experience. In other words: getting away from print-based or print-analog processes (reimbursements, speaker/author releases, applications, etc.). Challenge the entire ABA staff to identify these kinds of opportunities;

• Overhaul and streamline the customer service experience, while seeking efficiencies through technology including chat and social media.

Other Initiatives/Ideas

• The new membership model offers entities an opportunity to significantly expand their membership by tapping into a new pool of engaged, dues-paying members. The entities can work with Membership, the new content team, Chief Marketing Officer, and outside marketing firm (The latter two are yet “to be selected” as of the date of this memo) to ensure optimal entity positioning and promotion in the new model through entity specific strategy development and training.

• The Full Firm program will be continued, with renewed emphasis on identifying ways to make full firm membership more valuable to the firms;

• Content generated by Full Firm, individual members, and third-parties will be promoted as part of the virtual library and CLE Marketplace to ABA members. This program will provide value to those members and it will fill in content gaps.

If we continue to do the same things we have done (status quo), the projections indicate that dues-paying membership will continue to decline at an unacceptable rate. The projected loss of market share under the status quo approach will put at risk the organization’s ability to deliver value at the current levels for members. This proposed new membership model, combined with the necessary allocation of resources, provides the first and most important step to reversing these trends. The entire Association must work together to advance, grow, and fortify the ABA for generations to come.
July 18, 2018

MEMORANDUM

To: ABA Board of Governors

From: Jack L. Rives

RE: Request for Amendment of Action to Reconstitute A-E-F-C Pension Plan Administration Committee

I request the Board of Governors amend its action of June 22, 2018 reconstituting the A-E-F-C Pension Plan Administration Committee (the “Committee”) effective at the conclusion of the 2018 Annual Meeting. The June 22, 2018 action reduced the nine-member Committee to five members (ABA Deputy Executive Director, ABA Chief Financial Officer, ABA Treasurer, volunteer member Kathryn Kennedy and one volunteer member appointed by the President-Elect), leaving the Committee with no voting members representing the three other participating employers (American Bar Endowment (“ABE”), American Bar Foundation (“ABF”) and National Judicial College (“NJC”). As explained in greater detail in my attached July 2, 2018 memorandum to the ABE, ABF and NJC, the June 22, 2018 action was a hasty amendment to my original proposal to reconstitute the Committee with nine members that included voting representatives of the ABE, ABF and NJC.

The ABE, ABF and NJC have respectfully requested the Board of Governors amend its action of June 22, 2018 to provide each of them with a voting representative on the Committee. Their request is set forth in the attached memorandum dated July 5, 2018 and is made in accordance with the terms of the A-E-F-C Pension Plan. Sections 6.1 and 6.2 of the A-E-F-C Pension Plan provide that the Board of Governors acts as agent for the respective Boards of Directors of the four participating employers in appointing the members of the Committee.

In conclusion, I respectfully request that you amend the action of June 22, 2018 reconstituting the Committee by replacing such action with the following resolutions:
1. Reconstitution of A-E-F-C Pension Plan Administration Plan

RESOLVED, that the Board of Governors extends its appreciation and gratitude to the volunteer members of the A-E-F-C Pension Plan Administration Committee for their faithful service.

FURTHER RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, effective at the conclusion of the ABA 2018 Annual Meeting the A-E-F-C Pension Plan Administration Committee shall be composed as follows:

(1) ABA Treasurer;
(2) ABA Deputy Executive Director (or the functional equivalent);
(3) ABA Senior Associate Executive Director and Chief Financial Officer (or the functional equivalent);
(4) ABA Senior Associate Executive Director and Chief Governance Officer (or the functional equivalent);
(5) one individual nominated by the National Judicial College;
(6) one individual nominated by the American Bar Endowment;
(7) one individual nominated by the American Bar Foundation;
(8)-(9) two volunteer members nominated by the President-Elect.

FURTHER RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, effective at the conclusion of the ABA 2018 Annual Meeting, individuals serve on the A-E-F-C Pension Plan Administration Committee for a term that lasts from the day the person assumes the position until the earliest any of the following occurs: (1) the person ceases performing in the position (to be automatically replaced by the person’s successor in the position) or, for volunteer members not serving by position, the expiration of the three year period commencing with the effective date of appointment (or, if earlier, the expiration of the unexpired term to which such member was appointed); (2) the person resigns as an A-E-F-C Pension Plan Administration Committee member pursuant to the terms of the A-E-F-C Pension Plan; or (3) the Board elects to remove any person, position, or otherwise alter the composition of the A-E-F-C Pension Plan Administration Committee pursuant to the terms of the A-E-F-C Pension Plan.

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

WHEREAS, the term of Joseph Roszkowski, member of the A-E-F-C Pension Plan Administration Committee (the “Committee”) expires at the conclusion of the 2018 Annual Meeting, and Kathryn Kennedy, member of the Committee has resigned effective at the conclusion of the 2018 Annual Meeting; and

WHEREAS, the Committee has been reconstituted such that three members are appointed by staff position with the ABA; and

WHEREAS, due to the reconstitution of the Committee it is considered necessary to remove Alan S. Rachlin as member of the Committee;
NOW, THEREFORE IT IS RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, member Alan S. Rachlin is removed from the A-E-F-C Pension Plan Administration Committee effective at the conclusion of the ABA 2018 Annual Meeting.

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

WHEREAS, the term of Kay H. Hodge, as the American Bar Foundation representative to the A-E-F-C Pension Plan Administration Committee, expires at the conclusion of the 2018 Annual Meeting; and

WHEREAS, the American Bar Foundation requests the reelection of Kay H. Hodge as the American Bar Foundation representative to the A-E-F-C Pension Plan Administration Committee for a successive three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting;

NOW, THEREFORE, IT IS RESOLVED that the Board elects Kay H. Hodge as the American Bar Foundation representative to the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

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

WHEREAS, the term of Peter C. Bennett, as the National Judicial College representative to the A-E-F-C Pension Plan Administration Committee, expires at the conclusion of the 2018 Annual Meeting; and

WHEREAS, the National Judicial College requests the election of Alan Brayton as the National Judicial College representative to the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting;

NOW, THEREFORE, IT IS RESOLVED that the Board elects Alan Brayton as the National Judicial College representative to the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

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

WHEREAS, the term of Priscilla E. Ryan, Chair of the A-E-F-C Pension Plan Administration Committee expires at the conclusion of the 2018 Annual Meeting; and

WHEREAS, President-Elect Robert Carlson has requested the appointment of Ilene Gotts as member of the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting;
NOW, THEREFORE, IT IS RESOLVED that the Board elects Ilene Gotts as member of the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

FURTHER RESOLVED, that the members of the A-E-F-C Pension Plan Administration Committee and the expiration of their respective terms effective at the conclusion of the 2018 Annual Meeting are as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Term Expires at End of ABA Annual Meeting</th>
<th>Participating Employer Represented</th>
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<tbody>
<tr>
<td>Ilene Gotts</td>
<td>2021</td>
<td>ABA Representative</td>
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<tr>
<td>Barry Hawkins</td>
<td>2020</td>
<td>ABA Representative</td>
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<tr>
<td>Michele Behnke</td>
<td>2020</td>
<td>ABA Treasurer</td>
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<tr>
<td>Jim Dimos</td>
<td>N/A</td>
<td>ABA Staff</td>
</tr>
<tr>
<td>Bill Phelan</td>
<td>N/A</td>
<td>ABA Staff</td>
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<tr>
<td>Alpha Brady</td>
<td>N/A</td>
<td>ABA Staff</td>
</tr>
<tr>
<td>Howard Vogel</td>
<td>2020</td>
<td>ABE Representative</td>
</tr>
<tr>
<td>Kay Hodge</td>
<td>2021</td>
<td>ABF Representative</td>
</tr>
<tr>
<td>Alan Brayton</td>
<td>2021</td>
<td>NJC Representative</td>
</tr>
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July 2, 2018

MEMORANDUM

To: American Bar Endowment, American Bar Foundation, National Judicial College

From: Jack L. Rives

Re: A-E-F-C Pension Plan Committee

I write to update you on events surrounding my proposal to the Board of Governors to reconstitute the AEFC Pension Plan Committee, which I provided to you on June 6, 2018. For the reasons outlined in my memo to the Board, I proposed to realign the membership of the Committee to include representatives from each of our four organizations, as the four participating employers, along with the ABA Treasurer and two ABA volunteer members. The proposal was discussed for over an hour in the Finance Committee on June 21, all due to one member’s opposition. The Finance Committee ultimately voted overwhelmingly to adopt our proposal as drafted in my memo, with the strong support of the ABA Treasurer, Finance Committee Chair, and Chair of the Standing Committee on Audit. The resolution was put on the Board’s Consent Calendar with the Finance Committee’s recommendation for approval.

During the Board meeting on June 22, another member of the Board, who had not been present for any of the Finance Committee discussion, removed the proposal from the Consent Calendar for discussion. Although he did not have the benefit of the factual background underlying the resolution, he expressed his view that the Committee should have a majority volunteer member composition. To a degree, that aligned with arguments raised in the Finance Committee. It was clearly established, however, that neither law, the Pension documents, nor common practice require staff members to comprise less than a majority of Pension Committee members.

After floor discussion and sidebar conversations, an amendment was very hastily proposed that reduced the Committee composition to five members, the minimum provided for by the Pension Plan, including two ABA staff representatives and three volunteer members. A quick vote was taken and the amendment was approved. The Audit Committee Chair, who had spoken in support of our proposal, asked the Board for a motion of reconsideration to restore ABE, ABF, and NJC representation; even the member who proposed the amendment asked that his now-approved amendment be further amended. The Chair declined to authorize further discussion.
This turn of events was completely unexpected, as no one had previously suggested that ABE, ABF, and NJC not have representation on the Pension Committee. Unfortunately, the press of other business during the Board meeting short-circuited what would likely otherwise have been a more considered discussion and amendment process.

I now seek your input on the way ahead. The reconstituted AEFC Pension Committee takes effect following the close of next month’s Annual Meeting. At the very least, each of you will have liaisons on the reconstituted Pension Committee. If you prefer to push for direct representation on the Pension Committee, ABA staff will join with you in that effort. We would need to make that decision soon, in order to have the issue on the Finance Committee agenda when it meets on August 2. Please let me know by July 13 if there is something would like us to do at the Board level.

We’ll be pleased to discuss or address any concerns you may have.

JLR/ae
Attachment – June 6 Memo to Board of Governors
July 5, 2018

Jack Rives, Executive Director
American Bar Association

Jack:

We write as representatives of the National Judicial College, the American Bar Endowment and the American Bar Foundation, three of the employers covered by the A.E.F.C. Pension Plan.

Thank you for your memo dated July 2, 2018, regarding the changes to the A.E.F.C. Committee.

As you noted, the existing amendment completely excludes from Committee representation the three other employers whose employees are covered by the plans over which the Committee has oversight.

We applaud the desire to conserve Plan assets by reducing administrative costs. However, having all the employers covered by the plan on the Committee seems basic good governance practice. Including all covered employers guarantees a common understanding of issues facing the employers as well as facilitating communication between the employers. It is important that each employer fully participate in the decisions made by the A.E.F.C. Committee.

Further, our preference is that our representatives would be volunteer board members of the respective employers rather than covered employees.

We respectfully request that the Board of Governors amend Section 6.3 of the Pension Plan to provide that each of the American Bar Endowment, the American Bar Foundation and the National Judicial College be granted a voting representative on the Committee, who is a volunteer board member of the respective employers.

We would be happy to set a conference call with you to plan how to proceed.

Very truly yours,

________________________  ____________________  ____________________
American Bar Endowment  National Judicial College  American Bar Foundation
ABA Retirement Funds

Raymond C. Marshall, President

Scarlett Ungurean, Executive Director
Annual Meeting
Members of the American Bar Foundation

Friday, August 3, 2018

Chicago, IL

David S. Houghton
Vice-President, American Bar Foundation
Presiding

Agenda

<table>
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<th>ITEM</th>
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<td>Minutes of the Annual Meeting of the Members</td>
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<td>II.</td>
<td>Oral</td>
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<td>Report of the Vice-President, David S. Houghton</td>
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<td>III.</td>
<td>Oral</td>
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<td>Report of the Director, Ajay K. Mehrotra</td>
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<td>Research Report</td>
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<td></td>
<td>Report of the Nominating Committee</td>
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The 65th Annual Meeting of the Members of the American Bar Foundation (“ABF”) was held on Friday, August 11, 2017. Ellen J. Flannery, President of the American Bar Foundation, presided. The following members were present for all or part of the meeting:


Executive Director Jack L. Rives and the following American Bar Association management staff also attended: Elizabeth Andersen, Martin D. Balogh, Alpha M. Brady, Holly Cook, Barry Currier, James Dimos, H. Maria Enright, Michael Kreisberg, William K. Phelan, Jarisse J. Sanborn, Carol Stevens, and Thomas M. Susman.

Also present were ABF Executive Director Ajay Mehrotra and ABF management staff member Lucinda Underwood.

Ms. Flannery called the meeting to order at approximately 10:35am. Ms. Flannery welcomed the members.

I. Minutes of the 2016 Meeting of the Members
Ms. Flannery directed members’ attention to the Minutes of the 2016 Annual Meeting of the Members. Upon motion made and seconded the Minutes of the 2016 Annual Meeting of the Members of the American Bar Foundation were approved.
II. Report of the President
Ms. Flannery directed members’ attention to the written report in the agenda materials. She expressed her thanks for the members’ ongoing support of the American Bar Foundation. Ms. Flannery noted that the Foundation works closely with ABA leadership on many initiatives. Ms. Flannery also noted the importance of the ABE grant to the Foundation’s research program, and the importance of the financial support of the Fellows of the American Bar Foundation. Ms. Flannery concluded her report.

III. Report of the Executive Director
Ms. Flannery introduced ABF Executive Director Ajay Mehrotra. Mr. Mehrotra thanked members for their support and noted that the Foundation could not conduct its award-winning empirical and interdisciplinary research on law without the support of the members. In his report, Mr. Mehrotra noted the progress on the ABF’s strategic research plan. He reported that the strategic planning group looked closely at the mission statement of the ABF and refined the language in the mission statement. Mr. Mehrotra reported that the ABF research program has been classified into three thematic categories: 1) Learning and Practicing Law 2) Protecting Rights, Accessing Justice 3) Making and Implementing Law. Mr. Mehrotra gave several examples of current research projects that align with the three categories and the ABA’s main goals. Mr. Mehrotra also reported on the projects that the Foundation is working on in collaboration with the ABA and ABA leaders, including the Presidential Initiative under Hilarie Bass on long-term careers of women in law, and the model diversity survey spearheaded by Immediate Past President Paulette Brown. Mr. Mehrotra expressed his thanks for the opportunity to have the Foundation play a role in these projects. Mr. Mehrotra concluded his report.

IV. Report of the Nominating and Orientation Committee
Ms. Flannery directed members’ attention to the Report of the Nominating and Orientation Committee materials. She noted the slate of nominees recommended to fill four (4) vacancies on the ABF Board:

- Michael H. Byowitz, New York (for a five-year term)
- Doreen D. Dodson, Missouri (for a second five-year term)
- Jennifer Chacón, California (for a one-year term)
- Lauren K. Robel, Indiana (for a five-year term)

Ms. Flannery directed members’ attention to the biographies of the recommended nominees. Upon motion made and seconded the slate of recommended nominees was approved for election to the ABF Board of Directors.

There being no further business before the 65th Meeting of the Members of the American Bar Foundation, the meeting was adjourned at approximately 11:00am.
Presentation Overview

I. ABF Programming Celebration

II. Recent ABF Research Highlights

III. ABF Competition
ABF Programming

ABF as Incubator

Building the Pipeline of Diverse Scholars

1. Montgomery Summer Research Diversity Fellows (SRDF)
   - Highly talented undergraduate students
   - Many go on to law school

2. Postdoc & Doctoral Fellowship Program
   - Graduate and postgraduate students
   - All complete their Ph.Ds./book projects
New Undergraduate Students Welcomed as 2018 Montgomery Summer Research Diversity Fellows

Four exemplary undergraduate students were welcomed to the American Bar Foundation (ABF) this week as the recipients of the 2018 Montgomery Summer Research Diversity Fellowship (SRDF) in Law and Social Science.
Montgomery SRDF

Building the Diversity Pipeline

Historical Track Record:

Of the 120 SRDF program “alumni”:

- > 60% have earned, or are earning, JD
- >10% have earned joint-degree (JD/Ph.D.)

- Additional 12% earned other advanced degree (MA, MBA, etc.)
Montgomery SRDF “Alumni”

From the Academy to the Bench

Dean Danielle Holley-Walker
Howard U. School of Law

Hon. Mariano-Florentino “Tino” Cuellar
Montgomery SRDF Celebration

30th Anniversary Dinner Celebration

• Thursday, October 25th, Chicago, IL
• Drake Hotel, as part of ABF Board Meeting

Honorary Committee:
• Reggie Turner & Jimmy Goodman (co-chairs)
• Bob Carlson, Ivan Fong, Robert Grey, Judy Perry Martinez, Mary Smith, and Steve Zack
Montgomery SRDF Celebration

30th Anniversary Dinner Celebration

Dean Holley-Walker (SRDF 1995)
Inaugural Distinguished Alum Award

Tina Tchen
Keynote Address
Presentation Overview

I. ABF Programming Celebration

II. Recent ABF Research Highlights

III. ABF Competition
Focus of ABF Research

Three Broad Research Contours

A. Learning & Practicing Law
B. Protecting Rights, Accessing Justice
C. Making & Implementing Law
I. Learning & Practicing Law

• ABA/ABF Research on Long-term Careers for Women in the Law
  • Led by Bass/Liebenberg/Scharf (ABA) & Joyce Sterling & Caroline Tipler (ABF):
    • Surveys of law firms, senior lawyers, and law school alumni
    • Focus groups for in-depth analysis

• Recent June 28th National Summit at Northwestern Pritzker School of Law
II. Protecting Rights/Accessing Justice

• Future of Latinos Project
  • Conducted 3 regional round tables:
    • Midwest (Chicago, ABF/Northwestern U.)
    • West (Los Angeles, UCLA)
    • East (New Haven, Yale Law School)

• March 2 Miami Event
  • Area scholars and civic leaders gathered to discuss future of Miami Hispanic Community
MIAMI LEADERSHIP SUMMIT ON THE FUTURE OF HISPANICS

Bringing together leading scholars, legal practitioners, and media representatives to explore key areas of opportunity through educational innovation, broadcasting, and a vibrant economy in the Miami region.

MARCH 2, 2018 8:00am-2:30pm

Chapman Conference Center, Room 3210
Miami Dade College – Wolfson Campus
300 N.E. 2nd Avenue, Miami, Fl

Register by February 16 at

Supported By

Miami Dade College
American Bar Foundation
BSF Boies Schiller Flexner
The Zack Family Foundation
Neukom Chair in Law & Diversity

I. 2017-18 Visitor
   - Angela Onwuachi-Willig (Chancellor’s Professor of Law, Berkeley School of Law; soon to be Dean, Boston University School of Law)
Neukom Chair in Law & Diversity

II. 2018-19 Visitor

- Devon Carbado (UCLA Law) – Critical Race Theory & Constitutional Criminal Procedure
II. Protecting Rights/Accessing Justice

*Problematic Policing & Political Participation*

- Traci Burch project exploring how abusive policing practices shape political/social participation
- Series of papers on local policing, starting with St. Louis & Chicago
- ABF Fellows CLE on Friday, Aug. 3
Presentation Overview

I. ABF Programming Celebration

II. Recent ABF Research Highlights

III. ABF Competition
ABF Status in Research Community

Competing for External Grants & Awards

2018 Law & Society Association Awards to ABF:

- Laura Beth Nielsen for Mentoring
- Angela Onwuachi-Willig for Best Article on Race
- Ayo Laniyonu for Best Grad Student Article
- Mandy Hughett for Best Dissertation
- Alisha Holland for Best Book
ABF Status in Research Community

Competing for Faculty

Recent ABF Success in Retaining Faculty:
• Countered competing lateral offers from Columbia Law School & U. of Toronto

ABF Faculty “lost” to “peer” institutions:
• Harvard, Yale, Berkeley, Brown U.
September 17, 2015

Dear Ron:

San Diego February 6 is not in the cards for me. Will be at the European University in Florence first week in February.

Long a Fellow, and for several years a member of the ABA Foundation’s Executive Committee, I appreciate the value of the enterprise, and consider the Foundation the ABA’s most laudable undertaking. Please convey my regrets to your friends and my thanks for their interest in hearing from me.

Every best wish to you,

Ruth Bader Ginsburg
San Diego February 6 is not in the cards for me. Will be at the European University in Florence first week in February.

Long a Fellow, and for several years a member of the ABA Foundation’s Executive Committee, I appreciate the value of the enterprise, and consider the Foundation the ABA’s most laudable undertaking. Please convey my regrets to your friends and my thanks for their interest in hearing from me.

Every best wish to you,
Thank You
On behalf of the board of directors, faculty, and staff of the American Bar Foundation (“ABF”), we are honored to provide this summary of recent ABF research, programming, and other activities. We are grateful to you, the ABF’s members, for your continued support of the ABF.

As you know, the ABF is one of the world’s leading empirical and interdisciplinary research institutes for the study of law, legal institutions, and legal processes. We are able to conduct and disseminate our innovative and influential research and programming because of the generous financial support of the American Bar Endowment (“ABE”), the Fellows of the ABF, and third-party grantors. The ABE grant currently provides roughly 45% of our annual revenue, and thus is critical to our ability to carry out the ABF’s mission.

This report begins by summarizing recent ABF research and programming and explaining how ABF activities further the goals of the American Bar Association (“ABA”). Second, we describe the ABF’s recent success in receiving multiple awards for our research and programming. Third, we conclude with a brief discussion of the ABF’s status within the broader research and academic communities.

I. Selected Research and Programming Highlights

Last year, the ABF faculty, staff, and board collaborated in adopting a new strategic plan. As part of this new plan, we have reclassified ABF research and programming into three main categories:

1. Learning and Practicing Law;
2. Protecting Rights, Accessing Justice; and

We have described below how several current and new ABF projects and programs fit within these three areas and how they are aligned with ABA goals.

A. Learning and Practicing Law

Studying the legal profession and legal education has been, and will always remain, a hallmark of ABF research. As part of this longstanding commitment, the ABF has also been helping create the pipeline of future legal professionals, especially from underrepresented minority groups. In doing so, the ABF advances the ABA’s Goal II of Improving Our Profession, and Goal III of Eliminating Bias and Enhancing Diversity. The programs and projects described below demonstrate the ABF’s focus on “learning and practicing law.”
1. **ABF Montgomery Summer Research Diversity Fellowship (SRDF)** – For three decades now, the ABF has regularly welcomed a small cohort of highly talented and diverse undergraduate students to the ABF and Chicago to be summer research assistants for ABF faculty. As part of this program, summer fellows work closely with individual ABF researchers, attend regular seminars hosted by ABF faculty, and make field visits to law firms, law schools, judicial chambers, non-profit organizations, and other legal institutions. Summer fellows learn about socio-legal research methods and the variety of careers open to lawyers. We have proudly “graduated” over 120 fellows in the last 30 years, and our program “alumni” include prominent legal professionals such as Dean Danielle Holley-Walker (Dean, Howard University School of Law) and the Hon. Tino Cuellar (Associate Justice, California Supreme Court). This Fall we will celebrate the 30th anniversary of the Montgomery SRDF Program with a dinner honoring Dean Holley-Walker, and a keynote address by Tina Tchen (Partner at Buckley Sandler, and former Executive Director of the White House Council on Women and Girls and Chief of Staff to First Lady Michelle Obama).

2. **ABF/ABA “Research on Senior Women in the Legal Profession”** – This ongoing liaison project with the ABA is a Presidential Initiative of ABA President Hilarie Bass and is being conducted by ABF researchers in collaboration with ABA members Stephanie Scharf and Bobbi Liebenberg. Thus far, the project has conducted numerous focus groups and individual interviews with lawyers across the country, and we have recently launched a major career trajectory survey of alumni from Chicago-area law schools. Preliminary findings about the factors that have facilitated and frustrated the long-term career achievements of women lawyers were recently presented at a national summit held at Northwestern Pritzker School of Law. The ABF has proudly provided direct research support for this project.

3. **Janice Nadler, et al, The Probative v. Prejudicial Effect of Gruesome Photographs in Court** – In the past decade, the use of visual evidence and arguments during legal proceedings has exploded, but empirical evidence on how these tools influence beliefs, emotions, and judgments have not been seriously examined. This project investigates how emotionally evocative modes of visual evidence can affect the psychology of jurors’ decision-making processes, through influence on emotions, attention to evidence, and legal judgments at the individual and group level. Ultimately, one of the normative aims of this project will be to develop legal safeguards which might mitigate any prejudicial effect of this type of visual evidence.

**B. Protecting Rights, Accessing Justice**

The second category of ABF research, under the new strategic plan, focuses on “Protecting Rights, Accessing Justice.” This research area will include new projects exploring the relationship between criminal justice and political participation, as well as existing work on the legal and policy levers that can affect the future success of minority communities, and the historical role of legal actors in mobilizing progressive social change. These research projects
advance the ABA’s Goal II of Improving Our Profession and Goal IV of Advancing the Rule of Law.

1. **Traci Burch, *Problematic Policing and Political Participation* –** The current challenges facing our criminal justice system are among the most pressing issues facing American law and society today. This newest ABF project examines the potentially adverse effects of “problematic policing” on political participation and civic engagement. Professor Burch is exploring how excessive police force, institutional corruption, and racially discriminatory stops and searches may lead to greater or less voter participation and/or political protests. Thus far, she has nearly completed two papers related to this project: one on voter turnout in Ferguson, Missouri, after the shooting of Michael Brown and the subsequent riots, and a second paper on the relationship between Chicago-area police violence and social protests. Professor Burch will be presenting portions of her research at the August ABA annual meeting as part of our ABF Fellows CLE.

2. **Rachel Moran, et al., *The Future of Latinos in the United States* –** This ongoing ABF research and programming project continues to build momentum in understanding the regional diversity of issues facing the Latino community in the United States. In March 2018, we hosted a Hispanic Leadership Summit at Miami-Dade College, following up on previous events at Northwestern Law, UCLA Law, and Yale Law. Like the previous events, the Miami Summit brought together leading scholars, lawyers, and community activists to identify and analyze the specific challenges and opportunities facing the Miami Hispanic Community. Thanks to generous support from both Steve Zack personally and his law firm (Boies, Schiller & Flexner), the Miami event was a tremendous success. We look forward to hosting future events, potentially at Duke University and Stanford University.

3. **Christopher Schmidt, *The Sit-Ins: Protest and Legal Change in the Civil Rights Era* –** This recently completed book project explores the 1960’s student lunch counter protests and the national debate they sparked over the meaning of the constitutional right of equal protection. The students’ actions initiated a national conversation over whether the U.S. Constitution’s Equal Protection Clause extended to the activities of private businesses that served the general public. This study concludes that while the courts played an important role in this story, the great victory of the sit-in movement came not in the U.S. Supreme Court, but in Congress, with the passage of the Civil Rights Act of 1964.

**C. Making and Implementing Law**

The third and final category of ABF research and programming focuses on the dynamic relationship between law-in-action and law-on-the-books, between formal lawmaking and law’s implementation in practice. Research in this area will continue to probe the role of institutions such as courts, legislatures, and administrative agencies, as well as other systems of law-related regulation and enforcement.
1. **John Hagan, et al., *Adolescent and Adult Lives of Children of Parents Returning from Prison*** – This ongoing project examines the relationship between mass incarceration and the educational development of children of incarcerated prisoners. More specifically, the latest phase of this long-term project addresses the fundamental question: what is the impact of a parent returning from prison on their child? The children of returning prisoners continue to confront risks of systemic exclusion resulting from the “marking” of their parents. The project’s main goal is to expand our empirical understanding of intergenerational consequences of incarceration and reentry into society.

2. **Ajay Mehrotra, *The VAT Laggard: A Comparative History of U.S. Resistance to the Value-added Tax*** – The United States is the only advanced industrialized country without a national consumption tax, such as a value-added tax (VAT). This project uses comparative and historical analysis to address the question: why no VAT in the U.S.? It explores three key historical time periods: (1) the 1920s when economic theorists and lawmakers in the United States and Europe first began to formulate and propose crude forms of national consumption taxes; (2) the 1940s when the U.S. and then Japan considered but rejected national consumption taxes; and (3) the 1970s and ‘80s when U.S. lawmakers proposed but rejected a VAT while other developed countries like Japan, Canada, and Australia began to move towards the levy. This project seeks to identify the factors that explain why the U.S. has remained a VAT laggard.

3. **Laura Beth Nielsen, *Consent to Sex on Campus: Title IX and Legal Consciousness*** – This project studies the impact (if any) of the Obama-era “Dear Colleague” letter on undergraduate students and university administrators. It combines a large-scale, quantitative analysis of Title IX compliance policies at a random sample of national universities along with a large-scale, in-person interview phase of college students at five Midwestern universities. At its core, this project investigates the dissemination of information about civil rights, how organizations respond when they are responsible for enforcement, and how, if at all, ordinary people think about, integrate, or ignore law as they go about their daily lives.

**II. Recent Awards for the ABF Community**

Like any academic or research organization, the ABF is regularly seeking ways to measure more accurately the impact of its research and programming. One conventional, quantitative metric of research impact is citation counts of published scholarship. ABF faculty perform exceedingly well in citation counts, but this metric is often a weak proxy with a gender and seniority bias. An alternative, qualitative measure of impact is recognition among one’s peers for outstanding scholarship and programming. Indeed, there may be no greater type of external validation of ABF work than the many awards that are bestowed upon our faculty and organization.

This year we are proud to announce that several members of our ABF community have received awards from the Law & Society Association (LSA), the leading academic organization of interdisciplinary legal scholars. The Stanton Wheeler Mentorship Award was given to ABF
Research Professor Laura Beth Nielsen (Stanford Law Professor Robert Gordon was a co-winner of this mentorship award). The John Hope Franklin Prize was given to 2017-18 ABF William H. Neukom Fellows Chair in Diversity and Law Angela Onwauchi-Willig. The Graduate Student Paper Prize went to ABF Doctoral Fellow Ayobami Laniyonu. The Dissertation Prize was given to former ABF Doctoral Fellow Amanda Hughett. The Herbert Jacob Book Prize was given to former ABF Doctoral Fellow (and current Princeton University Professor) Alisha Holland.

Professor Nielsen received the mentoring award for her outstanding leadership of the ABF doctoral fellowship program. Her leadership, strategic management, and individualized mentoring helped the program successfully nurture 18 doctoral fellows, as well as an additional 15, who were supported by a separate ABF doctoral fellowship that Nielsen administered. Many of these doctoral fellows have gone on to become tenured and tenure-track faculty members at leading universities.

Professor Onwuachi-Willig, who is Chancellor Professor of Law at the University of California, Berkeley School of Law, and will soon become the next dean of the Boston University School of Law, received the John Hope Franklin Prize. This accolade is for the best article on race, racism, and the law published within the last two years. She is receiving the award for her article, “Policing the Boundaries of Whiteness: The Tragedy of Being ‘Out of Place’ from Emmett Till to Trayvon Martin.” Professor Onwuachi-Willig completed this article while she was in residence at the ABF as the 2017-18 Neukom Chair.

Ayo Laniyonu, who is a Ph.D. candidate at UCLA, received the Graduate Student Prize, which is awarded to the graduate paper that best represents outstanding work in law and society research, for his paper, “Coffee Shops and Street Stops: Policing Practices in Gentrifying Neighborhoods.” Ayo completed this paper while he was in residence at the ABF as one of our outstanding doctoral fellows. Next year, he will be a postdoctoral fellow at the non-profit research institute, Policing Equity. And in the following year, he will begin a tenure-track faculty position at the University of Toronto.

Mandy Hughett, who is a postdoctoral fellow at SUNY-Buffalo’s Baldy Center for Law and Social Policy, received the Dissertation Prize, which is awarded to the dissertation that best represents outstanding work in law and society research in 2017, for her dissertation, “Silencing the Cell Block: The Making of Modern Prison Policy in North Carolina and the Nation.” She completed her Duke University dissertation while she was an ABF Doctoral Fellow from 2015-17. She will begin a tenure-track position at Southern Illinois University next fall.

An Assistant Professor in the Politics Department at Princeton University, Alisha Holland received the Herbert Jacob Book Prize, which is awarded to the best book in law and society scholarship published in 2017, for her book, Forbearance as Redistribution: The Politics of Informal Welfare in Latin America. The book was based on her dissertation, which Professor Holland completed while she was an ABF Doctoral Fellow from 2013-14.

These award winners have continued the ABF’s longstanding tradition of receiving prominent awards and prizes from some of the country’s leading academic organizations. Together with
our exceptional citation counts, these peer-determined awards demonstrate that the ABF’s research is having a profound impact on our important academic stakeholders.

III. The ABF’s Status within the Broader Research Community

In addition to considering how ABF research has an impact on innovative scholarship, we also analyze how the ABF is performing compared to other organizations that one might consider ABF “competitors.” Because of the ABF’s unique structure, identifying direct competitors is often challenging. While there are a few research organizations or think tanks such as the Vera Institute and the Rand Corporation that focus on some aspects of law, there is no other research institute of similar size in the world that has the scale and scope of ABF research and programming.

Still, the ABF does, indeed, compete with law schools and university social science departments in securing grants, and perhaps more importantly in recruiting and retaining faculty. Given the current diminutive size of ABF faculty (only 18 residential Research Professors), we have been remarkably successful in both of these areas. As you know, we secured a record amount of third-party grants last year, exceeding $1.2 million. We remain optimistic that third-party grants will continue to be an important part of ABF revenues in the future.

The ABF has also been successful in faculty recruitment and retention. In the past few years, we have not only hired two new joint-appointee Research Professors, we have also retained some of our most distinguished scholars who have received competing, lateral offers from some of the world’s leading law schools and universities. For instance, last year we worked closely with our partner institutions to retain two joint-appointees who had offers from Columbia University Law School and the University of Toronto. Our ability to hire and retain such faculty is determined by the resources we can commit and by the close relationships we have forged with these individuals.

Even when we have lost the competition for faculty, we have done so to institutions with an abundance of resources. Despite our limited resources, we can consider some of these institutions as “competitors” and hence peer institutions in terms of professional status and prestige. We rarely lose faculty to other research organizations. But in the recent past, we have lost faculty to Brown University, Harvard University, the University of California—Berkeley, and Yale Law School. We can thus arguably consider these schools as competitors or peer institutions.

In conclusion, the American Bar Foundation board of directors, research faculty, and administrative staff are honored to be a part of the ABA family. We could not conduct and disseminate our innovative and influential research and programming without your support. We remain committed to expanding knowledge and advancing justice through innovative and rigorous, empirical and interdisciplinary research on law, legal processes, and legal institutions. And we look forward to continuing our longtime collaborations with the American Bar Association.

Thank you for your continued support.
Sincerely yours,

Ellen J. Flannery
President, American Bar Foundation

David S. Houghton,
Vice-President, American Bar Foundation

Ajay K. Mehrotra
Executive Director & Research Professor, American Bar Foundation
Professor of Law & History, Northwestern Pritzker School of Law
American Bar Foundation
Report of the Nominating Committee
August 2018

After consultation during the Spring 2018 American Bar Foundation (“ABF”) Board of Directors Meeting and in follow-up consultations, the ABF Nominating and Orientation Committee, chaired by David Houghton, recommended a slate of candidates to the ABF Board of Directors. The ABF Board confirmed and ratified these recommendations. The ABF Nominating and Orientation Committee recommends to the Members of the American Bar Foundation the following persons for election to the ABF Board of Directors to fill the following vacancies:

There are three terms expiring at the end of this fiscal year (2018):
Jennifer Chacon [2018] 1-year term (now eligible for a 5-year term)
Jimmy Goodman [2018] 5-year term (eligible for a second 5-year term)
Harold Pope [2018] 5-year term (eligible for a second 5-year term)

There are two unexpired terms to be filled:
Ellen J. Flannery, [2019] resigning from the Board with 1-year unexpired term
Judy Perry Martinez [2021] becoming ex-officio with a 3-year unexpired term

The Nominating and Orientation Committee recommended the following eligible individuals for election to the Board of Directors of the American Bar Foundation:

Sandra Chan – recommended to fill a 3-year unexpired term
Robert J. Grey, Jr. – recommended to fill a 1-year unexpired term

A brief statement on the candidates follows:

Candidates recommended for re-election:

Jennifer M. Chacón is a professor of law at the UCLA School of Law. She was previously Chancellor’s Professor of Law and Senior Associate Dean for Administration at UC Irvine School of Law. Professor Chacón’s research focuses in the fields of immigration law, constitutional law and criminal law and procedure. Her research has been funded by grants from the National Science Foundation and the Russell Sage Foundation. She is a co-author of the 2017 casebook *Immigration Law and Social Justice* (Aspen Press) and of numerous articles, essays and book chapters on citizenship, immigration, border control and human trafficking. Professor Chacón is a member of the American Law Institute. She serves on the executive committee of the American Association of Law School’s Section on Immigration, the Ninth Circuit Advisory Committee on Rules of Practice and Internal Operating Procedures, the Advisory Committee of the American Bar Foundation’s “Future of Latinos in the U.S.” project, and the University of Oxford Border Criminologies Advisory Group.
Jimmy Goodman is a senior trial attorney and past president at Crowe & Dunlevy. Since 1973, Goodman has specialized in high-stakes business litigation, product claims and disputes involving tribal compacts, economic development, gaming enterprises and federal Indian law. Goodman has tried cases before state, federal, bankruptcy and tribal courts representing individuals, small businesses and Native American Nations along with Fortune 500 companies. He currently serves as an officer on the Board of Directors of the American Bar Foundation. He is a past member of the ABA Board of Governors; has served on the ABA Commission on Domestic and Sexual Violence; ABA House of Delegates; ABA Task Force on Human Trafficking and numerous position of leadership in the ABA Litigation Section; ABA House of Delegates, Oklahoma Delegate (2005-13); Served on the ABA’s Council on Racial and Ethnic Justice, Commission on Racial and Ethnic Diversity, Commission on Sexual Orientation and Gender Identity, Commission on Hispanic Rights and Responsibilities. He is past chair of the Fellows of the ABF and co-chaired the ABF fund to create the foundation’s first endowed research chair for diversity and law.

Harold Pope is a litigator in the Detroit office of Dykema Gossett PLLC. He has extensive litigation experience representing local and national companies in State and Federal Courts on matters regarding commercial; products liability; defense of sex, age and race discrimination claims for corporate employers; personal injury; franchise termination and disputes over exclusive market areas; disputes between automotive suppliers and manufacturers; construction claims; general contract; small corporation disputes; professional malpractice; and directors' and officers' liability. He is a past president of the National Bar Association, Past Chair for the National Bar Institute, and Past Chair for the American Bar Association (ABA) Council on Racial and Ethnic Justice. Pope is also a past member of the ABA Board of Governors; the State Bar of Michigan Judicial Qualifications Committee; He is a current member of the Wolverine Bar Association, the D. Augustus Straker Bar Association; the ABA House of Delegates Nominating Committee, the ABA Audit Committee, and the American Bar Foundation Board of Directors.

Recommended for election:

Sandra Chan established her own estate planning, trusts and estates practice in 1997. Retired from private practice September 2016. Chan was a partner in the Los Angeles Office of Perkins Coie LLP; Of Counsel from 1996 to 2002; and maintained a Los Angeles office to service her Los Angeles-area clients. Chan has served in the American College of Trusts and Estates Counsel; is a Fellow and serves on Charitable Planning, Diversity and Inclusivity, International Estate Planning; and California Membership Committees; American Bar Foundation, Fellows Research Advisory Committee; Member, American Bar Association, Real Property, Probate and Trust Section; Member NAPABA (National Asian Pacific American Bar Association) Law Foundation Board Member; Trustee of Endowment Trust USC Probate & Trust Conference Planning Committee, Member and Speaker.

Robert J. Grey, Jr. is Senior Counsel -Retired from Hunton & Williams. His practice focused on regulatory, administrative and government-relations matters before state and local governments and their agencies. Grey continues his work serving as neutral in dispute resolution matters. He is the president and co-founder of the Leadership Council on Legal Diversity, and currently serves on the Board of Directors of the Legal Services Corporation. He is past president of the American Bar Association and has served on the Board of Trustees of Washington and Lee University. He is an honorary member of the Order of the Court, Washington and Lee University; recipient of the American Bar Association Spirit of Excellence Award; National Bar Association Gertrude E. Rush Award; National Bar Association Gertrude E. Rush Award.
Respectfully submitted,

David S. Houghton, Chair
Hilarie Bass
Ellen J. Flannery
Rew Goodenow
J. Anthony Patterson, Jr.
Walter L. Sutton, Jr.

*ABF Nominating and Orientation Committee*¹

¹ The ABF Nominating Committee consists of six (6) persons, including appointees from each of the following: the ABA President, Hilarie Bass; the ABE President, J. Anthony Patterson, Jr.; the ABF President, Ellen J. Flannery; and the Chair of the ABF Fellows, Rew R. Goodenow. In the absence of conflict, the practice has been for the four individuals holding these positions to serve on the Nominating Committee.
Jennifer M. Chacón is a Professor of Law at UCLA School of Law. She was previously Chancellor's Professor of Law and Senior Associate Dean for Administration at the University of California, Irvine, School of Law. She is the recipients of grants from the Russell Sage Foundation and the National Science Foundation, and the author of an immigration law textbook and over 50 law review articles, book chapters, expert commentaries and shorter articles and essays discussing immigration, criminal law, constitutional law and citizenship issues.

Professor Chacón is a member of the Executive Committee of the American Association of Law School’s Section on Immigration; the Ninth Circuit Court of Appeals Rules Committee; the University of Oxford Border Criminologies Advisory Group; the New York City Bar Association; and the Advisory Committee of the American Bar Foundation’s “Future of Latinos in the U.S.” project. She is a board member and Fellow of the American Bar Foundation. She was the Convenor of the Immigration Policy Advisory Committee to then-Senator Barack Obama during his 2008 presidential campaign and an outside advisor to the Immigration Transition Team of President-Elect Barack Obama from November 2008 through January 2009.

Professor Chacón was an associate of the New York law firm of Davis Polk and Wardwell from 1999-2003, after clerking the Honorable Sidney R. Thomas of the Ninth Circuit (1998-1999).
She began her career in law teaching at the U.C. Davis School of Law, where she received the Distinguished Teaching Award in 2009. She has also held appointments as a Visiting Professor of Law at Stanford Law School (2015-2016) and at Harvard Law School (2014-2015). She holds a Juris Doctor from Yale Law School and an A.B. with Distinction in International Relations from Stanford University.
Jimmy Goodman is a senior trial attorney and past president at Crowe & Dunlevy. Since 1973, Jimmy has specialized in high-stakes business litigation, product claims and disputes involving tribal compacts, economic development, gaming enterprises and federal Indian law. Jimmy has tried cases before state, federal, bankruptcy and tribal courts representing individuals, small businesses and Native American Nations along with Fortune 500 companies.

Jimmy recently represented Indian Nations in significant compact litigation with the state of Oklahoma—saving one nation several million dollars on a tobacco compact renewal dispute and saving another tens of millions of dollars in a gaming compact arbitration defeating the state’s efforts to unlawfully tax tribally-supported sales transactions on tribal lands.

In other cases, Jimmy saved his client millions of dollars by preventing the Department of Justice’s novel attempt at using “statistical sampling” in a Medicare fraud case to prove damages for unsampled claims; successfully defended the trial court’s summary dismissal of a seven figure life insurance bad faith claim seeking punitive damages; and persuaded the Oklahoma Supreme Court to grant the rare reversal of an arbitration award.
Jimmy was named 2016 and 2014 Lawyer of the Year in Gaming (OKC) by Best Lawyers, the oldest and most respected peer-review publication in the legal profession. He has also been ranked in Chambers USA Band 3 in 2017, named a 2015 Litigation Star by Benchmark Litigation and recognized in Oklahoma Super Lawyers in several specialty areas.

In 2009, Jimmy received the William G. Paul Oklahoma Justice Award, awarded annually by Legal Aid Services of Oklahoma, Inc. on behalf of Oklahoma's justice community for commitment to "the American promise of equal justice for all." Jimmy was the recipient of the Oklahoma Bar Association John E. Shipp Award for Ethics in 2006. That same year, the Oklahoma County Bar Association presented him with both the Leadership in Law Award for service to the legal profession, especially toward increasing diversity and pro bono service, and its highest award, the Bobby G. Knapp Bar Leadership Award for sustained leadership, distinguished by stewardship and professionalism reflecting the highest values of the legal community. He is a former president of the Oklahoma Bar Foundation and served for years on the Supreme Court of Oklahoma Uniform Civil Jury Instructions Committee.

Jimmy is actively engaged in professional, community and philanthropic activities:

- American Bar Association (ABA) Board of Governors (2013-16)
- ABA Commission on Domestic and Sexual Violence
- ABA House of Delegates, Oklahoma Delegate (2005-13) and Oklahoma County Bar Delegate (1996-2005)
- ABA Task Force on Human Trafficking, co-chair (2012-14)
- Held numerous positions of leadership in the ABA Litigation Section
- Served on the ABA’s Council on Racial and Ethnic Justice, Commission on Racial and Ethnic Diversity, Commission on Sexual Orientation and Gender Identity, Commission on Hispanic Rights and Responsibilities
- American Bar Foundation (ABF), Board of Directors and Treasurer
- Fellows of the ABF, past chair
- Co-chaired the ABF fund to create the foundation’s first endowed research chair for diversity and law

Jimmy received his J.D. from Stanford Law School, where he served on the Stanford Law Review.
Harold Pope is a litigator in the Detroit office of Dykema Gossett PLLC. Mr. Pope has extensive litigation experience representing local and national companies in State and Federal Courts on matters regarding commercial; products liability; defense of sex, age and race discrimination claims for corporate employers; personal injury; franchise termination and disputes over exclusive market areas; disputes between automotive suppliers and manufacturers; construction claims; general contract; small corporation disputes; professional malpractice; and directors' and officers' liability. His experience includes the dismissal and resolution of several multimillion dollar commercial disputes.

Pope is also very active in professional organizations, previously holding many leadership positions. He is a Past President for the National Bar Association, Past Chair for the National Bar Institute, and Past Chair for the American Bar Association (ABA) Council on Racial and Ethnic Justice. Pope is also a past member of the ABA Board of Governors, the State Bar of Michigan Judicial Qualifications Committee, and previously served on the Board of Trustees for the Detroit Metropolitan Bar Association Foundation. He is a current member of the Wolverine Bar Association, the D. Augustus Straker Bar Association, the ABA House of Delegates Nominating Committee, the ABA Audit Committee, and the American Bar Foundation Board of Directors.
Throughout his career, Pope has received numerous honors and awards, including the National Bar Association’s C. Francis Stradford Award, the State Bar of Michigan’s Champion of Justice Award, the D. Augustus Straker Bar Association Trailblazer Award, the Wolverine Bar Association’s Damon J. Keith Community Service Award, and the National Bar Association Commercial Law Section’s Cora T. Walker Legacy Award.

Pope received his J.D. from Duke University Law School, and a B.A., *summa cum laude*, in Political Science from Concordia College.
PROFESSIONAL HISTORY


Los Angeles - Joined the Los Angeles Office of Perkins Coie LLP, a multi-national law firm, as a Partner in 1992, was Of Counsel from 1996 to 2002, and maintained a Los Angeles office to service her Los Angeles-area clients.

EDUCATION
University of California at Los Angeles, A.B., 1976
University of California at Davis, J.D., 1979, member of Law Review

PROFESSIONAL AND CIVIC ACTIVITIES
American College of Trusts and Estates Counsel, Fellow and serves on Charitable Planning, Diversity and Inclusivity, International Estate Planning, and California Membership Committees
American Bar Foundation, Fellows Research Advisory Committee, Member
American Bar Association, Real Property, Probate and Trust Section, Member
NAPABA (National Asian Pacific American Bar Association) Law Foundation Board Member
Santa Barbara Symphony, Trustee of Endowment Trust
USC Probate & Trust Conference Planning Committee, Member and Speaker

SPEECHES AND PUBLICATIONS
Major presentations and writings include:
- Author of chapter in California Estate Planning, CEB (2017)
- “Ethical Considerations in Trust Administration,” Matthew Bender (1997-99)
- Co-authored two chapters in 3rd edition of Drafting California Irrevocable Living Trusts, CEB (1997)
“Tax Aspects of Property Transfers Incident to Divorce,” Orange County Bar Tax Section (1991)
“Forms of Property Ownership” and “Charitable Giving,” CEB Fundamentals of Estate Planning Course (1991)
Robert Grey, Jr.
Patron Fellow
Senior Counsel – Retired Hunton & Williams
President, Leadership Council on Legal Diversity
rgrey@HuntonAK.com 1 804 787 8044 direct

Relevant Experience

- Lobbying on behalf of the alcohol beverage industry, serving as chairman of the Virginia Alcoholic Beverage Control Board, 1982-1985; also representation on behalf of other industries' legislative interests, ranging from: automotive to healthcare (including medical professionals) to hospitality (restaurants, bars and hotels) to funeral directors.
- Regulatory and administrative litigation representing suppliers, distributors and franchisors in the following areas: alcohol beverage/food industries; professional services (including doctors, lawyers, dentists, pharmacists).
- Serves as neutral in mediations for disputes involving commercial and public policy matters.

Memberships

- Board Member, Legal Services Corporation, 2010 to present
- President, Leadership Council on Legal Diversity, 2010 to present
- Board of Governors, St. Catherine’s School, 2009-2015
- Board of Trustees, Washington and Lee University, 2008-2015
- President, American Bar Association, 2004-05

Awards & Recognition

- Most Influential Black Lawyers, Savoy magazine, 2015
- American Bar Association’s Spirit of Excellence Award, 2015
- Robert J. Grey, Jr. Negotiation Competition Washington and Lee Award, 2006 to present
- Leaders in the Law, Virginia Lawyers Weekly, Class of 2006
- National Bar Association's Gertrude E. Rush Award, 2003
- National Bar Association's Wiley A. Branton Award, 1998
- Alumni Star Award, Virginia Commonwealth University, 1995
- Order of the Court, Honorary Member, Washington and Lee University, 1993
1. **Reconstitution of A-E-F-C Pension Plan Administration Plan**

RESOLVED, that the Board of Governors extends its appreciation and gratitude to the volunteer members of the A-E-F-C Pension Plan Administration Committee for their faithful service.

FURTHER RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, effective at the conclusion of the ABA 2018 Annual Meeting the A-E-F-C Pension Plan Administration Committee shall be composed as follows:

1. ABA Treasurer;
2. ABA Deputy Executive Director (or the functional equivalent);
3. ABA Senior Associate Executive Director and Chief Financial Officer (or the functional equivalent);
4. ABA Senior Associate Executive Director and Chief Governance Officer (or the functional equivalent);
5. one individual nominated by the National Judicial College;
6. one individual nominated by the American Bar Endowment;
7. one individual nominated by the American Bar Foundation;
8.-(9) two volunteer members nominated by the President-Elect.

FURTHER RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, effective at the conclusion of the ABA 2018 Annual Meeting, individuals serve on the A-E-F-C Pension Plan Administration Committee for a term that lasts from the day the person assumes the position until the earliest any of the following occurs: (1) the person ceases performing in the position (to be automatically replaced by the person’s successor in the position) or, for volunteer members not serving by position, the expiration of the three year period commencing with the effective date of appointment (or, if earlier, the expiration of the unexpired term to which such member was appointed); (2) the person resigns as an A-E-F-C Pension Plan Administration Committee member pursuant to the terms of the A-E-F-C Pension Plan; or (3) the Board elects to remove any person, position, or otherwise alter the composition of the A-E-F-C Pension Plan Administration Committee pursuant to the terms of the A-E-F-C Pension Plan.

2. **A-E-F-C Pension Plan Administration Committee**

WHEREAS, the term of Joseph Roszkowski, member of the A-E-F-C Pension Plan Administration Committee (the “Committee”) expires at the conclusion of the 2018 Annual Meeting, and Kathryn Kennedy, member of the Committee has resigned effective at the conclusion of the 2018 Annual Meeting; and

WHEREAS, the Committee has been reconstituted such that three members are appointed by staff position with the ABA; and

WHEREAS, due to the reconstitution of the Committee it is considered necessary to remove Alan S. Rachlin as member of the Committee;
NOW, THEREFORE IT IS RESOLVED, that pursuant to Section 6.3 of the A-E-F-C Pension Plan, member Alan S. Rachlin is removed from the A-E-F-C Pension Plan Administration Committee effective at the conclusion of the ABA 2018 Annual Meeting.

3. **A-E-F-C Pension Plan Administration Committee**

   WHEREAS, the term of Kay H. Hodge, as the American Bar Foundation representative to the A-E-F-C Pension Plan Administration Committee, expires at the conclusion of the 2018 Annual Meeting; and

   WHEREAS, the American Bar Foundation requests the reelection of Kay H. Hodge as the American Bar Foundation representative to the A-E-F-C Pension Plan Administration Committee for a successive three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting;

   NOW, THEREFORE, IT IS RESOLVED that the Board elects Kay H. Hodge as the American Bar Foundation representative to the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

4. **A-E-F-C Pension Plan Administration Committee**

   WHEREAS, the term of Peter C. Bennett, as the National Judicial College representative to the A-E-F-C Pension Plan Administration Committee, expires at the conclusion of the 2018 Annual Meeting; and

   WHEREAS, the National Judicial College requests the election of Alan Brayton as the National Judicial College representative to the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting;

   NOW, THEREFORE, IT IS RESOLVED that the Board elects Alan Brayton as the National Judicial College representative to the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

5. **A-E-F-C Pension Plan Administration Committee**

   WHEREAS, the term of Priscilla E. Ryan, Chair of the A-E-F-C Pension Plan Administration Committee expires at the conclusion of the 2018 Annual Meeting; and

   WHEREAS, President-Elect Robert Carlson has requested the appointment of Ilene Gotts as member of the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting;
NOW, THEREFORE, IT IS RESOLVED that the Board elects Ilene Gotts as member of the A-E-F-C Pension Plan Administration Committee for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

FURTHER RESOLVED, that the members of the A-E-F-C Pension Plan Administration Committee and the expiration of their respective terms effective at the conclusion of the 2018 Annual Meeting are as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Term Expires at End of ABA Annual Meeting</th>
<th>Participating Employer Represented</th>
</tr>
</thead>
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<tr>
<td>Ilene Gotts</td>
<td>2021</td>
<td>ABA Representative</td>
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<td>Barry Hawkins</td>
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<td>ABA Representative</td>
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<tr>
<td>Michele Behnke</td>
<td>2020</td>
<td>ABA Treasurer</td>
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<tr>
<td>Jim Dimos</td>
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<tr>
<td>Bill Phelan</td>
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<tr>
<td>Alpha Brady</td>
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<td>ABA Staff</td>
</tr>
<tr>
<td>Howard Vogel</td>
<td>2020</td>
<td>ABE Representative</td>
</tr>
<tr>
<td>Kay Hodge</td>
<td>2021</td>
<td>ABF Representative</td>
</tr>
<tr>
<td>Alan Brayton</td>
<td>2021</td>
<td>NJC Representative</td>
</tr>
</tbody>
</table>
II. Report of the President
Ms. Flannery directed members’ attention to the written report in the agenda materials. She expressed her thanks for the members’ ongoing support of the American Bar Foundation. Ms. Flannery noted that the Foundation works closely with ABA leadership on many initiatives. Ms. Flannery also noted the importance of the ABE grant to the Foundation’s research program, and the importance of the financial support of the Fellows of the American Bar Foundation. Ms. Flannery concluded her report.

III. Report of the Executive Director
Ms. Flannery introduced ABF Executive Director Ajay Mehrotra. Mr. Mehrotra thanked members for their support and noted that the Foundation could not conduct its award-wining empirical and interdisciplinary research on law without the support of the members. In his report, Mr. Mehrotra noted the progress on the ABF’s strategic research plan. He reported that the strategic planning group looked closely at the mission statement of the ABF and refined the language in the mission statement. Mr. Mehrotra reported that the ABF research program has been classified into three thematic categories: 1) Learning and Practicing Law 2) Protecting Rights, Accessing Justice 3) Making and Implementing Law. Mr. Mehrotra gave several examples of current research projects that align with the three categories and the ABA’s main goals. Mr. Mehrotra also reported on the projects that the Foundation is working on in collaboration with the ABA and ABA leaders, including the Presidential Initiative under Hilarie Bass on long-term careers of women in law, and the model diversity survey spearheaded by Immediate Past President Paulette Brown. Mr. Mehrotra expressed his thanks for the opportunity to have the Foundation play a role in these projects. Mr. Mehrotra concluded his report.

IV. Report of the Nominating and Orientation Committee
Ms. Flannery directed members’ attention to the Report of the Nominating and Orientation Committee materials. She noted the slate of nominees recommended to fill four (4) vacancies on the ABF Board:

- Michael H. Byowitz, New York (for a five-year term)
- Doreen D. Dodson, Missouri (for a second five-year term)
- Jennifer Chacôn, California (for a one-year term)
- Lauren K. Robel, Indiana (for a five-year term)

Ms. Flannery directed members’ attention to the biographies of the recommended nominees.

Upon motion made and seconded the slate of recommended nominees was approved for election to the ABF Board of Directors.

There being no further business before the 65th Meeting of the Members of the American Bar Foundation, the meeting was adjourned at approximately 11:00am.
Board Governance Committee

Linda L. Randell, Chair, Board Governance Committee
Reports From Committee Chairs

Hon. Ramona G. See, Chair
Profession, Public Service and Diversity

Ilene K. Gotts, Chair
Finance

Andrew J. (Josh) Markus, Chair
Member Services
MEMORANDUM

TO: Members of the Board of Governors

FR: Alpha M. Brady

RE: Consent Calendar

DT: July 20, 2018

The Consent Calendar is comprised of the Report of the Committee Chairs of the Board. This Report will be distributed to you at the Board meeting on Friday, August 3, 2018. Following the oral reports from each of the Chairs of the Board Committees, the Consent Calendar will be approved without discussion except for those items that have been removed from the Consent Calendar.

Should you wish to remove an item from the Consent Calendar, please notify me the morning of Friday, August 3, 2018.
To: Board of Governors  
From: Rochelle E. Evans  
Date: July 25, 2018  
Subject: Draft ABA Strategic Plan

Attached please find the revised draft of the ABA Strategic Plan that the Board will consider at its August meeting. The Plan has been revised to incorporate changes as suggested by Sections/Divisions/Forums and Standing and Special Committees and Commissions. If you have any questions, please contact William R. Bay, Chair of the Strategic Planning Working Group.
The following Association goals were adopted by the House of Delegates in August 2008:

**GOALS:** 1) Serve our members; 2) improve our profession; 3) eliminate bias and enhance diversity; and, 4) advance the rule of law.

**GOAL I: Serve our members**

**STRATEGIES**

1. Provide benefits and services to members that will enable them to be better lawyers as they serve their clients, the public and the profession.

2. Develop and implement a comprehensive plan that communicates the value of the ABA to members and potential members.

3. Encourage membership in and active participation by every ABA member in Sections, Divisions and Forums.

4. Improve the user experience when accessing ABA content and services.

5. Make meaningful digital content available to all ABA members in useful and accessible formats.

6. Focus on retaining existing members and attracting new members.

**GOAL II: Improve our profession**

**STRATEGIES**

1. Advocate for increased pro bono and public service by lawyers.

2. Promote meaningful reform of legal education to prepare students for the practice of law of the future.

3. Draft, promote and adopt ethical and professionalism standards for the legal profession and the delivery of legal services and regularly review and provide guidance on those standards.
4. Create, support and market high-quality educational programs and initiatives using the unique human and other resources of the ABA.

5. Be a catalyst for innovation and the development of technology to reshape delivery of legal services, including access to legal services.

6. Work with state, local, special focus bar associations and others to improve our profession and justice system.

GOAL III: Eliminate Bias and Enhance Diversity

STRATEGIES

1. Lead by example and advocate for change to ensure fairness in the legal profession, the justice system, legal education and the ABA, with respect to race, ethnicity, gender, sexual orientation and identity and disability.

2. Develop and advocate training for the profession and all participants in the judicial system to eliminate bias and enhance diversity.

3. Adopt the broadest possible definition of a diverse legal profession.

4. Develop and implement focused efforts to recruit diverse members of the ABA.

5. Promote diversity and inclusion in leadership throughout the ABA.

GOAL IV: Advance the Rule of Law

STRATEGIES

1. Defend the rule of law in the United States and around the world.

2. Advocate for judicial independence.

3. Educate the public on the rule of law, the justice system, and the roles of judges and lawyers in society.

4. Ensure access to justice for all and support Legal Services Corporation, its affiliates and other legal aid organizations.

5. Evaluate candidates for the federal judiciary and communicate to members of Congress and the public the value of the ABA’s evaluation of candidates.

6. Advocate on behalf of the ABA in courts, Congress and other legislative bodies, and regulatory bodies.
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**STRATEGIES**

1. Advocate for increased pro bono and public service by lawyers.

2. **Develop strategy for Promote** meaningful reform of legal education to prepare students for the practice of law of the future.

3. **Continue to develop Draft**, promote and adopt ethical and professionalism standards for the legal profession and the delivery of legal services and regularly review and provide guidance on those standards.
4. **Continue to develop**, support and market high-quality educational programs and initiatives using the unique human and other resources of the ABA.

5. Be a catalyst for innovation and the development of technology to reshape delivery of and access to legal services, including access to legal services.

6. Work with state, local, special focus bar associations and others to improve our profession and justice system.

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Executive Director Jack L. Rives and the following management staff also attended: Martin D. Balogh, Alpha M. Brady, Holly Cook, James Dimos, H. Maria Enright, Michael Kreisberg, William K. Phelan, Jarisse J. Sanborn, Carol Stevens, and Thomas M. Susman.

President Klein called the meeting to order and welcomed the members of the Board, and Association staff.

The Secretary presented the minutes of the last meeting of the Members and

UPON MOTION DULY MADE, SECONDED, AND CARRIED:

The minutes of the August 4-5, 2016, meeting of the Members of American Bar Association CEELI, Inc., were approved as presented.

The Secretary moved the election of Directors of the Corporation for the coming year and

UPON MOTION DULY MADE, SECONDED, AND CARRIED:

The members of the Corporation re-elected Paulette Brown and Mary T. Torres and elected Linda A. Klein as 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 qualified.

There being no further business, the meeting was adjourned.

Respectfully submitted,

Mary T. Torres
RESOLVED, that Paulette Brown and Mary T. Torres are re-elected and Linda A. Klein is hereby elected, 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.

Thereafter, the meeting was adjourned.
ELECTION OF OFFICERS AND RESOLUTIONS

The Board of Directors of the American Bar Association CEELI, Inc. (“CEELI Inc.”), having met this __ day of August 2017 has elected the following officers and has made the following Resolutions:

RESOLVED, that the following are hereby elected as officers of the American Bar Association CEELI, Inc., each to serve a one-year term or until a successor is elected:

Hilarie Bass is elected Chair;
Jack L. Rives is elected President;
Mary L. Smith is elected Secretary;
Jarisse Sanborn is elected Assistant Secretary; and
Vlad Gurin is elected Treasurer.

RESOLVED, that Jack L. Rives is hereby empowered to execute documents on behalf of CEELI Inc.:

(1) to open and register representative and branch offices on behalf of CEELI Inc.;
(2) to conduct the business affairs of CEELI Inc., including submitting documents to entities, both private and governmental, reasonably necessary for the registration, operation and closure of its offices;
(3) to sign contracts reasonably necessary to conduct the business affairs of CEELI Inc.;
(4) to close and liquidate representative and branch offices on behalf of CEELI Inc.; and
(5) to delegate the authority to do each of the enumerated powers above to other individuals through written instruments executed by Jack L. Rives.
MEMORANDUM

July 2, 2018

To: ABA Board of Governors

From: John Milner, Section Chair
Section of Environment, Energy, and Resources

cc: Thomas Bolt, Board Liaison

Subject: Request for Approval of Section Bylaws Amendments

At its May 2018 meeting in Charleston, the Section of Environment, Energy, and Resources’ Council acted to amend its current bylaws, contingent on Board of Governors approval and ratification by Section membership at the Section’s Annual Business Meeting on August 4, 2018 in Chicago.

The proposed bylaw amendments include text that: (1) revises and shortens the descriptions of duties of section officers; (2) expressly adopts the ability of a member of a foreign bar association who is also a SEER member to serve as an officer of the Section; (3) increases the number of Section Council members to 15, (4) clarifies the terms of Section Council members so that all Council members serve three-year terms upon appointment; (5) provides additional detail on the submittal of the annual budget to Council for its review; and (6) provides for flexibility in Council meetings, including co-location with Section conferences and other cost-saving options such as providing for teleconference attendance rather than mandatory in-person meetings. Additionally, minor edits have been made to restructure some of the Bylaws headings and subparts and to incorporate by reference the Section’s Strategic Plan.

Enclosed for your review and approval are the proposed amendments to the Bylaws of the Section of Environment, Energy, and Resources.

Thank you for your consideration.
BYLAWS OF THE SECTION OF ENVIRONMENT, ENERGY AND RESOURCES OF THE AMERICAN BAR ASSOCIATION

ARTICLE I

Name and Mission

Section 1. Name: This Section shall be known as the Section of Environment, Energy, and Resources (“Section”) of the American Bar Association (“Association”).

Section 2. Mission Statement: The Section of Environment, Energy, and Resources is the premier forum for strategies and information for environmental, energy, and resource lawyers, advisors, and decision-makers. The Section will implement this mission statement through adoption and implementation of the periodic Strategic Plan.

ARTICLE II

Membership

Section 1. Eligibility: Any person shall be a member upon payment of dues designated for the relevant year.

Section 2: Member Dues: Each member of the Section shall pay to the American Bar Association dues in an amount to be established by the ABA and/or Council.

ARTICLE III

Officers and Their Duties

Section 1. Designated officers

The officers of the Section shall be a Chair, a Chair-Elect, a Vice Chair, a Secretary, a Budget Officer, an Education Officer, a Membership and Diversity Officer, and a Publications Officer. The officers, and the Immediate Past Chair and Section Delegates to the ABA House of Delegates, constitute the Executive Committee of the Section and may hold such telephonic or in-person meetings as designated by the Chair.

Section 2. Term

Each officer of the Section shall hold office for a term beginning at the close of the annual business meeting of the Section at which elected and ending at the close of the next succeeding annual business meeting of the Section, and until the officer’s successor shall have been elected.

Section 3. Automatic Succession of Chair-Elect and Vice-Chair
At the close of each annual business meeting of the Section, or upon the resignation or death of
the Chair at an earlier date, the Chair-Elect whose term of office expires at that time shall
automatically become Chair of the Section and the Vice Chair whose term of office expires at
that time shall automatically become Chair-Elect without the need for any further election.

Upon the death, resignation or during the disability of the Chair, or upon the Chair's refusal to
act, the Chair-Elect shall perform the duties of the Chair during the remainder of the Chair's term
or disability. If, for one of the foregoing reasons, the Chair-Elect is serving in the capacity of
Chair at the commencement of the annual business meeting of the Section at which the Chair-
Elect is to assume the position of Chair, the Chair-Elect shall officially take that office. In the
event of the death or resignation of the Chair-Elect, the Vice Chair shall immediately succeed to
the office of Chair-Elect and the office of Vice Chair shall remain vacant until the next annual
business meeting of the Section, unless the Council directs the Nominating Committee to fill the
Vice Chair position.

Upon the death, resignation, or during the disability of both the Chair and Chair-Elect, or upon
the refusal of both to act, the Vice Chair shall perform the duties of the Chair for the remainder
of the Chair's term, except in the case of disability, and then only so long as the disability of the
Chair or Chair-Elect, whichever terminates first, shall last.

Section 4. Officer Duties. The functions, duties, and authorities of the officers shall be as
follows:

(a) Chair. The Chair shall preside at all meetings of the Section and of the Council and
the Executive Committee. The Chair shall present at each annual meeting of the Association a
report of the work of the Section for the then closing year. The Chair shall perform such other
duties and acts as usually pertain to the office. In addition, the Chair may appoint such other
committees or task forces as he or she deems necessary to accomplish the mission of the Section,
subject to confirmation by Council at its next scheduled meeting.

(b) Chair-Elect. The Chair-Elect shall arrange for the appointment of the committee
chairs who will serve during the Chair-Elect's coming term as Chair. The Chair-Elect shall aid
the Chair in the performance of that officer's responsibilities in such manner and to such extent
as the Chair may request. The Chair-Elect shall perform such further duties and have such further
powers as usually pertain to the office, or as may be designated by the Council or the Chair.

(c) Vice Chair. The Vice Chair shall aid the Chair and Chair-Elect in the performance of
their responsibilities in such manner and to such extent as either may request. The Vice Chair
shall perform such further duties and may have such further powers as usually pertain to the
office or as may be designated by the Council or Chair.

(d) Secretary. The Secretary shall record and maintain an accurate account of the
proceedings of all meetings of the Council and Executive Committee. The Secretary, in
conjunction with the Chair, as authorized by the Council, shall attend generally to the record
keeping and business of the Section.
(e) **Budget Officer.** The Budget Officer shall keep an accurate record of all moneys appropriated to and expended for the purposes of the Section and prepare such reports, budgets, and other financial management reports as requested by the Chair or by Council, including preparation of a proposed Budget Policy and a proposed Annual Budget as may be requested by the Chair or by the Council. The Budget Policy and Annual Budget shall be approved in accordance with Article V, Section 6.

(f) **Education Officer.** The Education Officer shall oversee the Section's educational programs, including all Section conferences, workshops, seminars, teleconferences, and other Section educational programs.

(g) **Membership and Diversity Officer.** The Membership and Diversity Officer shall oversee the Section's membership activities and shall be responsible for creating and implementing Section programs consistent with enhancing overall membership and the diversity of members in the Section.

(h) **Publications Officer.** The Publications Officer shall oversee the Section's publications program, including the Section’s website, as well as all books, monographs, newsletters, magazines, and journals, whether in print or electronic form.

Section 5. **Executive Committee:** The Executive Committee shall consist of the officers, the immediate past Chair, and the Section Delegates to the ABA House of Delegates. The Executive Committee shall have full authority to act for the Section at all times between meetings of the Council, including budgetary adjustments, authorizations and expenditures subject to subsequent Council resolution. A quorum of the Executive Committee shall be six members. All votes of the Executive Committee shall be made based on a majority of those attending, provided there is a quorum in attendance.

Section 6. **Governance and Special Chair-designated Committees.** The Chair shall appoint a chair of a Governance Committee, which shall evaluate proposals for new Section Committees or the termination of existing Section committees, internal policies, manuals, and Bylaw amendments that relate to governance of the Section and make recommendations on such proposals to the Chair and Council.

Section 7. **Vacation of position due to non-participation:** If any Officer shall fail to participate in three consecutive regular meetings of the Council, unless at least two of these absences can be excused for good cause, then that person’s position shall be automatically vacated. In the event an officer position other than that of Chair or Chair-Elect is vacated, the Nominating Committee shall nominate a successor for the vacated position, who shall assume office immediately upon approval of the Council. An Officer who loses his or her position due to these provisions may request reinstatement by written petition to, and approval by, the Executive Committee.

**ARTICLE IV**

**Section Delegates and their Duties**
Section 1. The Nominating Committee shall recommend appointments of up to two Section Delegates to the House of Delegates, who shall be elected pursuant to the then applicable provisions of the Constitution of the Association, and whose terms shall commence and end at the times provided in the applicable provisions of the Constitution of the Association. It shall be the responsibility of the Section Delegates to represent the Section in the House of Delegates and to provide an effective liaison between the Section and the House of Delegates.

ARTICLE V

Council and Its Duties

Section 1. Governing Body: In addition to the powers and duties given elsewhere in these Bylaws, the Council shall have general supervision and control of the affairs of the Section, subject to the provisions of the Constitution and Bylaws of the Association and these Bylaws. The Council shall have full authority to act for the Section.

Section 2. Council Membership: The Section Council shall consist of the Officers of the Section, the Section Delegates to the House of Delegates and the immediate past Chair, as an ex-officio member, together with fifteen members to be elected by the Section as hereinafter provided. Past Chairs of the Section, not elected members of the Council shall become honorary members of the Council. As such, they shall be given notice of and shall have the right to attend any and all meetings of the Council and to participate in any discussion thereat, but shall not have any voting rights at any such meeting.

Section 3. Term: Each elected member of the Council who has not resigned or vacated the position shall hold office for a term beginning at the close of the Annual Business Meeting of the Section. In the event of a vacancy, the Nominating Committee shall nominate a successor for the vacated position who shall assume office immediately upon approval of the Council. Members elected by the Council during a portion of the annual year but prior to the annual meeting to fill a vacancy shall serve only until the close of the next Annual Business Meeting. Members elected at the Annual Business Meeting to fill a vacancy shall serve for the unexpired remainder of the term. In either case, if otherwise eligible, a member appointed to fill a vacancy may subsequently be elected for a regular term.

Section 4. Term limits: No person shall be eligible for selection as a member of the Council if that person is then a member of the Council and has been so continuously for three years or more. This provision shall not bar (1) election of that person as an officer or (2) selection of a person as a member of the Council who has previously served on Council.

Section 5. Vacation for non-participation: If any elected member of the Council shall fail to attend three consecutive regular meetings of the Council, unless at least two of these absences are excused for good cause, that person’s position shall be automatically vacated. A Council member whose position is automatically vacated may request reinstatement by written petition to, and approval by, the Executive Committee.
Section 6. **Section Committees**: The Council may authorize the Chair to appoint committees of Section members to perform such duties and exercise such powers at the Council may direct, subject to the Bylaws.

Section 7. **Budget submittal and adoption**: A draft Annual Budget shall be submitted by the Budget Officer to Council at least ten days before the Annual Meeting. The Council shall review and adopt no later than at the Annual Business Meeting an annual budget based upon the current Budget Policy for the Section and such other considerations as the Chair deems appropriate to implement the mission and strategic plan of the Section.

Section 8. **Limitations on non-budgetary expenditures**: The expenditure of any money not authorized in the annual budget shall require be subject to review and approval as set forth in the current Budget Policy for the Section. The Executive Committee shall report on any authorization for non-budgetary expenditures made in accordance with the Budget Policy and Council shall review any such discretionary expenditure at its next regular meeting. Council must expressly approve any non-budgeted expenditure in a single amount above $10,000.

Section 9. **Meeting schedule**: The Council shall hold up to four regular meetings each year, with one meeting to be held at the time of the Annual Meeting of the American Bar Association. The Council may meet in telephonic session at any time and place on the call of the Chair or any three members of the Council.

Section 10. **Voting**: All action of the Council shall be by a majority vote of the Council present in person or voting electronically, provided that a quorum of at least fifteen (15) members of the Council is present at the meeting.

Section 11. **Notification of voting items prior to meeting**: The Chair of the Section may, and upon the request of any member of the Council shall, submit or cause to be submitted in writing, to the Council, any proposition upon which the Council may be authorized to act. The members of the Council may vote upon such proposition by communicating their vote, orally, if present, or in writing over their respective signatures, to the Secretary, who shall record in the minutes each submitted proposition and the vote of the Council thereon. A majority vote of the Council, so recorded, shall constitute binding action of the Council on the submitted matter.

Section 12. **Nomination to Board of Governors**: The Council shall nominate a Section member-at-large of the Board of Governors of the Association. The election of the nominee shall be made by the Council from those Section members eligible for election to the Board of Governors under the requirements of the Constitution of the Association. On behalf of the Council, the Chair shall submit the nomination to the Association, which shall be subject to the Constitution and Bylaws of the Association.

Section 13. **Non-U.S. Lawyer Associate Members**: Non-U.S. lawyer Associates of environmental, energy and resources sections of foreign bar associations including, but not limited to, the National Environmental, Energy and Resources Law Section of the Canadian Bar Association, may serve on the Section Council and may serve as an officer of the Section.
ARTICLE VI

Annual Business Meeting and Special Meetings of the Section

Section 1. Annual Meeting Time: The Annual Business meeting of the Section shall be held at or about the time of the Annual Meeting of the American Bar Association, with such program and order of business as may be arranged by the Council.

Section 2. Special Meetings: The Chair upon approval of the Council, may call Special Meetings of the Section at such times and places as the Council may determine.

Section 3. Quorum: The members of the Section present at the Annual Business Meeting and at any Special Meeting(s) of the Section shall constitute a quorum for the transaction of business.

Section 4. Voting: All binding action of the Section shall be by a majority vote of the membership present.

Section 5. Interim Action: The Section’s Executive Committee or the Council have authority to act for the Section as to all matters whatsoever that require action during the intervals between the Annual Business Meetings of the Section. The Council may direct that a matter be submitted to the membership of the Section for vote.

ARTICLE VII

Elections

Section 1. Nominating Committee: The immediate past chair shall appoint and chair a nominating committee composed of five members of the Section who are not candidates for office. The Nominating Committee shall include the Section Vice Chair, two past section chairs, and one section member who is not currently an officer or council member. The Section Chair and Chair-Elect will serve as ex-officio non-voting members of the Nominating Committee. Not later than the Spring Meeting of the Section’s Council, the Nominating Committee shall report for Council review and approval its nominations for the offices of:

- Vice Chair
- Secretary
- Budget Officer
- Education Officer
- Membership and Diversity Officer
- Publications Officer
- Section Delegates: two (each to serve three years)
- Council: fifteen total (each year: five general positions to serve three years,)

Section 2: Approval of Nominees: Upon Council approval (or modification) of the Nominating Committee’s recommendations, the approved nominees shall be subject to a final binding vote by the Section at the Annual Business Meeting. Section members may nominate alternative
members at the Annual Business Meeting. Upon two seconds from other Section members that floor nomination will be listed and voted on as an alternative to the nominee recommended by Council.

Section 3. **Interim Nominations**: In addition, the Nominating Committee shall make such further nominations as may be necessary to fill vacancies that will exist at or before the Annual Business Meeting of the Section. The Nominating Committee shall then submit its nominations which have been approved by the Council to the Annual Business Meeting of the Section for approval by the membership.

**ARTICLE VIII**

**Miscellaneous Provisions**

Section 1. **Fiscal Year of Section**: The membership year and fiscal year of the Section shall be the same as that of the American Bar Association.

Section 2. **Approval of Bills for Payment**: All bills incurred by the Section, before being forwarded to the Treasurer of the American Bar Association for payment, shall be approved by the Chair or the Secretary or, if the Council shall so direct, by both of them.

Section 3. **No compensation**: No salary or compensation shall be paid to any officer, member of the Council, or member of a committee.

Section 4. **Action requiring ABA authorization**: Any action by this Section must be approved by the American Bar Association before the same becomes effective as the action of the American Bar Association. Any resolution adopted or action taken by this Section may on request of the Section be reported by the Chair of the Section to the Annual or Midyear meeting of the American Bar Association House of Delegates or any meeting of the American Bar Association Board of Governors for action thereon as necessary or appropriate.

Section 5. **Effective Date**: These Bylaws or any subsequent amendment thereto shall become effective upon the approval thereof by the House of Delegates upon recommendation of the Board of Governors of the Association.

Section 6. **Amendments**: These Bylaws may be amended at any Annual Business Meeting of the Section by majority vote of those Section members present and voting, provided such proposed amendment shall first have been approved by a majority of the Council, and provided, further, that no amendment so adopted shall become effective unless approved in accordance with the Constitutions and Bylaws of the Association.
BYLAWS OF THE SECTION OF ENVIRONMENT, ENERGY AND RESOURCES OF
THE AMERICAN BAR ASSOCIATION

COMMENT: The Governance Committee recommends that the Section’s Bylaws be viewed as the “constitution” of the Section. The Bylaws set forth the overarching principles and organization structure of the Section and guides the activities of the Council, Officers and Membership.

The proposed revisions are intended to simplify and streamline the Bylaws to allow Section Council and Officers to address evolving changes in environment, energy, and resources law (as well as evolving changes in ABA governance) more promptly via plans (e.g. the Strategic Plan) policies (e.g., the Budget Policy), guidance, manuals and/or committees, task forces, special committees, etc.

This approach will avoid the need to seek Bylaw approval from the ABA’s Board of Governors for changes to plans, policies, manuals and the like, for routine Section matters.

ARTICLE I

Name and Mission, and Goals

Section 1. Name: This Section shall be known as the Section of Environment, Energy, and Resources (“Section”) of the American Bar Association (“Association”).

Section 2. Mission Statement: The Section of Environment, Energy, and Resources is the premier forum for strategies and information for environmental, energy, and resource lawyers, advisors, and decision-makers. The Section will implement this mission statement through adoption and implementation of the periodic Strategic Plan.

Section 3. In order to accomplish its mission, the Section will endeavor to provide quality programming, information, and materials to its members; position itself so that its input and support are sought during the formulation and discussion of public policy; increase and strengthen its membership; identify and develop future leaders; be a fiscally stable and well-managed organization; and be structured and governed effectively and efficiently.

The Section will carry out these goals in such a way as to meet its commitments to public service and to diversity.
COMMENT: To allow for periodic revisions to Mission of the Section through 3-year Strategic Plan revisions, as approved by Council, rather than more cumbersome By-Law changes.

The deleted items listed above (a-f) are included in, and part of, the Section’s Strategic Plan.

ARTICLE II

Membership

COMMENT: New Section 1 added.

Section 1. Eligibility: Any person shall be a member upon payment of dues designated for the relevant year.

COMMENT: New Section 2 – Previously Section 1.

Section 2: Member Dues: Each member of the Section who has for at least one prior year been a member of the Section shall pay to the American Bar Association annual Section dues in an amount to be established by the ABA and/or Council. The amount of Section dues may be changed at such time or times as the Council may approve, without further approval by the ABA Board of Governors, except that annual Section dues for members of the Section shall in no case exceed seventy-five dollars ($75.00) and except that annual Section dues for members of the Law Student Division shall be five dollars ($5.00).

COMMENT: This revision refers to dues that may be imposed either by Council or ABA rather than a specific dues amount. This change reflects the likely changes to ABA-wide dues structure to be implemented under One ABA.

ARTICLE III

Officers and Their Duties

Section 1. Designated officers

The officers of the Section shall be a Chair, a Chair-Elect, a Vice Chair, a Secretary, a Budget Officer, an Education Officer, a Membership and Diversity Officer and a Publications Officer. The officers, and the Immediate Past Chair and the Section Delegates to the ABA House of Delegates, constitute the Executive Committee of the Section and may hold such telephonic or in-person meetings as designated by the Chair.

Section 2. Term

Each officer of the Section who has not resigned or vacated the office shall hold office for a term beginning at the close of the annual business meeting of the Section at which elected and ending
at the close of the next succeeding annual business meeting of the Section, and until the officer's successor shall have been elected.

Section 3. **Automatic Succession of Chair-Elect and Vice-Chair**

At the close of each annual business meeting of the Section, or upon the resignation or death of the Chair at an earlier date, the Chair-Elect whose term of office expires at that time shall automatically become Chair of the Section and the Vice Chair whose term of office expires at that time shall automatically become Chair-Elect without the need for any further election to the offices of Chair and Chair-Elect.

**COMMENT**: This paragraph moved from Section 4 (B) and (C) below.

Upon the death, resignation or during the disability of the Chair, or upon the Chair's refusal either to act or to decide a matter of importance to the Section, the Chair-Elect shall perform the duties of the Chair during the remainder of the Chair's term or disability, as the case may be. If, for one of the foregoing reasons, the Chair-Elect is serving in the capacity of Chair at the commencement of the annual business meeting of the Section at which the Chair-Elect is to assume the position of Chair, the Chair-Elect shall officially take that office. In the event of the death or resignation of the Chair-Elect, the Vice Chair shall immediately succeed to the office of Chair-Elect and the office of Vice Chair shall remain vacant until the next annual business meeting of the Section, unless the Council directs the Nominating Committee to fill the Vice Chair position.

Upon the death, resignation, or during the disability of both the Chair and Chair-Elect, or upon the refusal of both to act, the Vice Chair shall perform the duties of the Chair for the remainder of the Chair's term, except in the case of disability, and then only so long as the disability of the Chair or Chair-Elect, whichever terminates first, shall last.

**COMMENT**: To clarify and combine Officer Succession issues into single Section.

Section 4. **Officer Duties.** Subject to the direction and control of the Council, the functions, duties, and authorities of the officers shall be as follows:

(a) **Chair.** The Chair shall preside at all meetings of the Section and of the Council and the Executive Committee. The Chair shall formulate and present at each annual meeting of the Association a report of the work of the Section for the then closing year. The Chair shall perform such other duties and acts as usually pertain to the office. In addition, the Chair may appoint such other committees as he or she deems necessary to accomplish the mission of the Section, subject to confirmation by Council at its next scheduled meeting.

(b) **Chair-Elect.** The Chair-Elect shall arrange for the appointment of the committee chairs who will serve during the Chair-Elect's coming term as Chair. The Chair-Elect shall aid the Chair in the performance of that officer's responsibilities in such manner and to such extent as the Chair may request. The Chair-Elect shall perform such further duties and have such further powers as usually pertain to the office, or as may be designated by the Council or the Chair.
Upon the death, resignation or during the disability of the Chair, or upon the Chair's refusal either to act or to decide a matter of importance to the Section, the Chair-Elect shall perform the duties of the Chair during the remainder of the Chair's term or disability, as the case may be. If, for one of the foregoing reasons, the Chair-Elect is serving in the capacity of Chair at the commencement of the annual business meeting of the Section at which the Chair-Elect is to assume the position of Chair, the Chair-Elect shall officially take that office. In the event of the death or resignation of the Chair-Elect, the Vice Chair shall immediately succeed to the office of Chair-Elect and the office of Vice Chair shall remain vacant until the next annual business meeting of the Section.

**COMMENT**: The deleted provisions have been revised and moved to officer succession Section.

(c) **Vice Chair**. The Vice Chair shall aid the Chair and Chair-Elect in the performance of their responsibilities in such manner and to such extent as either may request. The Vice Chair shall perform such further duties and may have such further powers as usually pertain to the office or as may be designated by the Council or Chair. Upon the death, resignation, or during the disability of both the Chair and Chair-Elect, or upon the refusal of both to act, the Vice Chair shall perform the duties of the Chair for the remainder of the Chair's term, except in the case of disability, and then only so long as the disability of the Chair or Chair-Elect, whichever terminates first, shall last.

**COMMENT**: The deleted provisions have been revised and moved to officer succession Section.

(d) **Secretary**. The Secretary shall consult with and assist all the officers of the Section as to the work of the Section generally in such manner and to such extent as they may request. The Secretary shall record and maintain an accurate account of the proceedings of all meetings of the Council and Executive Committee. The Secretary, in conjunction with the Chair, as authorized by the Council, shall attend generally to the record keeping and business of the Section.

(e) **Budget Officer**. The Budget Officer shall keep an accurate record of all moneys appropriated to and expended for the purposes of the Section and prepare such reports, budgets, and other financial management reports as requested by the Chair or by Council, including preparation of a proposed Budget Policy and a proposed Annual Budget. The Budget Officer shall monitor all accounts, reports, and other documents prepared as to Section funds, revenues, and expenditures, and seek to make certain that all such accounts, reports, and other documents are, at all times, accurate and correct. The Budget Officer shall report on the Section's present and projected financial condition at each meeting of the Section Council and shall report on any development which would have a significant impact on the financial condition of the Section. At least once each year, the Budget Officer shall prepare a report on the Section’s financial affairs and financial condition and a projected budget for the Section on an annual basis and submit such projected budget to the Council for approval or modification at the time of the annual business meeting of the Section, or such other time as may be expressly fixed by the Council. The Budget Officer shall prepare such other recommendations and special reports on financial
affairs of the Section as may be requested by the Chair or by the Council of the Section. The Budget Policy and Annual Budget shall be approved in accordance with Article V, Section 6.

**COMMENT:** The Governance Committee recommends that the deleted sentences be included in Governance Manuals’ description of Budget Officer duties and that the deleted references to the financial reports be included in the Budget Policy to allow the Officers or Council to request a Budget Policy and/or revisions to same without need to revise the Bylaws.

(f) **Education Officer.** The Education Officer shall oversee the Section's educational programs, including all Section workshops, seminars, teleconferences, and other Section educational programs. The Education Officer shall monitor all applications and other requests by Section members to hold educational programs to ensure that all Section educational programs: (1) meet the Section's high standards for quality; (2) are consistent with the Section's budget guidelines for educational programs; and (3) if required or appropriate, meet any applicable accreditation requirements that have been or may be established by individual states. The Education Officer shall report on the status of the Section's present and projected educational program at Section Council.

**COMMENT:** The Governance Committee recommends that the deleted sentences be included in the Governance Manual’s description of Education Officer duties, rather than in the Bylaws.

(g) **Membership and Diversity Officer.** The Membership and Diversity Officer shall oversee the Section's membership activities and shall be responsible for creating and implementing Section programs consistent with enhancing overall membership and the diversity of members in the Section, (i) to maintain current membership; (ii) to encourage future growth in all substantive areas of the Section; (iii) to create programs to attract and involve minorities, women, and persons with disabilities in accordance with ABA Goal III; and (iv) to work with Association staff in furtherance of these responsibilities. The Membership and Diversity Officer shall report on the Section's present and projected membership levels and status at each Council meeting. The Membership and Diversity Officer shall consult with the Chair and other officers of the Section on the projected impact of any proposals by the Section or the Association to change the amount of the membership dues of either the Association or the Section.

**COMMENT:** The Governance Committee recommends that the deleted sentences be included in the Governance Manual’s description of duties for Membership and Diversity Officer, rather than in the Bylaws.

(h) **Publications Officer.** The Publications Officer shall oversee the Section's publications program, including the Section’s website, as well as all books, monographs, newsletters, magazines, and journals, whether in print or electronic form. The Publications Officer shall be responsible for the coordination of all Section publications in an effort to address all substantive areas of interest and to provide additional non-dues revenues for the Section. The Publications Officer shall consult with and assist the Chair in appointing editors of the Section’s
publications. The Publications Officer shall report on the status of the Section’s present and projected publication program at each Council Meeting.

**COMMENT:** The Governance Committee recommends that the deleted sentences be included in the Governance Manual’s description of the Publication Officer’s duties, rather than Bylaws. Added the “Section’s website” to the duties of the Publication Officer.

Section 5. **Executive Committee.** There shall be an Executive Committee which shall consist of the officers, the immediate past Chair, and the Section Delegates to the House of Delegates. The Executive Committee shall have full authority to act for the Section at all times between meetings of the Council, including budgetary adjustments, and authorizations and expenditures subject to subsequent Council resolution. A quorum of the Executive Committee shall be at least six members, and shall have full authority to act for the Section at all times between meetings of the Council, including budgetary adjustments and authorizations and expenditures subject to subsequent Council resolution. All votes of the Executive Committee shall be made based on a majority of those attending, provided there is a quorum at least six members are in attendance.

**COMMENT:** Clarified and confirms that the Executive Committee has authority to address budgetary matters between meetings of Council, subject to subsequent Council approval.

Section 6. **Governance and Special Chair-designated Committees.** The Chair shall appoint a chair(s) of a Governance Committee. The Governance Committee shall evaluate proposals for new Section committees or the termination of existing Section committees, internal policies, manuals, and Bylaw amendments that relate to governance of the Section and make recommendations on such proposals to the Chair and Council.

**COMMENT:** Provides flexibility for Chair or Council to request Governance Committee to develop and/or revise internal policies, manuals, not simply governance manual, e.g., change of governance manual to “leadership” or other-named manual that may be requested by Council.

Clarifies and confirms that Chair has authority to create and appoint Special Committees to provide opportunity to quickly address changing external circumstances.

Section 7. **Vacation of position due to non-participation:** If any Officer shall fail to participate in attend three consecutive regular meetings of the Council, unless at least two of these absences can be excused for good cause, or if any Officer shall fail to attend four consecutive regular meetings of the Council, then that person’s position shall be automatically vacated. For purposes of this Section, participating in a Council meeting via telephone may only be counted as attendance for one of the four Council meetings conducted each year. For Council meetings that are held over consecutive days, in-person participation in at least one of the meeting days shall count as in-person attendance for the entire Council meeting. In the event the Chair or Chair-
Elect position is automatically vacated, the succeeding officer whose term of office expires at that time shall automatically become Chair or Chair-Elect, as the case may be, without the need for any election to the offices of Chair or Chair-Elect. In the event an officer position other than that of Chair or Chair-Elect is vacated, the Nominating Committee shall nominate a successor for the vacated position, who shall assume office immediately upon approval of the Council. An Officer who loses his or her position due to these provisions may request reinstatement by written petition to, and approval by, the Executive Committee.

ARTICLE IV

Section Delegates and their Duties

Section 1. The Nominating Committee shall recommend appointments of up to two Section Delegates to the House of Delegates, who shall be elected pursuant to the then applicable provisions of the Constitution of the Association, and whose terms shall commence and end at the times provided in the applicable provisions of the Constitution of the Association. It shall be the responsibility of the Section Delegates to represent the Section in the House of Delegates and to provide an effective liaison between the Section and the House of Delegates.

ARTICLE V

Council and Its Duties

**COMMENT:** New Section to set forth Council’s powers and duties and conform to ABA Model Bylaws.

Section 1. **Governing Body:** In addition to the powers and duties given elsewhere in these Bylaws, the Council shall have general supervision and control of the affairs of the Section, subject to the provisions of the Constitution and Bylaws of the Association and these Bylaws. The Council shall have full authority to act for the Section.

Section 2. **Council Membership:** There shall be a The Section Council which shall consist of the Officers of the Section, the Section Delegates to the House of Delegates, any ex-officio Council member appointed from an environmental, energy and resources section of a foreign bar association pursuant to Section 12 of this Article V, and the immediate past Chair, all of whom shall be members as an ex officio member, together with fourteen members to be elected by the Section as hereinafter provided. Past Chairs of the Section, not elected members of the Council, shall become honorary members of the Council. As such, they shall be given notice of and shall have the right to attend any and all meetings of the Council and to participate in any discussion thereat, but shall not have any voting rights at any such meeting.
Section 23. **Term:** Except as otherwise provided in Article VII, Section 1, each elected member of the Council who has not resigned or vacated the position shall hold office for a term beginning at the close of the Annual Business Meeting of the Section at which elected and ending at the close of the third succeeding annual business meeting of the Section. In the event of a vacancy, the Nominating Committee shall nominate a successor for the vacated position who shall assume office immediately upon approval of the Council. Members elected by the Council during a portion of the annual year but prior to the annual meeting to fill a vacancy shall serve only until the close of the next Annual Business Meeting. Members elected at the Annual Business Meeting to fill a vacancy shall serve for the unexpired remainder of the term. In either case, if otherwise eligible, a member appointed to fill a vacancy may subsequently be elected for a regular term.

Section 43. **Term limits:** No person shall be eligible for selection as a member of the Council, if that person is then a member of the Council and has been so continuously for three years or more. This provision shall not bar (1) election of that person as an officer or (2) selection of a person as a member of the Council who has previously served on Council.

Section 5. **Vacation for non-participation:** If any elected member of the Council shall fail to attend three consecutive regular meetings of the Council, unless at least two of these absences are excused for good cause, or if any member shall fail to attend four consecutive regular meetings of the Council, that person’s position shall be automatically vacated. For Council meetings that are held over consecutive days, in-person participation in at least one of the meeting days shall count as in-person attendance for the entire Council meeting. For purposes of this Section, participating in a Council meeting via telephone or similar electronic media may only be counted as attendance for one of the four Council meetings conducted each year. A Council member whose position is automatically vacated may request reinstatement by written petition to, and approval by, the Executive Committee.

Section 6. **Section Committees:** The Council may authorize the Chair to appoint committees of Section members to perform such duties and exercise such powers at the Council may direct, subject to the Bylaws.

Section 75. **Budget submittal and adoption:** The Council shall adopt annually a budget. The expenditure of any money not authorized in such budget shall require express Council approval. The Council shall not authorize commitments, contracts or expenditures which entail the payment during a fiscal year of more money than the funds available from the revenues of the Section reasonably projected for such fiscal year without the approval of the Board of Governors, except that it may authorize the expenditure, in addition to current revenues, of such amount of all of any surplus or previously accumulated reserve funds of the Section as it shall deem advisable.
A draft Annual Budget shall be submitted by the Budget Officer to Council at least ten days before the Annual Meeting. The Council shall review and adopt no later than at the Annual Business Meeting an annual budget based upon the current Budget Policy for the Section and such other considerations as the Chair deems appropriate to implement the mission and strategic plan of the Section.

**COMMENT:** The Governance Committee believes that Bylaws should only contain either delegations or restrictions on the Council’s authority, rather than “aspirational” goals such as a balanced budget. Such goals are better set forth in Budget Policy. In addition, the 2017 Budget Policy now refers to an “Annual Budget” rather than “budget.” Changes conform Bylaws to current actual process and procedures. Deleted provisions to be included, if needed, in Governance Manual or other policy or guidance of Section, which will allow for revisions by Council as needed. Section 7. The Council, during the interim between annual business meetings of the Section, may fill vacancies in its own membership, including all officers.

**COMMENT:** The above Sections are now addressed in other Sections of Bylaws.

**COMMENT:** The Following Section 7 is new and replaces the 2nd paragraph of Section 10 of the current Bylaws:

Section 8. **Limitations on non-budgetary expenditures:** The expenditure of any money not authorized in the annual budget shall require be subject to review and approval as set forth in the current Budget Policy for the Section. The Executive Committee shall report on any authorization for non-budgetary expenditures made in accordance with the Budget Policy and Council shall review any such discretionary expenditure at its next regular meeting. Council must expressly approve any non-budgeted expenditure in a single amount above $10,000.

**COMMENT:** Any discretionary spending is to be based on Budget Policy in effect at time of request for discretionary spending.

Section 9. **Meeting schedule:** The Council shall hold up to four regular meetings each year, with one meeting to be held at the time of the Annual Meeting of the American Bar Association, one meeting shall be held in the fall; one meeting shall be held at or about the time of each Midyear Meeting of the Association; one meeting shall be held in the spring; and one meeting shall be held at the time of each Annual Meeting of the Association. The Council may meet in telephonic executive session at any time and place on the call of the Chair or any three members of the Council.

**COMMENT:** Revisions are to allow flexibility in timing, location and manner of Council meetings.

Section 10. **Voting:** All action of the Council shall be by a majority vote of the Council present in person or voting electronically, provided that a quorum of at least fifteen (15) members of the Council is present at the meeting, or voting. Members of the Council, if
personally present at a meeting, shall vote in person, but if absent, may communicate their votes to the Secretary prior to the close of the meeting of the Council at which the votes are counted. Such votes, if later confirmed in writing, shall have the same effect as if cast in person at the meeting.

Section 11. **Notification of voting items prior to meeting:** The Chair of the Section may, and upon the request of any member of the Council shall, submit or cause to be submitted orally or in writing, to the Council, any proposition upon which the Council may be authorized to act. The members of the Council may vote upon such proposition by communicating their vote, orally, if present, or in writing over their respective signatures, to the Secretary, who shall record in the minutes each submitted proposition and the vote of the Council thereon. A majority vote of the Council, so recorded, shall constitute binding action of the Council on the submitted matter.

**COMMENT:** The Following deleted provisions of current Bylaws (Section 10) have been replaced by a new Section 6 above.

Non-budgeted expenditures not more than $1,000 may be incurred with approval by the Budget Officer and non-budgeted expenditures not more than $5,000 may be incurred with approval by the Budget Officer and the Section Chair, however, the total of such expenditures may not exceed $10,000 in any fiscal year. Non-budgeted expenditures not more than $10,000 may be incurred with approval of the Executive Committee after consultation with the Budget Officer, however, the total of such expenditures may not exceed $20,000 in any fiscal year. Commitments involving more than $10,000 individually or in the aggregate exceed $20,000 in any fiscal year shall be submitted to the Council in accordance with the preceding paragraph.

Section 12. **Nomination to Board of Governors:** At appropriate times, as determined in accordance with the Constitution and Bylaws of the Association, the Council shall elect a nominee for Section member-at-large of the Board of Governors of the Association. The election of the nominee shall be made by the Council from those Section members eligible for election to the Board of Governors under the requirements of the Constitution of the Association. On behalf of the Council, the Chair shall submit the nomination to the Association, which shall be subject to the Constitution and Bylaws of the Association.

Section 13. **Non-U.S. Lawyer Associate Members:** Non-U.S. lawyer associates of environmental, energy and resources sections of foreign bar associations including, but not limited to, the National Environmental, Energy and Resources Law Section of the Canadian Bar Association, may serve on the Section Council and may serve as an officer of the Section. The Chair may, upon a majority vote of Council, appoint one or more ex officio members of Council from the leadership of environmental, energy and resources sections of foreign bar associations, including but not limited to, the National Environmental, Energy and Resources Law Section (NEERLS) of the Canadian Bar Association. Such ex officio members or designees may participate in Section Council meetings and calls but shall not have the right to vote or hold any other Section office. The term of any such ex officio Council member shall be for a period of one year. Any individual appointed to such ex officio position may be re-appointed for up to two additional consecutive terms.
ARTICLE VI

Annual Business Meeting and Special Meetings of the Section

Meetings of the Section

Section 1. **Annual Meeting Time:** The Annual Business meeting of the Section shall be held at or about the time of the Annual Meeting of the American Bar Association, in the same city or place selected by the American Bar Association, with such program and order of business as may be arranged by the Council.

Section 2. **Special Meetings:** Special meetings of the Section may be called by the Chair upon approval of the Council, at such times and places as the Council may determine.

Section 3. **Quorum:** The members of the Section present at the Annual Business Meeting and at any Special Meetings of the Section shall constitute a quorum for the transaction of business.

Section 4. **Voting:** All binding action of the Section shall be by a majority vote of the membership present.

Section 5. **Interim Action:** The Section’s Executive Committee or the Council have authority to act for the Section as to all matters whatsoever that require action during the intervals between the Annual Business Meetings of the Section. The Council may direct that a matter be submitted to the membership of the Section for vote. In such event, binding action of the Section shall be by a majority of the votes received in accordance with rules fixed by the Council.

ARTICLE VII

Elections

Section 1. **Nominating Committee:** The immediate past chair shall appoint and chair a nominating committee composed of five members of the Section who are not candidates for office. The Nominating Committee shall include the Section Vice Chair, two past section chairs, and one section member who is not currently an officer or council member. The Section Chair and Chair-Elect will serve as ex-officio non-voting members of the Nominating Committee. Not later than the Spring Meeting of the Section’s Council, the Nominating Committee shall report for Council review and approval its nominations for the offices of:

- Vice Chair
- Secretary
- Budget Officer
- Education Officer
- Membership and Diversity Officer
- Publications Officer
- Section Delegates: two (each to serve three years)
- Council: fifteen (fourteen total (each year: five general positions to serve three-years, and one position to serve two-years)

**COMMENT:** Increases the number of Council Members to 15 and changes annual nominations to five each year all to serve three year terms. Governance Committee learned that Council members often did not know if they were on 2 or 3 year terms.

**Section 2: Approval of Nominees:** Upon Council approval (or modification) of the Nominating Committee’s recommendations, the approved nominees shall be subject to a final binding vote by the Section at the Annual Business Meeting. Section members may nominate alternative members at the Annual Business Meeting. Upon two seconds from other Section members that floor nomination will be listed and voted on as an alternative to the nominee recommended by Council.

**Section 3. Interim Nominations:** In addition, the Nominating Committee shall make such further nominations as may be necessary to fill vacancies that will exist at or before the Annual Business Meeting of the Section. The Nominating Committee shall then submit its nominations which have been approved by the Council to the Annual Business Meeting of the Section for approval by the membership. Other nominations for the offices to be filled may be made from the floor.

**ARTICLE VIII**

**Miscellaneous Provisions**

**Section 1. Fiscal Year of Section:** The membership year and fiscal year of the Section shall be the same as that of the American Bar Association.

**Section 2. Approval of Bills for Payment:** All bills incurred by the Section, before being forwarded to the Treasurer of the American Bar Association for payment, shall be approved by the Chair or the Secretary or, if the Council shall so direct, by both of them.

**Section 3. No compensation:** No salary or compensation shall be paid to any officer, member of the Council, or member of a committee.

**Section 4. Action requiring ABA authorization:** Any action by this Section must be approved by the American Bar Association before the same becomes effective as the action of the American Bar Association. Any resolution adopted or action taken by this Section may on request of the Section be reported by the Chair of the Section to the Annual or Midyear meeting of the American Bar Association House of Delegates or any meeting of the American Bar Association Board of Governors for action thereon as necessary or appropriate.
Section 5. **Effective Date:** These Bylaws or any subsequent amendment thereto shall become effective upon the approval thereof by the House of Delegates upon recommendation of the Board of Governors of the American Bar Association, and by the approval of this Section.

Section 6. **Amendments:** These Bylaws may be amended at any Annual Business Meeting of the Section by majority vote of those Section members present and voting, provided such proposed amendment shall first have been approved by a majority of the Council, and provided, further, that no amendment so adopted shall become effective unless approved in accordance with the Constitutions and Bylaws of the Association.

All publications for the Section and the Council or any committee of the Section shall be done under the supervision of the Section’s Director at the headquarters office of the American Bar Association.

**ARTICLE IX**

**Amendments**

**ARTICLE X**

**Participation of Minorities and Women**

Section 1. The Section strongly supports the goals of the American Bar Association to promote diversity among its membership.
To: The Members of the Board of Governors of the American Bar Association

From: The Board of Directors of the American Bar Endowment

Re: A Request for an Exception to the Email Policy

The Board of Directors of the American Bar Endowment (ABE) requests that the ABA Board of Governors grant to the ABE an extension of the previously approved exception to the email policy set out in the *ABA Policy and Procedures Handbook*, which effectively expires August 31, 2018. This extension, granted with the same conditions as the previous extension, would run from September 1, 2018 to August 31, 2019 and allow ABE to promote their plans to ABE’s members (who are also ABA members).

**History**

Email presents the opportunity to reach more ABA members than can be reached through the use of traditional mailing lists and more expensive direct marketing approaches. At its November 2013 meeting, the Board of Governors first granted a request from the ABE for an exception to the ABA email policy, allowing ABE to send emails to ABA members for the period between December 1, 2013 through August 31, 2014. In cooperation with the ABA Membership and Marketing Department, two emails a month were sent during this period.

At its February 2015 meeting, the Board of Governors renewed the exception, allowing ABE to send emails to ABA members for the period between March 1, 2015 and February 2016. Two emails a month were sent during that period. A third exception was granted by the Board of Governors in June of 2016, but due to conversations between the ABE and ABA about the insurance programs offered by both entities, only two emails were sent during that cycle—one in June of 2017 and one in July of 2017.

In accordance with the agreement between the leadership of the ABA and the ABE signed in June of 2017, permitting ABE access to ABA emails under the same conditions as had been followed in the past, the Board of Governors again renewed the exception for the 2017-2018 fiscal year.

**Policy and Organizational Structures**

The 2017-2018 *ABA Policy and Procedures Handbook* outlines the current policy on the use of ABA Member email addresses on page 100 (under G. 2. b.), which states, "No email address lists of ABA Members, Associates, or Law Student Division members can be given to: ....b."
Corporate Sponsors, Advertisers, Insurance or Member Benefit providers, or any third party selling products and services on behalf of the ABA with the exception of USI for use in promoting ABA Insurance."

ABE is a 501(c)(3) organization, whose membership consists of ABA members. ABE’s insurance plan revenues are used to fund grants to the ABA’s Fund for Justice and Education (FJE) and American Bar Foundation (ABF), which have amounted to a combined total of between $6 and $8 million per year over each of the last ten years. Being able to utilize ABA member email addresses will allow us to reduce our promotion costs to reach members who may not have received promotions or had the opportunity to review our plans in the past. This opportunity in turn, can enhance grant amounts available for both the FJE and ABF. ABE’s grants are important to the FJE and ABF not only because of the current economic environment, but also because they are currently unrestricted and can be used to cover overhead program costs not covered by some government or foundation grants.

Request

We are cognizant of and appreciate the ABA’s goal of reducing the number of emails sent to ABA members and in sending ABE emails, we fully honor and respect specific requests from members not to be contacted in this manner. ABE is requesting approval to contact their own members via email, using the database and preferences maintained by ABA, as well as the ABA’s protocols for such communications. ABE also agrees to again reimburse ABA for the reasonable programming costs related to sending these emails on our behalf. We, therefore, submit the following resolution for the Committee's consideration:

BE IT RESOLVED, That the ABA Board of Governors grant to the American Bar Endowment a one year exception to the email policy in the ABA Policy and Procedures Handbook, which would allow ABE to promote their plans to ABE's members using the ABA's email address lists. ABE’s use of the ABA’s email address list will remain subject to approval of the Operations Committee and guided by best practices and current ABA policies on email marketing.

The ABE Board of Directors thanks you for the previous exceptions granted to ABE with regard to the email policy and very much appreciates your consideration of this additional request, which will ultimately enhance grants to the FJE and ABF.

Respectfully submitted,

J. Anthony (Tony) Patterson, Jr.
President
American Bar Endowment
TO:        Board of Governors
FROM:     Robert M. Carlson, President-Elect
RE:       Special Advisor Requests
DATE:     July 2, 2018

In the past, the Board of Governors has approved the creation of several Special Advisor positions for various ABA Committees. This allows the committees to benefit from the expertise of the Special Advisors and assists with the transition when there has been a change in chairs or substantial rotation of Committee membership, without an increase in requested funds.

This year I request approval to create special advisors to the following entities:

Armed Forces Law (One additional)
Client Protection (1)
Disaster Response and Preparedness (One additional)
International Trade in Legal Services (1)
Law and Aging (1)
Lawyers’ Professional Liability (One additional)
Membership (3)
Professionalism (1)
Rule of Law Initiative (Two additional)

I also request approval to continue special advisors to the following entities:

Africa Law Initiative Council (1)
American Judicial System (1)
American Jury (1)
Amicus Curiae Briefs (1)
Armed Forces Law (1)
Asia Law Initiative Council (2)
Bar Activities and Services (1)
Central European and Eurasian Law Initiative Council (1)
Cybersecurity (2)
Death Penalty Due Process Review Project (2)
Death Penalty Representation Project (1)
Delivery of Legal Services (1)
Disaster Response and Preparedness (1)
Domestic and Sexual Violence (2)
Election Law (2)
Governmental Affairs (1)
Group and Prepaid Services (1)
Gun Violence (2)
Hispanic Legal Rights and Responsibilities (1)
Homelessness and Poverty (3)
Center for Human Rights (1)
Commission on Immigration (1)
Center for Innovation (3)
Latin America Law Initiative Council (2)
Law Library of Congress (3)
Law and National Security (1)
Lawyers’ Professional Liability (1)
Legal Aid and Indigent Defendants (2)
Legal Assistance for Military Personnel (1)
Meetings and Travel (1)
Pro Bono and Public Service (1)
Professional Discipline (1)
Professionalism (1)
Commission on Racial and Ethnic Diversity in the Profession (1)
ABA Rule of Law Initiative (10)
Specialization (1)
Commission on Youth at Risk (1)
Unaccompanied Minor Immigrants Working Group (3)

Thank you for your consideration of this request.
MEMORANDUM

TO: ABA Board of Governors

FROM: John B. Isbister, Chair, Standing Committee on Publishing Oversight (SCOPO), and Mark Dickson, Chair, SCOPO Greenbook Chapter 6 Subcommittee

SUBJECT: Recommendations for ABA Greenbook Chapter 6 Revisions

DATE: July 17, 2018

History and Mission: In January 2017, ABA President Linda A. Klein created the Board of Governors (Board) Communications Task Force (Task Force) to review the Association’s editorial policies and practices for Association entity publications. This review led the Task Force to propose a revision of the “Editorial Policy” as it appeared in Chapter 6, Section I, of the ABA Greenbook. This proposed revision was approved by the Board. (Exhibit A)

As part of its review, in a memorandum dated May 30, 2017, (Exhibit B) the Task Force recommended that all of Chapter 6, concerning ABA publications, communications and media, and the internet, be reviewed and revised as needed, to update these provisions, which were last comprehensively reviewed in 1982.1

In response to this recommendation, the Board tasked the Standing Committee on Publishing Oversight (SCOPO) to review Chapter 6 and recommend any needed revisions and changes. SCOPO created a Greenbook Chapter 6 Subcommittee (subcommittee), and SCOPO member Mark Dickson was appointed subcommittee chair.

1 This recommendation appears as paragraph 2(b) of the Task Force memorandum:

“The current Editorial Policy is found in Chapter 6 of the Greenbook, which is entitled “Communications.” This Chapter was first adopted in February 1963 and last reviewed in its entirety in 1982 (with adoption of the current Chapter 6 occurring in October 1982).3 This Chapter is 16 pages long; includes sections entitled “Publications,” “Division for Communication and Media Relations,” and “ABA Policy Concerning the Internet”; and describes some processes and procedures that are not actively followed today. Because the Board charged the Task Force with looking at the Editorial Policy portion of Chapter 6, the Task Force did not feel that it had the “jurisdiction” or the time to review and update all of the “Publications” provisions in the Greenbook. Given the changes in publishing and media since 1982, the Task Force recommends that the Board commission a review of Chapter 6 to ensure that it appropriately addresses the way the ABA handles publications, publishing, media, and the internet today.”
This subcommittee met several times and proposed revisions to Chapter 6. The subcommittee subsequently shared its proposed Chapter 6 revisions with ABA General Counsel, and with SCOPO and SCOPO’s entity liaisons, for further review, comment, revision and approval.

**Approach:** Section I, ‘PUBLICATIONS’, of Chapter 6 covers all ABA publishing policies, including the role of the Standing Committee on Publishing Oversight (SCOPO). Section II, ‘DIVISION FOR COMMUNICATIONS AND MEDIA RELATIONS,’ covers the role for the ABA Division for Communication and Media Relations and its strategy, policy, and initiatives. Section III covers ‘ABA POLICY CONCERNING THE INTERNET.’ SCOPO limited its work to a review of Sections I and II. Section III covers matters outside of the work of SCOPO. But, Section III was within the purview of the Standing Committee on Technology and Information Systems (SCOTIS). Accordingly, SCOPO requested that SCOTIS review Section III of Chapter 6. SCOTIS reviewed Section III and has made recommendations to revise that Section (Exhibits E & F).

**SCOPO Review and Recommended Changes to Sections I and II:** Attached is a mark-up of Chapter 6, Sections I and II, showing the revisions proposed by SCOPO proposed (Exhibit C), and a clean copy incorporating all of those revisions (Exhibit D). SCOPO recommends that the Board adopt all changes proposed in Exhibit C. A few comments about Sections I and II and some of SCOPO’s proposed revisions:

- The organizational flow and structure of Chapter 6, Sections I and II are clear and accessible and need no revision. We did not see a need for wholesale revision of the publishing processes and procedures in Chapter 6.

- We do propose a revision to the SCOPO approval process so that it more efficiently supports entity publishing efforts. In Section 1, paragraph G. 1., there was language indicating that all SCOPO approvals expired in five years, requiring entities to then “reapply for approval as designated by the Standing Committee.” SCOPO’s experience over many years has been that ABA entities have consistently demonstrated publishing excellence following initial SCOPO approval, and there is no gain or benefit in revisiting previous approvals at the five-year mark. Accordingly, this language should be deleted.
• We updated the definition of publications throughout. For example, in Section I, paragraph A. ‘Definition of Publications “videotapes” was updated to “video,” “audiotapes” was updated to “audio,” and references to digital content were inserted throughout.

• The revisions make references to ABA entities that are consistent and clear throughout. For example, “SCOPO” replaces “the Standing Committee, and “ABA” replaces “Association,”

• We updated program and product names throughout. For example, in Section I, paragraph D.1, “ABA Package Plan” was updated to reflect the new library marketing program, “ABA Law Library Collection.”

• We updated language in Section I, paragraph K.2. to specify and expand the content types requiring a grant of copyright to the ABA, and a publishing agreement.

• We updated language in Section I, paragraph K.3., to grant clear SCOPO review power when authors seek to hold the copyright to ABA content, rather than the ABA.

Given changes in the publishing marketplace, SCOPO recommends regular review of Chapter 6, Sections I and II, to occur every three years with a report from SCOPO to the Board.

SCOTIS Review and Recommended Changes to Section III: Attached is a mark-up of Chapter 6, Section III, showing the revisions proposed by SCOTIS (Exhibit E), and a clean copy incorporating all those revisions (Exhibit F). SCOPO recommends that the Board adopt all changes proposed by SCOTIS in Exhibit C. SCOTIS has provided a few comments about Section III and the revisions they have proposed:

• The organizational flow and structure of Chapter 6, Section III are sufficiently clear and do not need revision.

• SCOTIS proposes revising several Paragraphs of the “Policies and Guidelines” Section to more fully identify the broader areas of technology that SCOTIS oversees and regarding which SCOTIS provides expertise and recommendations to the ABA.
• SCOTIS proposes revisions to the appointment process (particularly in Paragraph 6 of the “Policies and Guidelines for Technology and Information Systems” section with respect to various privacy and other “digital” leadership positions, in recognition of the existing structure of certain staff technology divisions and structures now performing certain services regarding digital processes.

• SCOTIS’s experience is that there is no uniformity or consistency among (and even within) ABA entities in adopting and utilizing different technologies and, particularly, various social media channels. Accordingly, SCOTIS has recommended that such consistency be encouraged within each ABA entity.

• In recognition of the rapidly changing technology landscape and the increasingly diverse wealth of communication channels becoming available, we recommend adding new sections specifically addressing the approval process for the use of social media and mobile applications.

• In addition, rather than incorporating express descriptions of relevant existing ABA policies and, recognizing both that such policies can and should evolve over time and that new and/or revised policies may be adopted in the future, we have provided for direct hot links within the Section at relevant textual locations that will take the reader directly to particular websites that house the applicable policies (for example, the social media policy). This will allow the reader to link directly to current ABA policies while allowing those policies to be revised and updated at their individual linked sites without having to physically amend and revise the applicable sections of the Chapter.

• The revisions make references to ABA entities that are consistent and clear throughout. For example, “Standing Committee on Technology and Information Systems” replaces Standing Committee on Technology.”

• SCOTIS updated language in the “ABA Content and the ABA Website” section to remove some provisions that are no longer applicable (such as “sunset provisions” duplication.

• SCOTIS added language in the “ABA Internet Hosting Policy” Section to include references to the use of cloud-based tools.
• SCOTIS proposes adding language at the end of the “ABA Official Participation in Online Discussion on Non-ABA Sites” Section to recognize that the Office of General Counsel provides oversight regarding the use of such communication channels, as well as recognizing the issue of Section 230 liability.

Given the rapidly evolving universe of technology and the continually changing nature and kind of tools available for communication and member engagement, SCOTIS recommends regular review of Chapter 6, Section III, to occur every three years with a report from SCOTIS to SCOPO and the Board.

As SCOPO chair and chair of the SCOPO Greenbook, Chapter 6, Subcommittee, we greatly appreciate the work of the subcommittee members and SCOPO and its liaisons in making this review and revision process both collaborative and thoughtful. We thank the Board of Governors for entrusting SCOPO with this project that is so important to the publishing life of the ABA and its entities.

John B. Isbister
Chair, Standing Committee on Publishing Oversight

Mark Dickson
Chair, SCOPO Greenbook, Chapter 6 Subcommittee

Attachments
TO: Board of Governors

FROM: Robert Carlson, President-Elect

RE: Request to Amend the Jurisdictional Statement of the Commission on the Future of Legal Education

Date: July 27, 2018

I respectfully request that the Board of Governors amend the jurisdictional statement of the Commission on the Future of Legal Education to expand the membership from 10 to 12 members. The Commission is tasked with helping to build the legal profession of the future by articulating how best to align the education and licensure of legal professionals with accelerating technology advances and the ever-changing practice of law.

My objective is to formally supplement the strong existing Commission with additional perspectives from younger lawyers. The Commission would work within the planned budget should this expansion be approved.

Thank you for your consideration of this request.
The Member Services Committee (Committee) of the Board of Governors (Board) of the American Bar Association met at the Ritz-Carlton Denver in Denver, Colorado, on June 21, 2018. Chair Andrew J. (Josh) Markus presided.

The following members of the Committee were in attendance: Michael H. Byowitz, Hon. William C. Carpenter, Scott C. LaBarre, Lynne B. Barr, Orlando Lucero, Lorelie S. Masters, John L. McDonnell, Jr., G. Meredith Parnell, C. Edward Rawl, Jr., Darcee S. Siegel, Mary L. Smith and Alan Van Etten. President Hilarie Bass, President-Elect Robert M. Carlson, Executive Director Jack L. Rives, ABA General Counsel Jarissee Sanborn, Director of Policy and Planning Division Rochelle E. Evans, Assistant Director of Policy and Planning Division Carri L. Kerber were present for all or a portion of the meeting.

INTRODUCTORY REMARKS FROM COMMITTEE CHAIR

Chair Markus welcomed the members of the Committee and staff.

A. MATTERS FOR REVIEW BY THE BOARD

3.1 Requests to Amend Bylaws

a. The Section of Intellectual Property Law requested approval to amend its bylaws to create a Financial Officer-Elect position. The Section is creating this new position to develop and provide experience to the Financial Officer and to make strategic and effective budgetary decisions for the section. These bylaw revisions were approved by the Section Council at its meeting on April 18, 2018, and are subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request Section of Intellectual Property Law to amend its bylaws to create a Financial Officer-Elect position, subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

b. The Section of Public Contract Law requested approval to amend its bylaws to create a Membership Officer position which will be responsible for advancing the Section and Association membership objectives, with oversight over all related
Section committees and liaisons to other Section and Association entities. These bylaw revisions were approved by the Section Council at its meeting on March 17, 2018, and are subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Section of Public Contract Law to amend its bylaws to create a Membership Officer position, subject to approval by the Section’s membership at the ABA 2018 Annual Meeting.

c. The Section of Legal Education and Admissions to the Bar requested approval to amend its bylaws to eliminate the Accreditation and Standards Review Committees and to allow the Council to subsume the work of the Committees. The Council believes that by eliminating the Committees, it will have advantages that will improve the efficiency and effectiveness of the accreditation process. In addition, the Section requested approval to amend its Rules of Procedures to shift the periodic review of a law school from the current seven-year cycle to a ten-year cycle. The bylaw revisions were approved by the Section Council at its meeting on May 11, 2018, and are subject to approval by the Section’s membership and concurrence of the House of Delegates at the ABA 2018 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Section of Legal Education and Admissions to the Bar to amend its bylaws to eliminate the Accreditation and Standards Review Committees and to allow the Council to subsume the work of the Committees. In addition, the Board approved the request to amend its Rules of Procedures to shift the periodic review of a law school from the current seven-year cycle to a ten-year cycle, subject to approval by the Section’s membership and concurrence of the House of Delegates at the ABA 2018 Annual Meeting.

3.2 Request from Section of Dispute Resolution to Create Ombuds Day

The Section of Dispute Resolution (Section) requested approval to create an ABA Ombuds Day to raise awareness of the benefits of using an Ombuds and generate a renewed commitment to conflict management. Initially, the Section will hold one event in October of 2018, in Washington, D.C., as its ‘kick off’ event and will incur no or minimal expenses. Any expenses will be derived from Section funds. If successful, ABA Ombuds Day will be an annual event.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Section of Dispute Resolution (Section) to create an ABA Ombuds Day in October, 2018, in Washington, D.C., and, if successful, to hold as an annual event, with the understanding that any expenses will be derived from Section funds.

3.3 Request from Communications and Media Relations to Create Proactive Messaging Projects

The Communications and Media Relations Division (Division) requested approval to initiate a series of annual pro-active messaging projects designed to burnish the ABA’s brand as the voice of the legal profession, attract positive media attention, and reinforce the ABA’s reputation as the leader in promoting justice and the rule of law and addressing the needs of the legal profession. The Division will collaborate with relevant and appropriate ABA entities and to the extent that funding is needed, the Division seeks approval to pursue relevant grant funding and/or explore partnerships with appropriate outside organizations and universities. The projects include: ABA Annual Report on the Legal Profession; ABA Access to Justice Index; and Annual ABA Survey of Constitutional Knowledge or ABA Survey of Civics Knowledge.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Communications and Media Relations Division to initiate a series of annual pro-active messaging projects, to collaborate with relevant and appropriate ABA entities, and to the extent that funding is needed, the Board approved the request to pursue relevant grant funding and/or explore partnerships with appropriate outside organizations and universities.

3.4 Request from Section of Tort Trial and Insurance Practice to Renew Technical Commenting Authority

The Section of Tort Trial and Insurance Practice (Section) requested renewal of its technical commenting authority for an additional three years. The initial authority to submit technical comments under the Blanket Authority Procedure was granted to the Section by the Board of Governors in 2012 and then in 2015. The Section of Environment, Energy and Resources, and Science and Technology Law have submitted notification that they would like to serve as reviewing entities for some or all of the technical comments submitted by the Section.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Section of Tort Trial and Insurance Practice (Section) to renew its technical commenting authority through June 2021. The Board understood that the Section of Environment, Energy and Resources, and Science and Technology Law have submitted notification that they would like to serve as reviewing entities for some or all of the technical comments submitted by the Section.

3.5 Request from Young Lawyers Division and Law Student Division to Create Talkspace Member Benefit

The Young Lawyers Division and the Law Student Division (Divisions) requested approval to create a new mental health benefit. In August 2017, the Executive Committee approved the request from the Divisions to create a mental health benefit, with BetterHelp as the service provider. Unfortunately, BetterHelp has not been able to satisfy the ABA’s data security protocols. The Divisions have developed a similar benefit with Talkspace, the other leading provider of online and text-based counseling and therapy and believe that it will meet the ABA security standards and provide an attractive benefit for its members. Members of the Divisions will receive a 20% discount off the price of a one-month subscription of all available Talkspace plans for as long as they wish. The Standing Committee on Membership approved the request at its March 2018 meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Young Lawyers Division and the Law Student Division to create a new mental health benefit with Talkspace, one of leading providers of online and text-based counseling and therapy, subject to review of the ABA Office of General Counsel regarding legalities, compliance, and liability.

3.6 Request from Standing Committee on Meetings and Travel to Hold 2023 Midyear Meeting in New Orleans, Louisiana

The Standing Committee on Meetings and Travel requested approval to hold the 2023 Midyear Meeting in New Orleans, Louisiana, on February 1-7, 2023, subject to negotiation of acceptable terms by the Meetings and Travel Department.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Standing Committee on Meetings and Travel to hold the 2023 Midyear Meeting in New Orleans, Louisiana, on February 1-7, 2023, subject to negotiation of acceptable terms by the Meetings and Travel Department.

3.7 Request from President-Elect Robert M. Carlson to Amend Jurisdictional Statement of Executive Committee and Executive Compensation Committee

This request was deferred until August 2018 Annual Meeting.

3.8 Request from Standing Committee on Publishing Oversight to Extend Deadline Regarding Editorial Policies

The Standing Committee on Publishing Oversight (SCOPO) requested approval to extend the deadline regarding editorial policies to January 31, 2019. In June 2017, the Board revised a portion of Chapter 6 of the ABA Policy & Procedures Handbook entitled "ABA Editorial Policy," concerning editorial policies for Association entity publications. This new editorial policy requires all publishing entities to have (and to annually review), written editorial policies consistent with the ABA Editorial Policy for their print and electronic publications and publishing programs, including books, periodicals, newsletters, CD-ROM, audio, and video publications. The Board mandated that all entities come into compliance with the new ABA Editorial Policy no later than June 1, 2018, and recommended that SCOPO develop a template policy to minimize the entity work required to achieve compliance with the new editorial policy. Accordingly, SCOPO developed a template policy and shared it with all ABA publishing entities. Because this involves a change in Section/Division/Forum policies, the publishing entities have requested additional time to communicate and review the new Editorial Policy with entity leadership, and to obtain entity approval of new written editorial policies. SCOPO agrees that this is a reasonable request and that additional time will enable entities to strengthen and refine their written editorial policies.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Member Services Committee recommended approval of the request of the Standing Committee on Publishing Oversight to extend the deadline regarding editorial policies to January 31, 2019.
3.30 **Membership Report**

The Board did not receive a written report from the Standing Committee on Membership.

There being no further business to come before the Board, the meeting was adjourned.

Respectfully submitted,

Andrew J. (Josh) Markus  
Chair, Member Services Board Committee
To: Board of Governors
From: Tracy Giles, Chair, Standing Committee on Membership
Re: Membership Report
Date: July 25, 2018

I. Executive Summary

August 31 marks the end of our fiscal year when the official ABA membership figures for the year are recorded. Last year, we reached 412,499 total members. As of July 20, the ABA’s overall membership count stands at 398,706. Recruitment efforts continue and we anticipate surpassing 400,000 again this year.

Overall membership among in the lawyers category is only down slightly at the moment. And given recent lawyer market trends, including lower law school enrollment, we expect our lawyer numbers to be down again at the end of this year.

However, law student membership continues to be a bright spot in our membership numbers. Nearly one-half of all ABA approved law schools participate in group enrollment, where the law school provides a list of students to the ABA. This has allowed us to steadily improve our overall law student market share to 77% (up from 74% last year). The hope is that overtime this success will translate into higher lawyer membership and dues revenue.

The number of dues-paying members has fallen for more than a decade and as of the end of June stood at 184,980. We anticipate ending the fiscal year with 187,000 dues-paying members. This impacts our FY2018 dues collections, which are down year-over-year by $1.3 million. Collections as of July 20 were at $55 million.

As you know, much hard work has been done on the New Membership Model and I look forward to sharing more about SCOM’s efforts on all membership fronts when we meet in Chicago.
II. FY2018 Performance

<table>
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<tr>
<th>Membership Counts</th>
<th>FY2018</th>
<th>FY2017</th>
<th>Change from LY</th>
<th>% Change from LY</th>
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<td>15,263</td>
<td>15,385</td>
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<th>FY2018 Dues-Paying Counts</th>
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<tbody>
<tr>
<td>Lawyers</td>
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<td>TOTAL</td>
<td>184,980</td>
<td>192,853</td>
<td>(7,873)</td>
<td>-4.1%</td>
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<th>FY2018 Dues Collections (as of July 20)</th>
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<td></td>
<td>$54,953,584</td>
<td>$56,281,794</td>
<td>$(1,328,210)</td>
<td>-2.4%</td>
</tr>
</tbody>
</table>

Membership Counts

As of July 20, ABA membership was 398,706 representing an increase of 2.6% vs. the same time last year.

Lawyer Membership

Lawyer counts are expected to end the year with a decline. Please note that the telemarketing campaign kicked off in February this year, two months ahead of the campaign start last year. This timing shift gives the impression that lawyer counts are better than we expect them to be by the end of the fiscal year.

Part of the decline in lawyer counts is the ongoing impact of the nearly 30% decline in law school enrollment, which began in FY2011, and is now moving through the young lawyer pipeline. The ABA has enrolled all new bar admittees for 12 months of complimentary membership since 1986. Last year, the ABA’s new member pipeline of bar admittees shrank by nearly 20%, and counts for this year continue to be down.

Law Student Membership

We surpassed 100,000 student members for the first time in the ABA’s history last August. It’s very encouraging today, that the vast majority of law students are members of the Association. The ABA’s market share of law students has improved from just 18% in FY2014 to 77% at the end of April of 2018. We continue to work collaboratively with the Law Student Division to develop strong programs for law students so they will understand the value of membership and the need to participate in their national professional association upon graduation.
Since August, more than 20,000 current law students enrolled in ABA Premium. Students pay a fee of $25 (or $60 for a 3-year commitment) for the Premium option. Through April, Premium revenue grew to $449,775. Please note that Premium members from last year who graduated were retained as Premium Grads so they can continue to access the bar prep member discount.

**Associate Membership**

Membership among “Associates” (non-US licensed lawyers, paralegals, law librarians, etc.) is down slightly year-over-year.

**Entity Membership**

At the end of June, total entity memberships stood at 390,690, a decline of 1.7%. However, the percent of ABA lawyer members who belong to an entity inched up since December. Currently, 52.8% of lawyer members belong to one or more entities, which is an improvement from December when only 48% of lawyer members were entity members. The increase in entity membership is attributable to several ABA recruitment campaigns. On average, lawyers belong to 1.6 entities.

**FY2018 Dues Collections**

As of July 20, dues collections of $54.95 million represent a negative change of 2.3% vs. last year. Group collections are running behind last year by 0.9%. Collections for individually billed members are running behind last year by 4.4%.

**FY2019 Dues Collections**

Billing for FY2019 began in early May and through July 20, the ABA had collected $25.5 million versus $27.85 million last year. While collections are behind last year by nearly 9%, it is still early. Early summer collections can be impacted by number of factors and in the last five years, July YTD collections exceeded $30 million only twice – in FY2014 and again last year, in FY2018.

**III. Current Membership Campaigns**

**Full Firm**

President Bass has held forums in eight cities and met with a total of 90 leaders from NLJ 500 firms. The impact of these forums is significant as these firms represent a combined total of more than 25,000 firm lawyers. The feedback from the programs has been positive and has led to one new full firm and many other prospects.

Two firms from New Orleans recently joined the Full Firm Membership Program through efforts led by President-Elect Nominee Judy Perry Martinez.

**Group Membership**

Group membership offers firms the opportunity to consolidate their lawyer memberships into one invoice (without any discounts). The ABA benefits from an increased membership retention rate and billing efficiencies. Members at group-billed firms retained at a rate of over 92% last year compared to 64% for individually billed members. More than 100 new group accounts were created for FY2018 as a result of sales
calls made by membership staff. Overall, 800+ new group accounts have been created since these sales efforts began in 2014.

**New Bar Admittees**

The New Bar Admittee campaign is a year-round effort to obtain the names and contact information for all newly admitted lawyers. As we have been doing for the last 30 years, the ABA then enrolls them for a complimentary year of membership as a welcome to the profession. Last year, the ABA received lists of recently admitted attorneys from nearly all states and uploaded 33,320 new bar admittee members through this outreach. Between September and June year-to-date, nearly 20,000 new bar admittees from 41 states were enrolled.

**Law Student Recruitment**

The Law Student Recruitment campaign is ongoing. The ABA recruits new student members through both individual student marketing and lists of students provided by law schools. We currently have 100 schools participating in the Full School Enrollment Program. ABA leaders, alumni and staff have been asked to engage with all 204 law schools to ensure maximum enrollment of law students.

**Telemarketing**

Telemarketing recruitment began in late January/early February this year as compared to late March last year. As of July 20, the ABA recruited 30,913 new members from this channel versus 24,782 last year. While telemarketing will soon conclude for the current year with 32,000 new members, the campaign didn’t wrap up until late August last year and brought in more than 37,000 new members. The timing shift means that our lawyer counts look rosier today than they will be at the end of the fiscal year.

Roughly 23% of the non-members who were reached accepted our offer of membership. To date, our cost per member for this campaign is $27.16, which is $4.24 less per new member than last year. This is attributable to better list work, the timing shift and some limited testing of elements of new membership model. The savings per member helped us stretch our recruitment dollar in light of the fact that the telemarketing budget was reduced by nearly $350,000 from last year.

The ABA uses a combination of state bar records and its own prospect list to identify non-members. Telemarketing is a long-standing recruitment channel that generates a large number of members, and, importantly, a positive return on investment. It is anticipated that as we begin recruiting under the new membership model, we will broaden our reach with additional channels and expect to reduce our reliance on telemarketing.

**IV. Opportunities for Change**

It is my pleasure to serve as your Membership Chair, most of the time, in these challenging times. The ABA has the opportunity to become more relevant to more lawyers in America and around the world. We continue to work hard to refine the new membership model with the hopes that adding more value, offering sensible pricing, and becoming a more effective marketing organization will lead to dramatic transformation and a healthy and vibrant ABA. I cannot say enough about the hard work and dedication of the staff and volunteers I am privileged to work with in this job. I look forward to talking with you in person in Chicago.
MEMORANDUM

TO: Board of Governors
FROM: Rochelle E. Evans
Subject: Nominations
Date: July 12, 2018

a. **A-E-F-C Pension Plan Administration Committee:**
ABA President-Elect Robert M. Carlson of Butte, Montana, recommends to the Board of Governors that Ilene Knable Gotts of New York, New York, be elected to a three-year term on the A-E-F-C Pension Plan Administration Committee to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting. In addition, he will recommend to the A-E-F-C Pension Plan Administration Committee that Ilene Knable Gotts be appointed to a one-year term as Chair of the A-E-F-C Pension Plan Administration Committee.

b. **ABA Journal Board of Editors:**
ABA Journal Board of Editors ("Board of Editors") member Pamela J. Roberts of Columbia, South Carolina, resigned her position in January 2018. The Board of Editors requests the election of Pervin Taleyarkhan to a three-year term to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.

c. **Board of Elections (3):**
The terms of the Honorable Jorge Labarga of Tallahassee, Florida, Chief Justice of the Supreme Court of Florida; the Honorable J. Michelle Childs of Columbia, South Carolina, and Thomas R. Curtin of Morristown, New Jersey, expire at the conclusion of the 2018 Annual Meeting. ABA President-Elect Robert M. Carlson of Butte, Montana, recommends the appointment of the following positions on the ABA Board of Elections to serve one-year terms to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2019 Annual Meeting: The Honorable Beth Baker of Helena, Montana, Associate Justice of the Montana Supreme Court, as Chair; Penina K. Lieber of Pittsburgh, Pennsylvania, and Allen Van Etten of Honolulu, Hawaii, to serve as members.
d. **International Bar Association Council:**

The second three-year term of Carolyn B. Lamm of Washington, DC, as the ABA representative to the International Bar Association ("IBA"), expires at the conclusion of the IBA's Annual Conference in October 2018. The Section of International Law requests the election of ABA President Hilarie Bass as the ABA representative to the International Bar Association for a three-year term to begin October 1, 2018, and expire October 1, 2021.

e. **National Construction Dispute Resolution Committee:**

The Section of Public Contact Law requests the re-election of Donald G. Gavin of Vienna, Virginia, to serve as the ABA representative to the American Arbitration Association National Construction Dispute Resolution Committee for a three-year term to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.

f. **Terminate ABA Representative to America Invents Act Pro Bono Council:**

The Section of Intellectual Property Law recommends that the Board of Governors remove the America Invents Act Pro Bono Advisory Council from the list of ABA Representatives to Other Organizations. The Advisory Council has ceased operations.
MEMORANDUM

TO: ABA Board of Governors
FROM: Rochelle E. Evans
SUBJECT: Requests to Establish Awards
DATE: July 19, 2018

a. **Section of Intellectual Property Law:**
At its meeting in February 2018, the Board of Governors (“Board”) approved continued institutional membership in and co-sponsorship of the American Intellectual Property Law Education Foundation (“Foundation”) in 2018 for five years, to 2023, and ongoing contributions of Section of Intellectual Property Law funds to support the Foundation’s two awards on an ongoing annual basis. The Foundation would like to make minor revisions to the qualifications for the Jan Jancin Award winner. The original language in the approved Board request stated that “the Jan Jancin Award is offered to law students nominated by their schools who have excelled in the study of intellectual property law”. The revised language adds a diversity component and provides more detail to the criteria.

b. **Section of Antitrust Law:** requests approval to establish the Consumer Protection Law Student Essay Project. The project will run during FY2019, and if it proves successful, the Section may request approval for additional years. This program is in keeping with the Section’s goal of promoting development of antitrust and consumer protection law and practice. The Section’s Council approved funding for this project at its Spring Meeting on April 20, 2018. A budget of $15,000 has been allocated from Section funds to support this project for FY2019. The project will award three students (first, second and third place) prizes in varying amounts; not to exceed $10,000, collectively. The remaining $5,000 will sponsor the winners’ travel to a Section meeting to receive their awards.

c. **Health Law Section:** requests approval to create a new award entitled ABA Health Law Section Emerging Young Lawyers in Healthcare that honors ABA Health Law Section (“HLS”) young lawyer members who exemplify a broad range of achievement, vision, leadership, and legal and community service in health law. It is anticipated that only five recipients will be selected in the first year. The award will be an attractive plaque under $150.00 in value and paid with Section funds.
MEMORANDUM

ABA Board of Governors
July 19, 2018
Page Two

d. **Section of Environment, Energy, and Resources:** requests approval to co-sponsor the National Congress of American Indians’ (NCAI) Tribal Climate Action Youth Leadership Project (Project) writing competition and to provide financial support for the 2018, 2019, and 2020 calendar years. In addition to the Section of Environment, Energy, and Resources, the Native American Political Leadership Program of George Washington University, a 501(c)(3) nonprofit, is also co-sponsoring this writing competition. The Native American Political Leadership Project is a full scholarship program designed to give Native American undergraduate and graduate students the chance to participate in the Semester in Washington Politics program. It is meant to encourage Native youth to consider a career path in environmental law and policy, as well as inspire civic participation in their local tribal governments. It is also intended to engage high school students in current debates about climate change impacts, and to develop an awareness of the limits and extents of tribal sovereignty, and how tribal governments can shape laws to prepare for climate change impacts. The Section will contribute $2,500 annually or speaker travel expenses to an event that signifies the beginning of this project, a panel discussion about tribal government climate action plans at the NCAI Annual Convention. Section funds will be used for co-sponsorship support.
TO: ABA Board of Governors – Profession, Public Service and Diversity Committee

FROM: Scott F. Partridge, Chair

DATE: June 25, 2018

RE: Minor revision to Jan Jancin Award winner qualifications by the American Intellectual Property Law Education Foundation

At its meeting in February, the Board of Governors (“Board”) approved continued institutional membership in and co-sponsorship of the American Intellectual Property Law Education Foundation (“Foundation”) in 2018 for five years, to 2023, and ongoing contributions of Section of Intellectual Property Law funds to support the Foundation’s two awards on an ongoing annual basis.

The Foundation would like to make minor revisions to the qualifications for the Jan Jancin Award winner. The original language in the approved Board request stated that “the Jan Jancin Award is offered to law students nominated by their schools who have excelled in the study of intellectual property law.”

The Foundation would like to revise the language to read as follows:

“The Jan Jancin Awards are merit-based scholarship awards that recognize rising second and third year law students from diverse backgrounds who are underrepresented in the IP legal profession, who have an expressed interest in pursuing a career as an IP lawyer, and who have engaged in activities reflecting that interest. These awards recognize law students who have, as law students, contributed to the IP law profession through work experience relevant to the practice of intellectual property law, achievement in intellectual property law coursework, active membership or leadership roles in intellectual property law student organizations, published writings on intellectual property law topics, or other efforts that advance the study or practice of intellectual property law.”

This revised language adds a diversity component and provides more detail to the criteria.
Background:
In February 2002, the Board approved the Section’s institutional membership in the Foundation. As part of its co-sponsorship, the Section made a contribution from section funds to support two Foundation awards. The Board approved renewal of this institutional membership in 2008 for five years. The Board again approved renewal of this institutional membership in 2013 for five years.

The Foundation is an organization formed by the American Intellectual Property Law Association (“AIPLA”) in conjunction with the ABA Section of Intellectual Property Law to grant scholarships to encourage racial and ethnic minority law school students to study the field of intellectual property law and select it as a field of practice, and also to award excellence in the study of intellectual property law.

The AIPLA, is the other partner organization that comprises the Foundation. AIPLA is a national bar association constituted primarily of lawyers in private and corporate practice, in government service, and in the academic community.

The Foundation’s mission advances and supports ABA Goal 3: To eliminate bias and enhance diversity. It does this by allowing minority, women, LGBT and disabled lawyers to continue their legal studies, specifically in the field of intellectual property law. The Foundation provides two awards: The Sydney B. Williams Intellectual Property Law Scholarships and the Jan Jancin Award.

The goal of the Sydney B. Williams scholarships is to increase the number of under-represented minority groups serving as intellectual property law practitioners in law firms and the intellectual property law departments in corporations. Since April 2002, the AIPLEF has been awarding a number of $10,000 Scholarships for Minority Scholars as well as arranging internships and mentorships to assist under-represented minority law school students intending to practice intellectual property law. The Section’s contribution to the Sydney B. Williams scholarship is $15,000 per year, as an ongoing annual donation, as part of its institutional membership in the Foundation.

The Jan Jancin Award is offered to law students nominated by their schools who have excelled in the study of intellectual property law. The Section’s contribution to this scholarship is $2,500 per year, as an ongoing annual donation, as part of its institutional membership in the Foundation.

The ABA, through the Section, is involved in the Foundation through three seats on the Foundation’s Board of Trustees. The ABA Board elects one ABA representative per year for rotating three-year terms to the Foundation Board. Primary responsibilities of the Trustees are to assist in identifying sources of funds, internships and mentors for the students. Primary sources for additional funds are corporate organizations with in-house legal departments that concentrate in the intellectual property field. The collaboration of
the ABA in this Foundation increases the likelihood and degree of success. The logistical issues in connection with the scholarships are handled by the Foundation.

The Foundation handles all the logistical and financial aspects of the program, including all disbursements. The ABA has no financial responsibility other than the heretofore mentioned $15,000 annual donation toward the Sydney B. Williams Scholarships and $2,500 annual donation toward the Jan Jancin Award from Section of Intellectual Property Law funds. In addition, the Section pays for the travel expenses of the awardees to the meeting at which they are to receive their award (Jancin Award presentation alternates each year between organizations, Williams Awardees are divided up by the organizations each year-- so 3-4 awardees per organization per year). The annual donations and the travel expenses are paid from the Section funds. No ABA general revenue is requested or required.
DATE: July 2, 2018

TO: ABA Board of Governors

FROM: Jonathan M. Jacobson, Chair
Deborah A. Garza, Chair-Elect
Section of Antitrust Law

SUBJECT: Request to Establish the Consumer Protection Law Student Essay Project

The ABA Section of Antitrust Law (the “Section”) respectfully requests approval to establish the Consumer Protection Law Student Essay Project. The project will run during FY2019, and if it proves successful, the Section may request approval for additional years. This program is in keeping with the Section’s goal of promoting development of antitrust and consumer protection law and practice. The Section’s Council approved funding for this project at its Spring Meeting, April 20, 2018.

Background
The Section’s Consumer Protection Law Student Essay project is an outreach initiative proposed by our Consumer Protection Committee. The Committee would like to design and administer a student essay project to raise awareness of the Section and its consumer protection mission, and to increase interest in critical issues covered by the Committee that have significant impact on practitioners in the field, federal and state agencies, and private practitioners and in federal and state agencies.

Law students will engage in the discussion on the expansion of Commercial Free Speech rights and the new pressure put on federal, state and private enforcers of false advertising laws through the submission of an essay. The Section’s Consumer Protection Committee will supervise the project and the selection of winners. A panel of Committee members as well as law professors and practitioners have been invited to evaluate and grade the essay submissions.

Student Benefits
The project offers students an opportunity to advance their thinking of the law and become a part of the conversation on critical consumer protection issues. The project’s winners, through attendance to a Section meeting, will also have an opportunity to network with consumer protection practitioners and experience the Section and the broader consumer protection community.
Section of Antitrust Law Benefits
The project offers several benefits to the Section and to the Consumer Protection Committee. The Section and Committee’s profiles will be raised in the law school community; alerting students, professors and career services departments of the work of the ever-growing Consumer Protection Committee and the Section of Antitrust Law. Additionally, this project will create a pathway to membership by informing the law school community of the benefits of belonging to and participating in the ABA, the Section and the Committee.

The Section of Antitrust Law seeks to establish the Consumer Protection Law Student Essay project. A budget of $15,000 has been allocated from Section funds to support this project for FY2019. The project will award three students (first, second and third place) prizes in varying amounts; not to exceed $10,000, collectively. The remaining $5,000 will sponsor the winners’ travel to a Section meeting to receive their awards.

This essay project is a good opportunity for the Section of Antitrust Law to introduce its offerings to law students with an interest in consumer protection law, and to reinforce the Section’s presence with the law schools, career counselors and law professors by conveying the substantive value of the ABA, the Section and the Committee.

Thank you for your consideration of this request. If you need additional information, please contact Joanne Travis, Section Director at 312.988.5575 or joanne.travis@americanbar.org.

cc: Ilene Knable Gotts, Board of Governors Liaison
    Joanne Travis, Section Director
The Health Law Section requests the creation of a new award. This award honors ABA Health Law Section (“HLS”) young lawyer members who exemplify a broad range of achievement, vision, leadership, and legal and community service in health law.

**List the name of the award.** The name of the award is ABA Health Law Section Emerging Young Lawyers in Healthcare. Its purpose is to honor those members of the HLS who exemplify a broad range of achievement, vision, leadership, and legal and community service in health law.

**List the class or classes of individuals or groups qualifying as recipients.**

Recipients must be:
- As of the date the award is given be either (1) under the age of 36; (2) have been admitted to practice for five years or less; or (3) otherwise eligible for membership in the ABA Young Lawyers Division (“YLD”);
- An attorney licensed in a U.S. jurisdiction;
- An HLS member as of the date the award is given.

**Provide details regarding the criteria of selection.**

The selection committee will recommend nominees based upon their satisfaction of some or all of the following criteria:
- Demonstrated professionalism and accomplishment in the field of health law.
- Active participation in health law activities, including activities sponsored by the HLS.
- Commitment to fostering an atmosphere of inclusion, both inside and outside the HLS, and contribution to maintaining an open, collegial environment that provides both professional and personal satisfaction to members of the HLS, the ABA, and other organizations.
- Active participation in efforts to engage other young lawyers within the health law community.
- Participation in community service, or contributions to public interest activities.
- Such other actions, activities and/or achievements consistent with the foregoing listed items and with the spirit of the award as the committee may determine in its reasonable discretion or as otherwise directed by the HLS Council.
The awards committee and Council shall, to the extent practicable, ensure that the recipients come from geographically diverse regions and represent a variety of practice areas. The Application would include:

1. **Nomination Form** – Nominee’s and nominator’s names, addresses, firms/organizations, telephone numbers, and email addresses.

2. **Nominee’s Resume/Biography** – Nominee’s resume or similar summary document detailing the nominee’s professional and volunteer accomplishments during the nominee’s career.

3. **Nominator’s Narrative** – A description of specific accomplishments that demonstrate significant achievements of the nominee within the award criteria. The nominator should also explain his or her familiarity/relationship with the nominee and whether or not the nominator has firsthand knowledge of the nominee’s qualifications.

4. **Supporting Material, Including Letters of Support** – Supporting documents of no more than 10 pages (exclusive of articles or other materials written by the nominee otherwise than for purposes of the nomination), such as copies of media coverage, proof of past recognitions, and other materials that support the nomination. Each nomination may include up to three letters of support from individuals other than the nominator, which shall not be included in the 10-page limit.

Provide details regarding the nominating procedures, addressing such questions as how nominations are solicited, who is qualified to submit nominations, who constitutes a nominating committee.

In the first year, it is anticipated that only five recipients will be selected. If, in the view of the committee, there are insufficient qualified nominees for the award in a given year, the committee may recommend a small number of candidates. The HLS Council reserves the right to determine the final number of award recipients in each year, and may grant up to 10 awards if the committee recommends additional candidates and the Council concurs in such recommendation. The Council may also determine that no award will be presented in a given year. Self-nominations for the award are not permitted. The deadline to submit nominations for this award will be set by the awards committee. Nominations will be directly solicited to HLS members through announcements in its periodicals and social media pages. Information about nominations will also be sent to the ABA’s Young Lawyers Division so that they may solicit their members.

Provide details regarding the judges who will make the final decision.

The Emerging Young Lawyers in Healthcare Award Committee is an ad hoc/special purpose committee consisting of five Members selected by the Chair of the Health Law Section Members include:

- Co-Chairs of the Emerging Issues in Healthcare Conferences or designees
- Four other qualified individuals selected by the Chair
State how often the award is to be presented and, if it is an annual award, whether it must be given every year.

The award will be given annually, but there is no requirement that it be given each year.

Provide details about the presentation of the award (time and place, i.e. meeting, special event, etc.).

The award will be presented at the Section’s Emerging Issues in Healthcare Conference.

Describe the actual award (plaque, certificate, medal, etc.) including its monetary value.

The award will be an attractive plaque under $150.00 in value. The cost of the award will be paid with Section funds. No ABA general revenue is requested or required.

The award will not be cosponsored by any other entity, internal or external.

If you have any questions, please do not hesitate to contact me or the Section Director, Simeon Carson (simeon.carson@americanbar.org). Thank you for your consideration of this request.
MEMORANDUM

Date:       July 2, 2018

To:         ABA Board of Governors

From:       John Milner, Section Chair Section of Environment, Energy, and Resources

cc:         Tom Bolt, Board Liaison

Subject:    Cosponsorship and Financial Support of the Tribal Climate Action Youth Leadership Project

The ABA Section of Environment, Energy, and Resources (SEER) seeks the approval of the ABA Board of Governors to co-sponsor and provide financial support of the National Congress of American Indians’ (NCAI) Tribal Climate Action Youth Leadership Project for the 2018, 2019, and 2020 calendar years.

NCAI was established in 1944 in response to the termination and assimilation policies the U.S. government forced upon tribal governments in contradiction of their treaty rights and status as sovereign nations. To this day, protecting these inherent and legal rights remains the primary focus of NCAI. NCAI is a non-profit organization.

In addition to SEER, the Native American Political Leadership Program (NAPLP) of George Washington University is also co-sponsoring this competition. The Native American Political Leadership Program (NAPLP) is a full scholarship program designed to give Native American undergraduate and graduate students the chance to participate in the Semester in Washington Politics program. The George Washington University is a 501(c)(3) nonprofit.

The Tribal Climate Action Youth Leadership Project (Project) is a writing competition that is meant to encourage Native youth to consider a career path in environmental law and policy, as well as inspire civic participation in their local tribal governments. It is also intended to engage high school students in current debates about climate change impacts, and to develop an awareness of the limits and extents of tribal sovereignty, and how tribal governments can shape laws to prepare for climate change impacts.

The Project is open to students currently enrolled in an accredited secondary school (grades 9-12) during the academic year of the project. Individuals must be at least 13 years of age and a legal resident of the United States. Entries will be judged based on the following criteria: (1) writing quality; (2) comprehensiveness of strategy to reduce greenhouse gases and promote community resiliency; (3) originality, including use of a tribe’s sovereign powers to develop and implement the Plan’s strategies; (4) quality and use of research; (5) incorporation of tribal cultural values.
Entries will be submitted to NCAI staff. Notice of the competition will be widely disseminated, via SEER’s communication vehicles including, but not limited to, the website, Section newsletter, committee newsletters, social media, and direct mail.

The entries will be judged anonymously by a committee selected by members of SEER’s Native American Resource Committee and NCAI. Winners will be a team of up to four students. They will be recognized at a ceremony at the National Museum of the American Indian, have their expenses paid for an educational trip to Washington, D.C. accompanied by a chaperone. This is the first year of the competition but they hope to offer it on an annual basis.

SEER will contribute up to $2,500 annually for speaker travel expenses to an event that signifies the beginning of this project, a panel discussion about tribal government climate action plans at the NCAI Annual Convention.

The Section’s sponsorship of this competition will not result in policy statements which could be attributable to the ABA without prior approval of the ABA House of Delegates or the Board of Governors or which would be in conflict with any existing ABA policy.

Section funds will be used for co-sponsorship support. The Section and ABA will not be exposed to liability for unanticipated expenses and/or net losses. No ABA general revenue funding is requested or required.

Thank you for your consideration.
MEMORANDUM

To: ABA Board of Governors

From: Linda Klein, Immediate Past President, ABA
       Jackie Casey, Director, Fund for Justice and Education

Subject: Continuation of the Veterans Legal Services Initiative

Date: July 24, 2018

Background

In fiscal year 2017, at the request of then president-elect Linda Klein, the ABA formed and implemented the Veterans Legal Services Initiative (VLSI) to position the ABA to lead and coordinate a holistic, multipronged, sustainable effort to ensure that Veterans have access to justice and receive the legal support they, their families, and their caregivers deserve. As part of the work of the VLSI, a national Center concept was created. It would require significant outside funding to become a reality.

The broad scope of the work demanded that VLSI continue in fiscal year 2018. At its meeting on April 25, 2017, the Board voted to continue VLSI's work with the following resolution. That the Board:

1. Approves the continuation of the Veterans Legal Services Commission as approved by the BOG in June of 2016. It will be funded as shown in #2 below.

2. Approves the payment of any remaining funds in this year's Presidential initiatives budget to the FJE account that contains the money already raised from donors to support the work of the Veteran's Commission. The money in the FJE account will fund the work. No money will come from next year's general operations budget.

3. Approves an exploratory effort to determine if the ABA can take the work we are doing to a higher level by creating a the Center for Military and Veteran Legal Support (Center) funded by donors, not general operations money.

4. Approves a representation to funders that if sufficient funds are raised to pay for the Center as an endowment, not from general operations funding, the ABA is willing to take on this leadership role in creating and running the Center. Funders will be told that the Board retains the right of final approval before the Center can be formed.

In this year, significant work has been done to raise funds to ultimately launch the Center for Military and Veteran Legal Support. The fundraising efforts involved significant cultivation with...
foundations and are starting to pay off. For example, VLSI has just received a $300,000 commitment over three years from the Trinka Davis Foundation. This Foundation is the only one to have donated funds to the Veterans Administration to create a Veterans' Village for housing and medical care.

Until a Center is created, VLSI will need to continue so that grants, including the one from the Trinka Davis Foundation, can be accepted by FJE.

Request
To accommodate the three-year Trinka Davis Foundation grant, we are requesting that the Board of Governors approve the continuation of the Veterans Legal Services Initiative and its Program Support Fund through the next three fiscal years. The work to be done will remain within what has already been approved by the Board of Governors on April 25, 2017. Linda Klein, will continue to work on this Initiative as a volunteer.

Funding for the Initiative, including any staffing, if needed, will come from the existing FJE account and no general operations funds are requested.

The Motion is that the Board:

1. Approves the continuation of the Veterans Legal Services Commission for the next three fiscal years, so that it may receive funds intended to assist in its mission and to Create an endowment for a permanent the Center for Military and Veteran Legal Support. Linda Klein is approved to lead this effort.

2. The money in the existing FJE account will fund the work. No money will come from the general operations budget. Any staffing, if needed, will be paid from the existing FJE account.

3. Approves continuing the exploratory effort to determine if the ABA can take the work we are doing to a higher level by creating a the Center for Military and Veteran Legal Support funded by donors, not general operations money.

4. Approves a representation to funders that if sufficient funds are raised to pay for the Center as an endowment, not from general operations funding, the ABA is willing to take on this leadership role in creating and running the Center. Funders will be told that the Board retains the right of final approval before the Center can be formed.
DATE: July 2, 2018

TO: ABA Board of Governors

FROM: Terry Harrell, Chair
ABA Working Group to Advance Well-Being in the Legal Profession

RE: Request for Authorization to Initiate a Substance Use Disorder and Mental Health Campaign Within the Legal Profession, including a Pledge Designed for Legal Employers

The ABA Working Group to Advance Well-Being in the Legal Profession (“Working Group”) is requesting that the Board of Governors authorize a substance use disorder and mental health campaign (the “Campaign”) within the legal profession to raise awareness and facilitate a reduction in the incidence of problematic substance use and mental health disorders and approval of a pledge. The primary vehicle for the Campaign is pledge designed for legal employers. The Campaign would generate no additional costs for the ABA.

A 2016 national study conducted jointly by the ABA Commission on Lawyer Assistance Programs and Hazelden Betty Ford Foundation revealed that substance use disorders and mental health problems are occurring in the legal profession at higher rates than in other professions and the general population. At the same time, there is a reluctance to seek assistance largely due to the stigma associated with these issues. This reluctance often leads to a progression of the problem, a fact which underscores the need to change attitudes and eliminate bias relating to addiction and mental health.

A profession-wide behavioral health campaign – supported by some of the most prominent and influential legal employers in the country – would help foster substantial improvements in that arena.

The Campaign

The Working Group, a Presidential Initiative led by ABA President Hilarie Bass, is the primary Campaign leader. The Working Group will continue to operate under Robert Carlson’s leadership in FY19. The ABA Commission on Lawyer Assistance Programs (“CoLAP”) and the ABA Center for Professional Responsibility (“CPR”) are working with the Working Group, and will continue the work of the Campaign after the Working Group is sunset in August 2019.

During the first stage of the Campaign, members of the Working Group, CoLAP and CPR would call upon legal employers (including law firms, corporate entities, government agencies and legal aid organizations) to sign a Commitment Form: (1) recognizing that substance use and mental health problems represent a significant challenge for the legal profession and acknowledging that more can and should be done to improve the health and well-being of lawyers; and, (2) pledging to support the campaign and work to adopt and prioritize its seven-point framework for building a better future. Participating legal employers would be featured on the ABA website.
The second stage of the Campaign would be an annual recertification process; CoLAP and CPR would follow up with those legal employers who had signed the pledge, asking that they describe any steps they had taken the previous year toward each of the objectives set out in the framework.

**Campaign to Advance ABA Goals/Objectives**

Research has validated the long-held view that members of the legal profession are suffering from problematic substance use, depression, stress and anxiety. However, real and perceived repercussions to their reputations and careers prevent them from coming forward for treatment and assistance.

A commitment on the part of legal employers to acknowledge and respond to these issues would lead to an increase in education and services, signal to the profession that it is not only acceptable, but essential, to get help, and by leveraging the influence of legal employers, encourage those in need to confront the issue directly. It also would put pressure on other, competing legal employers to act. By starting a national dialogue in the workplace, it would reduce the stigma that serves as an impediment to career, family and life-saving treatment.

The Working Group, CoLAP and CPR believe that the above-stated products of the Campaign will further Goal I, to Serve Our Members, specifically the objective to “…promote members’ professional growth and quality of life.”

Further, well-being is essential to a lawyer’s duty of competence. It is well documented that the legal profession experiences impairment at disproportionately higher rates due to substance use and other mental health disorders. Impairment of an individual, due to substance use or other mental health disorder, adversely affects not only the individual’s well-being, but also the legal employer’s ability to serve clients capably and responsibly. The campaign would provide a roadmap for legal employers and prevent and appropriately respond to attorney impairment, and in doing so, promote delivery of the highest quality legal services.

Therefore, the Working Group, CoLAP and CPR believe that the Campaign will also further Goal II, to Improve Our Profession, specifically the objective to “promote competence, ethical conduct and professionalism.”

Members and staff of the Working Group, CoLAP and CPR will be responsible for all aspects of the Campaign, including the creation of the Commitment Form and supplementary materials, outreach to legal employers, monitoring and reporting and follow-up.

The Campaign will not result in any policy statement that could be attributable to the ABA without prior approval of the House of Delegates or the Board of Governors or which would conflict with any existing ABA policy. Rather, the Campaign is in furtherance of an existing ABA policy. In February 2018, the House of Delegates adopted Resolution 105 supporting the goal of reducing mental health and substance use disorders and improving the well-being of lawyers, judges and law students. The Campaign would be a clear demonstration of that commitment.
Lastly, The Campaign will not expose the ABA to liability for expenses, unanticipated or otherwise, and there are no expenses to note.
Pledge Commitment Form

Recognizing that substance use and mental health problems represent a significant challenge for the legal profession, and acknowledging that more can and should be done to improve the health and well-being of lawyers, we the attorneys of ______________________ hereby pledge our support for this innovative campaign and will work to adopt and prioritize its seven-point framework for building a better future.

Our organization has taken the following steps to promote well-being over the past year:

(1) We have provided enhanced and robust educational opportunities to our attorneys and staff on topics related to well-being, substance use disorders, and mental health distress. Describe at least one program your organization put on during the past year:

____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________

(2) We have disrupted the status quo of drinking-based events: Describe at least one way in which your organization has de-emphasized alcohol:

____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________

(3) We have developed visible partnerships with outside entities committed to reducing problematic substance use disorders and mental health distress in the profession. Describe at least one way in which your organization has partnered with outside entities to promote well-being:

____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________

(4) We have provided confidential access to addiction and mental health experts and resources to all employees, including free, in-house self-assessment tools. Describe the ways in which your organization has fulfilled this commitment (optional):

____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________

(5) We have a proactive written protocol and leave policy that covers the assessment and treatment of substance use and mental health problems, including a defined back-to-work policy following treatment. Describe the ways in which your organization has fulfilled this commitment (optional):

____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________
____________________________________________________________________________
(6) We have actively and consistently promoted and encouraged help-seeking and self-care as core values of our organizations. Describe at least one way in which your organization has fulfilled this commitment:

______________________________________________________________________________

______________________________________________________________________________

______________________________________________________________________________

(7) We have highlighted the adoption of this well-being framework to attract and retain the best lawyers and staff. Describe at least one way in which your organization has fulfilled this commitment:

______________________________________________________________________________

______________________________________________________________________________

______________________________________________________________________________

Name: _______________________
Signature: _______________________
Title: _______________________
Date: _______________________
MEMORANDUM

TO: ABA Board of Governors
FROM: Rochelle E. Evans
SUBJECT: Requests from ABA President-Elect Robert M. Carlson to Amend Jurisdictional Statements
DATE: July 19, 2018

a. **ABA Rule of Law Initiative:** requests approval to amend the jurisdictional statement of the Rule of Law Initiative Council. The current jurisdictional statement stipulates that four (4) voting directors shall be the Chairs or their designees of the ABA Section of International Law; ABA Center for Human Rights; CEELI Institute; and ABA Section of Individual Rights and Responsibilities (CRSJ). The directors selected by the four entities shall be recommended to the President-Elect pursuant to the internal nominations and appointments process of each such entity, as modified from time to time.

The Board of Governors is requested to amend the jurisdictional statement to discontinue the voting director slot for the CEELI Institute and increase the number of at-large member slots from 12 to 13.

b. **Center for Innovation:** requests approval to amend the jurisdictional statement of the Center for Innovation Governing Council to allow for one additional person to serve, bringing the total number of members to 15. This will allow the appointment of Michael Deal, Vice President and Associate General Counsel of Amazon who is willing to serve and will be central to the Governing Council’s fundraising efforts.
TO: Board of Governors

FROM: Robert M. Carlson, President-Elect

RE: Request to Amend the Jurisdictional Statement of the Rule of Law Initiative

DATE: July 2, 2018

I respectfully request that the jurisdictional statement of the Rule of Law Initiative Council be amended. The current jurisdictional statement stipulates that four (4) voting directors shall be the Chairs or their designees of the ABA Section of International Law; ABA Center for Human Rights; CEELI Institute; and ABA Section of Individual Rights and Responsibilities (CRSJ). The directors selected by the four entities shall be recommended to the President-Elect pursuant to the internal nominations and appointments process of each such entity, as modified from time to time.

The Board of Governors is requested to amend the jurisdictional statement to discontinue the voting director slot for the CEELI Institute and increase the number of at-large member slots from 12 to 13.

Thank you for your consideration of this request.
TO: Board of Governors

FROM: Robert M. Carlson, President-Elect

RE: Request to Amend the Jurisdictional Statement of the Center for Innovation Governing Council

DATE: July 5, 2018

I respectfully request that the jurisdictional statement of the Center for Innovation Governing Council be amended to allow for one additional person to serve, bringing the total number of members to 15. This will allow the appointment of Michael Deal, Vice President and Associate General Counsel of Amazon. Michael is willing to serve and will be central to the Governing Council’s fundraising efforts.

Thank you for your consideration of this request.
MEMO

To: ABA Board of Governors

From: Margaret McKeown, Chair, ABA ROLI Board of Directors

Cc: Jack Rives, ABA Executive Director
    Alpha Brady, Senior Associate Executive Director and Chief Governance Officer
    Jarisse Sanborn, Associate Executive Director and General Counsel
    Alberto Mora, Associate Executive Director and Director, ABA ROLI

Date: July 2, 2018

Re: Request for Approval of Two New Memoranda of Understanding and a New Donor

On behalf of the American Bar Association Rule of Law Initiative (ABA ROLI) Board of Directors, I would like to request the following approvals:

**New donor.** ABA ROLI seeks approval to receive a subgrant from Civic Initiatives (CI), a Serbia-based organization established in 1996. CI’s mission is to strengthen civil society through education, promoting democracy and support for an active society. Civic Initiatives was formed in 1996 when a group of prominent non-governmental organization activists participating in the anti-war movement and non-nationalistic democratic opposition recognized the necessity for the creation of a social, Civic base which could support democratic changes by educating citizens about their rights, democracy, civic society and how to be active citizens, so that they could make decisions about their own lives. ABA ROLI would like to explore the possibility of receiving a subgrant from CI to support civil society in monitoring how effective civil society is at advocating for their positions, and how advocacy strategies could be improved. This subgrant and work would be under the U.S. Agency for International Development (USAID) -funded Serbia Strategic Advocacy Approaches Activity. ABA ROLI is well-positioned to support CI in their work because of our Research, Evaluation and Learning division's work in developing tools to evaluate how well advocacy strategies work on different rule of law issues in various countries and contexts. ABA ROLI is ineligible to receive direct funding from USAID because the opportunity is open only to local Serbian organizations.

**New MOUs.** ABA ROLI seeks an MOU with the Ministry of Justice of the Republic of Uzbekistan. This MOU would come at a time following a high-level meeting between the ABA President-Elect Bob Carlson and the Minister of Justice of Uzbekistan in May 2018, during which opportunities to cooperate on in rule of law reform activities were discussed; thus, the MOU will be critical to taking these discussions to the next step. An MOU with the Ministry of Justice would enable
ABA ROLI to conduct technical assistance activities envisioned as part of programming in-country, such as facilitating trainings, developing course curricula, and providing technical expertise and support. An MOU would be necessary to formalize a relationship with the Ministry of Justice to ensure fruitful and timely cooperation on legal reform activities and would enable ABA ROLI to operate in-country while we prepare, submit and await the review of our application for registration, allowing ABA ROLI to respond quickly to needs and organize activities on the ground in compliance with national requirements. This MOU comes at a critical time for ABA ROLI as we have just been awarded a DRL-funded program in Uzbekistan to Protect and Enhance the Advancement of Rights through the Legal System. Under this program, we will be working with the bar association to build its capacity to conform with international due process and human rights standards as well as providing a sub-award to Street Law Inc. to develop a public legal education course. ABA ROLI will seek General Counsel approval of the MOU content before signature.

Libya. ABA ROLI’s Libya Office would like to enter into an MOU with the Libya Young Lawyers' Association (YLA) to provide a framework for ongoing support to the YLA via training for their members on international human rights standards. This MOU will support the work of multiple ABA ROLI programs in Libya. The purpose of this MOU is purely to formalize the intent to cooperate moving forward, and the MOU does not commit ABA ROLI financially in any way.
**APPROVED COUNTRIES, DONORS AND THEMATIC PROGRAM AREAS**
The countries and donors in **bold** are new additions to the list that was approved by the ABA Board of Governors Executive Committee in March 2018.

### I. Approved Countries or Areas Authorized Registration of Representative or Branch Offices

#### AFRICA

<table>
<thead>
<tr>
<th>Country</th>
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<tr>
<td>Angola</td>
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<td>Cape Verde</td>
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<td>Central African Republic</td>
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<td>Congo-Brazzaville</td>
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<td>Cote d’Ivoire</td>
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<td>Niger</td>
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<td>Ethiopia</td>
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<td>Republic of Congo, Brazzaville</td>
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<td>Gabon</td>
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#### ASIA

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<td>Afghanistan*</td>
<td>Japan</td>
<td>Philippines</td>
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<td>American Samoa</td>
<td>Kiribati</td>
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<td>Brunei</td>
<td>Maldives</td>
<td>Solomon Islands</td>
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<td>Burma (Myanmar)</td>
<td>Marshall Islands</td>
<td>Sri Lanka</td>
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<td>Cambodia</td>
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<td>Hong Kong</td>
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<td>India</td>
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#### EUROPE AND EURASIA

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<td>Georgia</td>
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<td>Armenia</td>
<td>Greece***</td>
<td>Russia</td>
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<td>Azerbaijan</td>
<td>Hungary</td>
<td>Serbia</td>
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<td>Belarus</td>
<td>Kazakhstan</td>
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<td>Belgium</td>
<td>Kosovo</td>
<td>Tajikistan</td>
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<td>Bosnia &amp; Herzegovina</td>
<td>Kyrgyzstan</td>
<td>The Netherlands</td>
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<td>Bulgaria</td>
<td>Latvia</td>
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<td>Croatia</td>
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<td>Czech Republic</td>
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<td>Estonia</td>
<td>Moldova</td>
<td>Uzbekistan</td>
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<td>European Union Member States***</td>
<td>Montenegro</td>
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#### LATIN AMERICA & THE CARIBBEAN

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<tr>
<td>Antigua and Barbuda</td>
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<td>Bahamas</td>
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<td>Belize</td>
<td>Dominica</td>
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<td>Bolivia</td>
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<td>Brazil</td>
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<td>Chile</td>
<td>El Salvador</td>
<td>Nicaragua</td>
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Paraguay          Saint Kitts and Nevis          Trinidad and Tobago  
Panama            Saint Lucia              Uruguay             
Peru              Saint Vincent and Grenadines  Venezuela          

MIDDLE EAST & NORTH AFRICA
Algeria           Lebanon                 Syria               
Bahrain           Libya                   Tunisia              
Egypt             Malta                   Turkey               
Iran*             Morocco                 United Arab Emirates 
Iraq              Oman                   West Bank/Gaza (Palestinian Territories)  
Jordan            Qatar                   Saudi Arabia         
Kuwait            Lebanon                 Syria               

II. Approved Donors

A. Donors
Australia, Austria, Bahrain, Belgium, Canada, Chinese Taipei, Czech Republic, Denmark, Finland, France, Georgia, Germany, Greece, Gulf Cooperation Council, Hong Kong, Hungary, Iceland, Ireland, Italy, Japan, Kuwait, Luxembourg, Mexico, the Netherlands, New Zealand, Norway, Oman, Poland, Portugal, Qatar, Russia, Saudi Arabia, Serbia, Slovak Republic, South Korea, Spain, Sweden, Switzerland, Turkey, United Arab Emirates, United Kingdom, United States.

B. Self-Financing Countries or Areas
Algeria, Albania, Armenia, Argentina, Azerbaijan, Bahrain, Belarus, Bhutan, Bosnia, Brazil, Bulgaria, Chile, China, Chinese Taipei, Colombia, Costa Rica, Croatia, Czech Republic, Democratic Republic of Congo, Ecuador, Estonia, Georgia, Hong Kong, India, Indonesia, Japan, Kazakhstan, Kosovo, Kyrgyzstan, Kuwait, Latvia, Lebanon, Libya, Lithuania, Macedonia, Mexico, Moldova, Montenegro, Mongolia, Morocco, Oman, Panama, Peru, Poland, Qatar, Romania, Russia, Saudi Arabia, Singapore, Serbia, Slovak Republic, South Korea, Tajikistan, Turkey, Turkmenistan, Ukraine, United Arab Emirates, Uruguay, Uzbekistan, Venezuela, and West Bank/Gaza (Palestinian Territories).

C. International and Regional Organizations
Including, e.g., African Development Bank, Asian Development Bank, Council of Europe, European Union (EU), European Bank for Reconstruction and Development (EBRD), Inter-American Development Bank, International Labour Organization (ILO); International Monetary Fund, Kazakh Humanities and Law University Organization of American States (OAS), Organization for Economic Cooperation and Development (OECD), Organization for Security and Cooperation in Europe (OSCE), Regional Dialogue, SaferWorld, United Nations (e.g., UNDP, UNIFEM, UNHCR, UN Democracy Fund), World Health Organization and World Bank.

D. Other Donors
Including U.S. corporations, multi-national corporations, foreign corporations, foundations, and universities. (See Annex I).

III. Approved Program Areas
Our seven thematic areas are: access to justice and human rights, anti-corruption and public integrity, criminal law reform and anti-human trafficking, judicial reform, legal education reform and civic education, legal profession reform, and women’s rights. Additionally, ABA ROLI works on commercial and property law reform and environmental law issues.
ANNEX I

Other Donors

Aestrae Lesbian Foundation for Justice
African Men for Sexual Health and Rights (AMSHeR)
Aga Khan Foundation
Aids Healthcare foundation
Allen and Overy Foundation
American Arbitration Association - International Center for Dispute Resolution (AAA-ICDR)
Apple
Arab Social and Economic Development Fund
Arcus Foundation
Arizona State University
Armenia Fund
Atlantic Philanthropies
Avon Foundation
Bitfury
Blue Moon Fund
Bristol Myers Squibb Foundation
Charles Stewart Mott Foundation
C&A Foundation
Clooney Foundation for Justice
Coca-Cola
Corporación-América S.A.
Dell/EMC
DOEN Foundation
eBay Foundation
Elizabeth Glaser Pediatric Aids Foundation
Elton John AIDS Foundation
Ewing Marion Kauffman Foundation
Facebook
Ford Foundation
Fundación Avina
Fundación Carlos Slim
Fund for Global Human Rights
Gap
GE Foundation
German Marshall Fund of the United States
Global Fund for Women
Goldman Sachs Foundation
Google
Hauser Foundation
Heinrich Böll Foundation
Howard G Buffett
Humanity United
The International and Ibero-American Foundation for Administration and Public Policies (FIIAP)
Jolie-Pitt Foundation/The Endeavour Group
J.P. Morgan
King Baudouin Foundation
Knight foundation
Konrad Adenauer Foundation
Kosovo Legal Services Company (KLSC)
Levi Strauss Foundation
LexisNexis
Mama Cash
Maquila Solidarity Network
Merck Company Foundation
MercyCorps
Microsoft
Moriah Fund
Mosaic Foundation
Motorola Foundation
National Endowment for Democracy
Nike
Norman Foundation
NoVo Foundation
Oak Foundation
Open Square Foundation
Oracle Foundation
Organisation Internationale de la Francophonie
Overbrook Foundation
Pfizer Foundation
Princess Cruise Foundation
Qatar Foundation
Salesforce Foundation
Scaife
Sheik Maktoum Foundation
Sigrid Rausing Trust
Solidago Foundation
South Africa Medical Research Council
Stefan Batory Foundation
Target
Telmex Foundation
Tent foundation
The ACE Group - The ACE Rule of Law Fund
The Bill and Melinda Gates Foundation
The Blaustein Foundation
The Carnegie Corporation
The Channel Foundation
The Christensen Fund
The David and Elaine Potter Foundation
The Gatsby Charitable Foundation
The GSMA
The Google Foundation
The Hewlett-Packard Company Foundation
The John D. and Catherine T. MacArthur Foundation
The Omidyar Foundation
The Open Society Foundation
The Pew Charitable Trusts
The Rockefeller Brothers Fund
The Rockefeller Foundation
The Sainsbury Family Charitable Trusts
The Schmidt Family Foundation/ The11th Hour Project
The U.S. Russia Foundation for Economic Advancement and the Rule of Law
The William and Flora Hewlett Foundation
Thomson Reuters foundation
Tinker Foundation
United Nations Foundation
Vodafone Foundation
Wellspring Advisors
Westminster Foundation for Democracy
William J. Clinton Foundation
Women Donors Network
Women Moving Millions
* Programming approved for execution outside of country only due to security considerations
** No international staff to be located in-country
***Solely for purposes of coordinating the provision of legal aid to refugees and migrants
MEMORANDUM

TO: ABA Board of Governors

FROM: Rochelle E. Evans

SUBJECT: Requests from ABA Fund for Justice and Education

DATE: July 19, 2018

a. **Create Program Support Fund for Migrant Children and Family Initiative**: requests approval to (1) create the Migrant Children and Family Initiative Program Support Fund, (2) seek outside funding, and (3) if deemed appropriate, that funds raised can be distributed to outside organizations to advance the objectives of the initiatives. The PSF will collect funds to support ABA wide efforts to serve migrant children and families to ensure access to justice and due process.

b. **Create Program Support Fund for Standing Committee on Gun Violence**: requests approval to (1) create a Program Support Fund (PSF) for the Standing Committee on Gun Violence and (2) seek outside funding. This PSF will raise funds needed by the Standing Committee to serve as the focal point for activity within the ABA on issues related to gun violence – education, best practice, policy, and prevention.
MEMORANDUM

To: ABA Board of Governors
From: Jackie Casey, Director, Fund for Justice and Education
Subject: Program Support Fund Application: Migrant Children and Family Initiative
Date: July 13, 2018

Request

The Fund for Justice and Education requests that the Board of Governors to approve the establishment of the Migrant Children and Family Initiative Program Support Fund – application attached. We ask the Board to grant permission to seek outside funding for this work. Lastly, we ask the Board to approve that funds raised can, if deemed appropriate, be distributed to outside organizations to advance the objectives of the initiative.
APPLICATION FOR
PROGRAM SUPPORT FUND ESTABLISHMENT

Submitting Entity Information:

Name of ABA Section, Division or Entity Seeking PSF Approval: Fund for Justice and Education
Entity Director: Jackie Casey
Entity Member Leader: Bob Clifford
Senior Manager: Bill Phelan

1. What is the general purpose for which the PSF funds may be used?

This fund, Migrant Children and Family Initiative, will collect funds to support ABA wide efforts to serve migrant children and families to ensure access to justice and due process.

2. Identify examples of types of projects, programs or initiatives that will be supported by the PSF?

- Increase direct representation by qualified counsel to ensure due process and access to justice.
- Build pro bono capacity to expand the direct delivery of legal services by recruiting, training and mobilizing pro bono attorneys, coupled with judicial training on the special needs of children. This objective will be largely accomplished through an expansion of CILA.
- Coordinate an organized national alliance of providers to develop and share best practices, identify policy barriers and ensure high standards of care.
- Mount policy advocacy efforts in response to the changing immigration policy.

In some instances, the ABA will use the fund to support outside organizations who we identify as partners to advance these objectives. In many instances, the fund will be used to support existing or expanded ABA immigration efforts at the Commission on Immigration, ProBAR, Immigration Justice Project, Children’s Immigration Law Academy, the Unaccompanied Minor Immigrant Task Force and the Center on Children and the Law.

3. Identify the potential sources of revenue for this PSF? Be as specific as possible?

The fundraising will include a combination of individual gift campaigns from members and nonmembers coupled with major gift fundraising and proposals to foundations and corporations. We are in conversation with the Lumos Foundation, J.K. Rowling’s foundation, as an example.

4. Identify the anticipated types of expenses that will be supported by the PSF (e.g. personnel, printing, postage, CLE fees, etc.)
Personnel, consultants, meetings and travel, CLE, printing, postage, sub grants.

5. **Identify the specific ABA goal that will be served by the activities supported through the PSF and how?**

This fund is in direct support of Goal IV. Beginning in 2014, the numbers of unaccompanied children and families entering the United States at the southwest border increased to unprecedented levels, causing a due process crisis across the nation. Earlier this year, those challenges were intensified with the government’s “zero tolerance” policy resulting in the tragic separation of families and an ongoing crisis that will have serious, long-term consequences for migrant (immigrant and asylum seeking) families seeking protection in the United States.

Despite facing expert government prosecutors in immigration court, in cases where children are charged with violating immigration laws, the government takes the position that they have no right to appointed counsel. And fifty-seven percent of them are unrepresented when their cases are adjudicated. Faced with life-or-death deportation decisions, unrepresented children are deported ninety percent of the time. Most are not simply economic immigrants, rather they have a claim for relief under U.S. law to remain in this country, but lack an advocate to present their case. **Statistics support this fact: those children represented by a lawyer are five times more likely to be granted relief by an immigration judge.**

Lawyers can ensure that migrant children have access to justice through due process, are in communication with and reunited with their families or are placed in a safe home environment. Lawyers representing parents can help them reunify with their children. By implementing a well-coordinated effort to support legal service providers and recruit and train pro bono lawyers to represent children and families, the ABA can ensure these goals are met.

6. **Will there be an overlap between the programs or projects that will benefit from the PSF and the activities of other ABA entities? If so, explain any apparent conflict with the jurisdiction of another ABA entity and whether partnership/collaboration with those entities has been sought and if not, why.**

This fund will serve as a centralized place to gather funds in support of the ABA’s broad immigration efforts and will support existing efforts as described above.

Jackie Casey, Director, ABA Fund for Justice and Education
(certifying the purpose of the PSF is 501(c)(3) eligible)

7/13/18
MEMORANDUM

To: ABA Board of Governors

From: Jackie Casey, Director, Fund for Justice and Education

Subject: Program Support Fund Application: Standing Committee on Gun Violence

Date: July 18, 2018

Request

The Fund for Justice and Education requests that the Board of Governors approve the establishment of a Program Support Fund for the Standing Committee on Gun Violence – application attached. We ask the Board to grant permission to seek outside funding for this work.
MEMORANDUM

To: ABA Board of Governors

From: Linda Klein, Immediate Past President, ABA
Jackie Casey, Director, Fund for Justice and Education

Subject: Continuation of the Veterans Legal Services Initiative

Date: July 24, 2018

Background

For fiscal year 2017, at the request of then president-elect Linda Klein, the ABA formed and implemented the Veterans Legal Services Initiative (VLSI) to position the ABA to lead and coordinate a holistic, multipronged, sustainable effort to ensure that Veterans have access to justice and receive the legal support they, their families, and their caregivers deserve. As part of the work of the VLSI, a national Center concept was created. It would require significant outside funding to become a reality.

The broad scope of the work demanded that VLSI continue in fiscal year 2018. At its meeting on April 25, 2017, the Board voted to continue VLSI’s work with the following resolution. That the Board:

1. Approves the continuation of the Veterans Legal Services Commission as approved by the BOG in June of 2016. It will be funded as shown in #2 below.

2. Approves the payment of any remaining funds in this year's Presidential initiatives budget to the FJE account that contains the money already raised from donors to support the work of the Veteran's Commission. The money in the FJE account will fund the work. No money will come from next year's general operations budget.

3. Approves an exploratory effort to determine if the ABA can take the work we are doing to a higher level by creating the Center for Military and Veteran Legal Support (Center) funded by donors, not general operations money.

4. Approves a representation to funders that if sufficient funds are raised to pay for the Center as an endowment, not from general operations funding, the ABA is willing to take on this leadership role in creating and running the Center. Funders will be told that the Board retains the right of final approval before the Center can be formed.

In this year, significant work has been done to raise funds to ultimately launch the Center for Military and Veteran Legal Support. The fundraising efforts involved significant cultivation with
foundations and are starting to pay off. For example, VLSI has just received a $300,000 commitment over three years from the Trinka Davis Foundation. (See attached grant letter). This Foundation is the only one to have donated funds to the Veterans Administration to create a Veterans' Village for housing and medical care.

Until a center is created, VLSI will need to continue so that grants, including the one from the Trinka Davis Foundation, can be accepted by FJE.

**Request**
To accommodate the three-year Trinka Davis Foundation grant, we are requesting that the Board of Governors approve the continuation of the Veterans Legal Services Initiative and its Program Support Fund through the next three fiscal years. The work to be done will remain within what has already been approved by the Board of Governors on April 25, 2017. Linda Klein will continue to work on the Initiative as a volunteer.

Funding for the Initiative, including any staffing, if needed, will come from the existing FJE account and no general operations funds are requested.

The Motion is that the Board:

1. Approves the continuation of the Veterans Legal Services Initiative for the next three fiscal years, so that it may receive funds intended to assist in its mission and to create a sustainable outside funding for a permanent Center for Military and Veteran Legal Support. Linda Klein is approved to lead this effort.

2. Approves that the money in the existing FJE account will fund the work. No money will come from the general operations budget. Any staffing, if needed, will be paid from the existing FJE account.

3. Approves continuing the exploratory effort to determine if the ABA can take the work we are doing to a higher level by creating a Center for Military and Veteran Legal Support funded by donors, not general operations money.

4. Approves a representation to funders that if sufficient funds are raised to pay for the Center, not from general operations funding, the ABA is willing to take on this leadership role in creating and running the Center. Funders will be told that the Board retains the right of final approval before the Center can be formed.
July 17, 2018

Ms. Linda Klein
Immediate Past President of the
American Bar Association
Baker Donelson
1600 Monarch Plaza
3414 Peachtree Road
Atlanta, GA 30326

RE: $300,000 Grant Award

Dear Linda:

Thank you so much for taking the time to come to Birmingham to meet with Leah Scalise, Angela Davidson, and me – as well as the entire Hughes & Scalise team. Your insight and advice on the needs of veterans, particularly as it applies to legal advice and support, reaffirmed the need for the Trinka Davis Foundation’s current efforts and provided guidance for our possible future grants.

I am pleased to inform you that the Foundation Board has authorized a grant to the American Bar Association Fund for Justice and Education in the amount of $300,000 to be used for the Veterans Legal Services Initiative (“VLSI”).

The grant of $300,000 will be paid in $100,000 installments over three years beginning in 2019. We leave the application of these funds within the VLSI to your discretion. After receiving the grant and deciding how to apply it, we would appreciate a brief report explaining how the funds will be used.

We wish you all the best in your endeavors to serve this country’s veterans and again thank you for your enlightening visit.

Yours very truly,

[Signature]

Nancy C. Hughes
Director

cc: General Clyde Tate
APPLICATION FOR
PROGRAM SUPPORT FUND ESTABLISHMENT

Submitting Entity Information:

Name of ABA Section, Division or Entity Seeking PSF Approval: Standing Committee on Gun Violence
Entity Director: Sharon Terrill
Entity Member Leader: Joshu Harris
Senior Manager: Jim Dimos

Application:

1. What is the general purpose for which the PSF funds may be used? 
This PSF will raise funds needed by the Standing Committee to serve as the focal point for activity within the ABA on issues related to gun violence – education, best practice, policy, and prevention.

2. Identify examples of types of projects, programs or initiatives that will be supported by the PSF?
   - Educational programs (midyear, Annual, Section meetings, or public facing, on public health issues using the educational materials created as part of the Enterprise Fund in FY16-17).
   - Monitoring and education about legislation that is consistent with ABA policy on the state and federal levels.
   - Meeting to discuss, plan, and draft new ABA policy resolutions for the House consideration.

3. Identify the potential sources of revenue for this PSF? Be as specific as possible? Once approved, specific donors should be reviewed with the ABA/FJE staff to ascertain possible fundraising conflicts and to let the entity know how specific donors are already engaged with the ABA.

   Individual law firms and practitioner donations, revenue from CLE partnering Sections, external entities that work on the issue of gun violence (eg. Everytown for Gun Safety, Joyce Foundation, Coalition to Stop Gun Violence).

4. Identify the anticipated types of expenses that will be supported by the PSF (e.g. personnel, printing, postage, CLE fees, etc.)

   Conference calls, group functions (meeting at midyear and Annual), supplies, travel, minimal staff support.

5. Identify the specific ABA goal that will be served by the activities supported through the PSF; how the justice system is improved by the supported projects or programs and how
the proposed programs or projects to be supported by the PSF correspond to the sponsoring entity’s jurisdiction and purpose?

Goal IV, supporting the rule of law. The rule of law in this area is critical to the well-being of society. The Committee pursues Goal IV by monitoring and advocating, consistent with ABA policy, for or against legislation at the state and federal levels, monitoring related litigation, and providing background information on ABA policy to policy makers and others. The Committee’s consistent approach to the often controversial topic of “gun control” is that of public safety and reduction of gun violence. The Committee co-authored a paper in 2015 with eight medical associations and societies to discuss the public health issue of gun violence, and based upon common approved policies of all of our entities. Since its publishing, over 50 other medical entities have endorsed the paper.

Little in the public policy arena can have greater impact on societal well-being than issues of gun violence. By advocating for policies focused on public safety, e.g., reasonable regulation of firearms; more attention to the societal issues that contribute to a culture of gun violence; a comprehensive approach to gun violence by young persons in schools, such as educational curricula; and stronger enforcement of gun laws, including greater funding of programs devoted to enforcement of existing laws dealing with illegal trafficking in arms, the ABA, through the Committee’s efforts, has a meaningful voice in this national dialogue.

6. Will there be an overlap between the programs or projects that will benefit from the PSF and the activities of other ABA entities? If so, explain any apparent conflict with the jurisdiction of another ABA entity and whether partnership/collaboration with those entities has been sought and if not, why.

While other ABA entities may address gun related issues, none take this comprehensive and holistic approach of public safety. The Committee has always worked closely with ABA entities that have a piece of the gun violence debate, such as Criminal Justice, TTIPS, and the Commissions on Domestic and Sexual Violence and Youth at Risk, and we would continue to seek partnerships with them, as well as other ABA entities.

______________________________
Entity Director Signature

6/6/18
Date

Jackie Casey, Director
ABA Fund for Justice and Education
(certifying the purpose of the PSF is 501(c)(3) eligible)

______________________________
6/6/18
Date
MEMORANDUM

TO: Board of Governors

FROM: Rochelle E. Evans

Subject: Requests for Co-Sponsorship

Date: July 12, 2018

The following requests for co-sponsorships have been made. The Guidelines for Co-sponsorship of Programs/Activities with Other Organizations are attached. (Please note: No ABA general revenue is requested or required for these co-sponsorship requests.)

a. Section of Antitrust Law:

i. to co-sponsor certain Section “Committee Programs” with specific outside entities in the 2018-2019 Association year. In September 2002, the Operations and Communications Committee granted approval for Section "Committee Telephonic Programs" formerly called "Brown Bag" programs co-sponsored with certain outside entities through August 31, 2003, with the understanding that the Section would need to request renewal of the approval for each subsequent Association year. Committee Telephonic Programs are a popular program tool used by Section committees to inform Section members and the public of timely antitrust issues. Due to the nature of the topics (i.e. recent court cases, new government regulations, etc.), these programs are usually held without a lot of advance notice.

ii. to co-sponsor with any ABA-accredited law school the Section’s presentation of “Why Antitrust/Why Consumer Protection Law?” program during the 2018-2019 ABA fiscal year. The principal objective of the “Why Antitrust/Why Consumer Protection Law?” program is to incorporate substantive antitrust and consumer protection programming into the Membership and Diversity Committee’s outreach efforts. These one-hour long programs are held at law schools and consist of a panel of Section members who describe antitrust and consumer protection practice to the attendees.

b. Section of Science & Technology Law:

to co-sponsor Section Committee Programs with certain outside entities. These Committee Programs are a popular and efficient tool used by the Section’s committees to educate and inform Section members and the public of current and emerging science, technology and law issues. Due to the nature of the topics (i.e. new government regulations, new technological advances and associated laws, recent court cases, etc.), these programs are developed quickly and should be presented in a timely manner. Programs are generally organized from start to
finish in a 4-6 week period. Most programs are held via teleconference/webinar, but some will be offered in a dual format and provide a live and teleconference/webinar option. These dual format programs will generally be held at law firms, but might also be held at corporate law departments, government agencies or law schools.

c. **Public Education Division:**

   to co-sponsor the 2020 Women’s Vote Centennial Initiative by being listed as a coalition partner. The year 2020 marks the 100th anniversary of the passage of the 19th Amendment, guaranteeing and protecting women’s constitutional right to vote. This historic centennial offers an unparalleled opportunity to commemorate a milestone of democracy and to explore its relevance to the issues of equal rights today. The 2020 Women’s Vote Centennial Initiative ([https://www.2020centennial.org/](https://www.2020centennial.org/)), a collaborative of institutions, organizations, and scholars from across the United States, will ensure that this anniversary is commemorated and celebrated throughout the United States.
The Profession, Public Service and Diversity Committee (“Committee”) of the Board of Governors (“Board”) met by conference call on Monday, June 11, 2018, and in Denver, Colorado, on Thursday, June 21, 2018. Chair Hon. Ramona G. See presided at both meetings.

The following Committee members participated in the June 11, 2018, conference call: Chair Hon. Ramona G. See, Tom Bolt, David L. Brown, Doreen D. Dodson, Deborah Enix-Ross, David S. Houghton, Hon. Eileen A. Kato, Penina K. Lieber and Hon. Leslie Miller. Committee members Mark. H. Alcott, Lee A. DeHihns III, J. Timothy Eaton and Bernard T. King were unable to participate in the conference call. The following staff also participated in the conference call: Alpha M. Brady, Rochelle E. Evans and Laura Macias.

The Profession, Public Service and Diversity Committee (“Committee”) of the Board of Governors of the American Bar Association met at the Ritz-Carlton in Denver Colorado, on Thursday, June 21, 2018. Chair Hon. Ramona G. See called the meeting to order at 9:00 a.m. (MDT). The following Committee members were in attendance: Mark. H. Alcott, Tom Bolt, David L. Brown, Doreen D. Dodson, Deborah Enix-Ross, David S. Houghton, Hon. Eileen A. Kato, Bernard T. King, Penina K. Lieber and Hon. Leslie Miller. Committee members Lee A. DeHihns III and J. Timothy Eaton were unable to attend the meeting.

The following ABA members participated via conference call to present their nominations for the 2018 ABA Medal: M. Joe Crosthwait, Jr., Malcolm A. Heinicke and Steven T. Walther. ABA President Hilarie Bass presented her nomination in person. Also in attendance were Richard Peña, Chair of the Special Committee on Hispanic Legal Rights and Responsibilities, Board of Governors Liaison Orlando Lucero and Allan Tanenbaum, a Special Committee founding member and Chair of the Standing Committee on Audit. Staff in attendance were Alpha Brady, Rochelle E. Evans, Janae LeFlore, Nancy Andrade and Laura Macias. FJE Director Jackie Casey participated via conference call.

Welcome

Chair See welcomed the Committee, new Committee member Doreen D. Dodson who replaced Committee member Joe B. Whisler who passed away in December 2017, and Board of Governors Nominees Hon. Frank J. Bailey, Matthew W. Wallace and Michele Wong Krause.

*On the following pages, items considered and/or acted upon by the Profession, Public Service and Diversity Committee during its June 11, 2018, conference call are indicated with an asterisk (*).
a) **Matters for Review by the Board**

4.1* **Nominations**

a. **ABA Journal Board of Editors (3)**

   i. ABA Journal Board of Editors (Board of Editors) Chair Kathleen J. Hopkins will resign her position as Chair effective June 30, 2018. At its January 22, 2018, conference call, the Board of Editors elected Alice E. Richmond of Boston, Massachusetts, to serve as Chair of the Board of Editors to begin on July 1, 2018, and expire at the conclusion of the 2021 Annual Meeting.

   **UPON MOTION DULY MADE, SECONDED AND CARRIED:**

   The Profession, Public Service and Diversity Committee recommended the approval of the request of the ABA Journal Board of Editors to elect Alice E. Richmond of Boston, Massachusetts, to a third three-year term on the ABA Journal Board of Editors to begin on July 1, 2018, and expire at the conclusion of the 2021 Annual Meeting.

   ii. The second three-year term of Alice E. Richmond on the Board of Editors expires at the conclusion of the 2018 Annual Meeting. The Board of Editors requested the election of Thomas C. Grella of Asheville, North Carolina, for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

   **UPON MOTION DULY MADE, SECONDED AND CARRIED:**

   The Profession, Public Service and Diversity Committee recommended the approval of the request of the ABA Journal Board of Editors to elect Thomas C. Grella of Asheville, North Carolina, for a three-year term on the ABA Journal Board of Editors to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.

   iii. The second three-year term of Judy A. Toyer of Rochester, New York, on the Board of Editors expires at the conclusion of the 2018 Annual Meeting. The Board of Editors requested the election of Wilson A. Schooley of La Mesa, California, for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

   **UPON MOTION DULY MADE, SECONDED AND CARRIED:**

   The Profession, Public Service and Diversity Committee recommended approval of the request of the ABA Journal Board of Editors to elect Wilson A. Schooley of La Mesa, California, for a three-year term on the ABA Journal Board of Editors to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.
b. American Bar Endowment Board of Directors (3)

i. The term of ABA President-Elect Robert M. Carlson of Butte, Montana, as an ex-officio member to the American Bar Endowment Board of Directors (“ABE Board of Directors”) expires at the conclusion of the 2018 Annual Meeting. ABA President-Elect Robert M. Carlson requested the election of Hilarie Bass of Miami, Florida, to a one-year term as an ex-officio member to the ABE Board of Directors to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2019 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of ABA President-Elect Robert M. Carlson to elect Hilarie Bass of Miami, Florida, to a one-year term as an ex-officio member to the American Bar Endowment Board of Directors to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2019 Annual Meeting.

ii. The second five-year term of Martha W. Barnett of Tallahassee, Florida, on the ABE Board of Directors expires at the conclusion of the 2018 Annual Meeting. The ABE Board of Directors requested the election of Michael E. Flowers of Columbus, Ohio, for a five-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2023 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the ABE Board of Directors to elect Michael E. Flowers of Columbus, Ohio, for a five-year term on the American Bar Endowment Board of Directors to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2023 Annual Meeting.

iii. The first five-year term of Carolyn B. Lamm of Washington, D.C., on the ABE Board of Directors expires at the conclusion of the 2018 Annual Meeting. The ABE Board of Directors requested the re-election of Carolyn B. Lamm to a second five-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2023 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the ABE Board of Directors to re-elect Carolyn B. Lamm to a second five-year term on the American Bar Endowment Board of Directors beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2023 Annual Meeting.
c. **Standing Committee on Audit (3)**

The ABA Bylaws specify that the Standing Committee on Audit be comprised of seven members, consisting of the Treasurer; three members who are not ABA Board of Governors (Board) members; and three Board members, one from each Board class. It also states that the Chair shall be designated by the President, and that the appointments are to be made by the Board upon the recommendation of the President. Allan J. Tanenbaum of Atlanta, Georgia, will be re-appointed to serve as Chair beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2019 Annual Meeting.

The terms of E. Fitzgerald Parnell III of Charlotte, North Carolina (ABA Board of Governors member), and Alan S. Kopit of Pepper Pike, Ohio, expire at the conclusion of the 2018 Annual Meeting. President-Elect Robert M. Carlson requested the appointment of David W. Clark of Jackson, Mississippi, and Armando Gomez of Washington, D.C., for a three-year term on the Standing Committee on Audit beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Profession, Public Service and Diversity Committee recommended approval of the request of the Standing Committee on Audit to elect David W. Clark of Jackson, Mississippi, and Armando Gomez of Washington, D.C., for three-year terms on the Standing Committee on Audit to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.

d. **Green Growth Knowledge Platform**

The Section of International Law requested the appointment of LeRoy Paddock of Washington, D.C., as the ABA representative to the Green Growth Knowledge Platform for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Profession, Public Service and Diversity Committee recommended approval of the request of the Section of International Law to elect LeRoy Paddock of Washington, D.C., as the ABA representative to the Green Growth Knowledge Platform for a three-year term to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.

e. **International Aircraft Registry Advisory Board**

The Section of Business Law (Section) requested that the term of the current representative, William B. Piels of San Francisco, California, to the International Aircraft Registry Advisory Board be extended two years. Typically, appointments of representatives to this entity are for five years. In the Section’s original nomination
for Mr. Piels, submitted on April 30, 2015, a five-year term was not specified. As a result, Mr. Piels was appointed for a three-year term. The Section requested that Mr. Piels' term be extended two years to expire at the conclusion of the 2020 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the Section of Business Law to extend the term of William B. Piels of San Francisco, California, as the ABA representative to the International Aircraft Registry Advisory Board, be extended two years to expire at the conclusion of the 2020 Annual Meeting.

f. National Judicial College Board of Trustees (2)

The terms of Edward R. Blumberg of Miami, Florida (ABA Board of Governors member) and James Matthew Martin of Cherokee, North Carolina (ABA Judicial Division member), expire at the conclusion of the 2018 Annual Meeting. Mr. Blumberg expressed interest in serving a second three-year term on the NJC Board of Trustees and the ABA Judicial Division requested the election of Judge Margarita Bernal (retired), both for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended the re-election of Edward R. Blumberg of Miami, Florida, as the ABA Board of Governors member on the NJC Board of Trustees and recommended approval of the election of Judge Margarita Bernal (retired), as the Judicial Division member on the NJC Board of Trustees, both for three-year terms to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.

g. Union Internationale des Avocats

The Section of International Law requested the appointment of Steven M. Richman of Princeton, New Jersey, as the ABA representative to the Union International des Avocats for a three-year term beginning at the conclusion of the 2018 Annual Meeting and expiring at the conclusion of the 2021 Annual Meeting.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the Section of International Law to elect Steven M. Richman of Princeton, New Jersey, as the ABA representative to the Union Internationale des Avocats for a three-year term to begin at the conclusion of the 2018 Annual Meeting and expire at the conclusion of the 2021 Annual Meeting.
4.2* Awards

a. Council on Diversity in the Educational Pipeline and the Judicial Division

The Council on Diversity in the Educational Pipeline and the Judicial Division requested approval to rename a segment of the ABA Judicial Clerkship Program (JCP), known as the “Research Exercise”, in honor of the Honorable Frank Sullivan (retired Justice, Indiana Supreme Court, Indianapolis, Indiana). If approved, “The Honorable Frank Sullivan Research Exercise” will be announced at a joint meeting of the entities during the 2018 Annual Meeting. During this meeting a one-time award figurine, valued at no more than $750.00, will be presented to Justice Sullivan who in 2001 reviewed and enhanced the program to reflect the practical and realistic day-to-day activities of a law clerk.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the Council on Diversity in the Educational Pipeline and the Judicial Division to rename a segment of the ABA Judicial Clerkship Program (JCP), known as the “Research Exercise”, in honor of the Honorable Frank Sullivan (retired Justice, Indiana Supreme Court, Indianapolis, Indiana). If approved, “The Honorable Frank Sullivan Research Exercise” will be announced at a joint meeting of the entities during the 2018 Annual Meeting. During this meeting a one-time award figurine, valued at no more than $750.00, will be presented to Justice Sullivan who in 2001 reviewed and enhanced the program to reflect the practical and realistic day-to-day activities of a law clerk.

b. Section of State and Local Government Law

The Section of State and Local Government Law (Section) requested approval to rename its Young Lawyer Fellowship, which was approved by the Board at its August 7-8, 2008, meeting, in the name of former Section leader Elizabeth Clark who passed away on October 30, 2017, and was active with the Section's Diversity Committee and committed to the mentorship of young, diverse Section members. The Elizabeth Clark Fellowship will be awarded to a young lawyer to attend the Section’s Spring or Fall meeting (or the Land Use Institute), write for the Section’s publications, and develop expertise in the areas of the law which Elizabeth Clark so loved and enjoyed. The costs of attending the conference will be derived from Section funds.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the Section of State and Local Government Law (Section) to rename its Young Lawyer Fellowship, which was approved by the Board at its August 7-8, 2008, meeting, in the name of former Section leader Elizabeth Clark who passed away on October 30, 2017, and was active with the Section's Diversity Committee and committed to the mentorship of young, diverse Section members. The Elizabeth Clark Fellowship will be awarded to a young lawyer to attend the Section’s Spring or Fall meeting (or the Land Use
Institute), write for the Section’s publications, and develop expertise in the areas of the law which Elizabeth Clark so loved and enjoyed. The costs of attending the conference will be derived from Section funds.

4.3 **Consideration of ABA Medal**

The Profession, Public Service and Diversity Committee met in executive session to consider nominations for the 2018 ABA Medal and made a recommendation to the Board of Governors regarding the recipient.

4.4 **Requests from ABA Fund for Justice and Education**

a. **Amend Program Support Fund and Endowment Policy**

The Fund for Justice and Education (FJE) requested approval of the revised Program Support Funds (PSF) and Endowment policy that includes a more robust role for the ABA/FJE as a partner to the Board in monitoring PSFs and endowments. This policy was submitted to the Board for approval at the 2018 Midyear Meeting but was withdrawn at the request of the Finance Committee to permit comments from affected entities.

A question was raised with regard to the centralization of the terms of endowments and whether or not each entity negotiates the terms. ABA Fund for Justice and Education Director Jackie Casey indicated that the FJE staff work with each entity to ensure that they have the funds to support their public service, law-related education projects and to develop an agreement that states the purpose and use of each fund.

A follow-up question was raised regarding how an audit problem is addressed. FJE Director Jackie Casey indicated that it was questions asked by the auditors regarding the $7.5 million balance in these funds that in part resulted in a more robust role by the FJE in the review and monitoring of endowments and Program Support Funds. The Policy was revised to rectify this problem. The FJE expects that with better monitoring and review of these funds, most will be in compliance in the next two years.

Following this discussion, the Committee agreed to recommend to the Finance Committee that it review the policy on deficit spending by all entities not just Sections, Divisions and Forums.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Profession, Public Service and Diversity Committee recommended approval of the request of the Fund for Justice and Education (FJE) of the revised Program Support Funds (PSF) and Endowment policy that includes a more robust role for the ABA/FJE as a partner to the Board in monitoring PSFs and endowments.

In addition, the Committee recommended that the Finance Committee review the policy on deficit spending by all entities not just Sections, Divisions and Forums.
b. **Create Program Support Fund for Section of Family Law**

The Fund for Justice and Education (FJE) requested approval to create a Program Support Fund (PSF) on behalf of the Section of Family Law (Section). The PSF will allow the Section to explore other sources of non-dues revenue to help maintain and expand the charitable programming that helps improve the profession and society. This charitable account will be maintained within the ABA/FJE and all applicable policies pertaining to PSFs will be followed.

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Profession, Public Service and Diversity Committee recommended approval of the request of the Fund for Justice and Education (FJE) to create a Program Support Fund (PSF) on behalf of the Section of Family Law (Section).

c. **Update and Recommendation on Current Program Support Funds**

At the June 2017 Board of Governors meeting, the Board Improving the Profession Committee approved the ABA/FJE’s request to have an official and participatory role with the Board in the monitoring and compliance of Program Support Funds (PSFs). The ABA/FJE fulfilled its more robust role by reviewing each PSF and providing its formal recommendation on the ongoing status of each account for the Board’s consideration.

The ABA/FJE found that the majority of PSFs are compliant or will be compliant with careful monitoring and review. However, the Center for Human Rights (Center) and the AIDS Coordinating Committee (Coordinating Committee) are not compliant because they have negative balances in their PSF accounts and are seeking special consideration by the Board to allow them to spend additional funds which would further increase the PSFs negative balance until funds are raised to eliminate the deficits.

The Center currently has a negative balance of ($36,857). The Center is working with an anonymous donor who will contribute $100,000 per year for two years with the understanding that a portion of the initial $100,000 will be used to eliminate the current deficit. The Center is hosting the Eleanor Roosevelt Prize for Global Human Rights Advancement in September, and is seeking permission from the Board to spend up to $50,000 as it fundraises for the event.

The AIDS Coordinating Committee currently has a negative balance of ($19,110). The Coordinating Committee recently held the 2018 HIV/AIDS Law & Practice Conference from February 22-23, in New Orleans. Approximately $16,000 in additional charges will be applied to this account, bringing the total negative balance to approximately ($35,000).

**UPON MOTION DULY MADE, SECONDED AND CARRIED:**

The Profession, Public Service and Diversity Committee recommended that the Center for Human Rights and the AIDS Coordinating Committee not be allowed further deficit spending.
The Committee also recommended that the Finance Committee put controls in place to keep entities from having negative balances in their Program Support Funds.

d. Approval of New Projects/Programs

The Fund for Justice and Education (FJE) requested approval of eleven (11) new projects/programs submitted by five (5) ABA entities, nine (9) of which are also requesting approval to seek outside funding and nine (9) are requesting approval to establish separate accounts in their program support funds to track the funding for the new project/program.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the Fund for Justice and Education (FJE) to approve eleven (11) new projects/programs submitted by five (5) ABA entities, nine (9) of which are also requesting approval to seek outside funding and nine (9) are requesting approval to establish separate accounts in their program support funds to track the funding for the new project/program.

4.5* Requests from the ABA Rule of Law Initiative

a. Updated List of Approved Countries of Operation, Donors and Thematic Program Areas

The ABA Rule of Law Initiative (ROLI) requested approval of the updated list of Approved Countries of Operation, Donors, and Thematic Program Areas. Specifically, ROLI seeks approval of the Kosovo Legal Services Company (KLSC), as a donor. KLSC is a Kosovo-based organization established in 2011 which operates as an independent limited liability company that provides legal analysis and consulting services strengthening the rule of law in Kosovo. KLSC has received funding from the European Union, the World Bank and the U.S. Agency for International Development (USAID) to build the capacity of, and provide technical support to, Kosovo’s legal institutions, and ROLI would like to explore the possibility of receiving a sub-grant from KLSC to support capacity-building of the Kosovo Chamber of Advocates (bar association) under the upcoming USAID-funded Justice Matters program.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request from the ABA Rule of Law Initiative (ROLI) for approval of the updated list of Approved Countries of Operation, Donors, and Thematic Program Areas. Specifically, ROLI seeks approval of the Kosovo Legal Services Company (KLSC) as a donor.

b. Memoranda of Understanding with Partner Organizations

The ABA Rule of Law Initiative (ROLI) requests approval to enter into Memoranda of Understanding (MOUs) with the following prospective partner organizations:
These MOUs are non-binding expressions of intent to collaborate between the organizations and are often critical to successful implementation of ROLI’s grant commitments.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval to enter into Memoranda of Understanding (MOUs) with the following prospective partner organizations, subject to review and approval of the Memoranda of Understanding by the Office of the General Counsel, and a signed copy filed with the Division for Policy and Planning:

(1) Tunisia - (a) the Tunisian National Committee on Trafficking in Persons; and (b) The United Nations Population Fund;
(2) Armenia - Office of the Human Rights Defender of the Republic of Armenia;
(3) Tajikistan – International Development Law Organization;
(4) Uzbekistan – (a) the Tashkent State University of Law of the Republic of Uzbekistan; and (b) the Chamber of Advocates of the Republic of Uzbekistan;
(5) Liberia – Liberia’s judicial authorities;
(6) Mauritania – Mauritania’s Commission on Human Rights and Humanitarian Action; and
(7) continuing membership in the InterAction Democracy, Rights, and Governance Initiative approved by the Board in July 2015.

c. Updated Resolution on Overseas ABA ROLI Office Registration

The ABA Rule of Law Initiative (ROLI) requested approval to update the countries of registration to reflect a change in the status of Uzbekistan. ROLI has been in discussions with the U.S. Government about the opportunity to re-engage local partners and undertake technical assistance activities in Uzbekistan considering recent justice sector reform efforts that the Government of Uzbekistan is implementing. ROLI seeks the Board’s approval to register in-country if the opportunity arises as part of these discussions. ROLI would only be able to implement programs in Uzbekistan with full registration of an office in compliance with national law.
UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request from the ABA Rule of Law Initiative (ROLI) to update the countries of registration to reflect a change in the status of Uzbekistan.

d. Participation in the U.N. Convention Against Corruption Coalition ePlatform

The ABA Rule of Law Initiative (ROLI) requested approval to participate in the UN Convention Against Corruption Coalition "UNCAC Coalition), specifically in the African, Southeast Asian and Southeast Europe regional anti-corruption e-platforms. The UNCAC Coalition was established in August 2006 and is a global network of over 350 civil society organizations (CSOs) in over 100 countries, committed to promoting the ratification, implementation and monitoring of the UN Convention against Corruption (UNCAC). ROLI has been asked to participate in the e-platforms given its reputation for anti-corruption programs. The main objective of the e-platforms is to serve as a tool to connect NGOs working in the field of anti-corruption and the promotion of good governance in their respective regions, to expose the featured CSOs to a wider network and series of events pertaining to anti-corruption and the implementation of UNCAC.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request from the ABA Rule of Law Initiative (ROLI) to participate in the UN Convention Against Corruption Coalition “UNCAC Coalition), specifically in the African, Southeast Asian and Southeast Europe regional anti-corruption e-platforms.

4.6 Special Committee on Hispanic Legal Rights and Responsibilities – Status of Fundraising Ability and Membership Focus

The Profession, Pubic Service and Diversity Committee received a request from Richard Peña, Chair of the Special Committee on Hispanic Legal Rights and Responsibilities (Special Committee) to continue. Chair Peña was joined by Board of Governors Liaison Orlando Lucero, Allan J. Tanenbaum, a Special Committee founding member and Chair of the Standing Committee on Audit, and Special Committee Lead Counsel Nancy Andrade.

In April 25, 2017, the Board required the Special Committee to report to the Board prior to or at its June 2018 meeting regarding the status of the Special Committee’s fundraising ability and membership focus. Since this directive, the Special Committee has embarked on a year-long initiative to meet the mandate and raise funds for its program support fund while working to increase the number of ABA members who are Hispanic. The Special Committee also engaged in a strategic planning session at the 2017 Annual Meeting and created travelling CLE programs which it offered in cities with high Hispanic populations and presented topics other entities were not presenting.

Mr. Tanenbaum proposed to the Profession, Public Service and Diversity Committee that the Special Committee be allowed to continue as a separate entity within the Center for Diversity and Inclusion, that its meetings and travel budget be reduced in keeping with
the new policy to reduce funding for meetings and travel for all ABA entities, and that the Special Committee no longer have a dedicated staff person but that it be supported by general revenue funded staff of the Center for Diversity and Inclusion.

UPON MOTION DULY MADE, SECONDED AND CARRIED:

The Profession, Public Service and Diversity Committee recommended approval of the request of the Special Committee on Hispanic Legal Rights and Responsibilities’ that it be allowed to continue as a separate entity within the Center for Diversity and Inclusion and that its FY2019 general revenue budget be reduced to $8,600 to cover meetings and travel costs. The Committee further recommended that the Special Committee not have a dedicated staff person and that the Managing Director of the Diversity Center, following the current ABA reorganization of staff and to achieve better collaboration and use of resources, identify who would support the Special Committee as well as the other Diversity entities within the Center.

b) Matters for Independent Jurisdiction

4.15* Requests for Co-Sponsorship

The Profession, Public Service and Diversity Committee (“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 International Law: to co-sponsor a breakfast session with the East Africa Law Society during the International Bar Association’s Annual Congress on Thursday, October 11, 2018. The panel, including representatives of both common law and civil law jurisdictions, will explore developments in access to justice, particularly in regard to cross border practice, where traditional forms of law firms are under challenge.

b. Standing Committee on Public Education: to collaborate with ThinkCERCA to develop high-quality digital curriculum materials in the areas of law-related and civic education and provide professional development support for teachers and schools using the resources. The two organizations will also collaborate to seek funding as opportunities arise to expand the depth and reach of the collaboration, such as from the Library of Congress for its Teaching with Primary Sources grant program.

c. Commission on Disability Rights: to co-sponsor with Microsoft to provide a 10-12-week summer internship opportunity for a law student with a disability who has completed his or her first year. The Commission requested approval for the next three years (2019, 2020, 2021). The selected intern will work within Microsoft’s Corporate, External, and Legal Affairs Department in Redmond, Washington, and will be paid $8,500 a month by Microsoft.

Seven States, which was co-sponsored by the American Judicature Society and the Administrative Conference of the United States in 1983.

e. Judicial Division (3):

i. to apply for a National Press Club “Headliners Program” this bar year (the exact timing is unknown, as the program would need to be first chosen and then determined by the National Press Club). This program will be a high-profile speaker panel discussing the U.S. crisis involving police-involved harm to citizens, such as has been reported in Ferguson, Missouri; Cincinnati, Ohio; Baton Rouge, Louisiana; and Baltimore, Maryland; and elsewhere, and to discuss the role of the courts, the press and the bar in ensuring a fair trial and to instill confidence in the judiciary.

ii. to co-sponsor with Golden Gate University the Sixth Annual Veterans Law Conference to be held at Golden Gate University Law School in San Francisco, California, on Friday, November 2, 2018. The goal of the conference is to help veterans transition into higher education and into professional careers.

iii. to co-sponsor with the Loyola University School of Law in Chicago, Illinois, a panel discussion, tentatively titled #MeToo and the Judiciary, and a reception to be held in conjunction with the ABA Annual Meeting, on Wednesday, August 1, 2018, with an estimated 100 ABA members and local attorneys in attendance. The Judicial Division Standing Committee on Diversity in the Judiciary has budgeted $3,000 of section funds towards the cost of the program and reception.

f. National Conference of Federal Trial Judges: to co-sponsor a one-day CLE program with the South Carolina Chapter of the Federal Bar Association (SCFBA) on Thursday, August 23, 2018, in Greenville, South Carolina. (Approval for the CLE program has already been obtained from the Standing Committee on Continuing Legal Education.) The program will take place at both the Poinsett Club and the Clement F. Haynsworth Federal Building and U.S. Courthouse. The Judicial Division has approved up to $5,000 from its Program Support Fund to defray the cost of scholarships and speaker reimbursements.

g. Standing Committee on Legal Aid and Indigent Defendants: to co-sponsor with the Los Angeles County Bar Association’s Criminal Justice Section a meet and greet event featuring North Carolina Supreme Court Associate Justice Cheri Beasley, on Wednesday, July 11, 2018, in Los Angeles, California. The program will include a Q&A about Justice Beasley’s background, her path to the North Carolina Supreme Court, and her expertise on juvenile justice.

h. ABA Rule of Law Initiative: to co-sponsor with outside organizations, including several Chicago law schools and law firms, ROLI’s Rule of Law Luncheon at the ABA Annual Meeting, an annual celebration of the ABA’s work to advance the rule of law in more than 50 countries around the world which will feature a discussion with a keynote speaker addressing current challenges and state of the rule of law globally.

i. Forum on Communications Law: to continue to co-sponsor with several outside organizations and to seek outside funding for the First Amendment and Media Law Diversity Moot Court Competition which has been successful for the past ten years.
The competition is designed primarily to expose minority law students to the Forum on Communications Law (Forum) and the practice of media law and offers a unique opportunity for law students to apply their writing and advocacy skills to issues relevant to the media law bar. Potential sources of funding will be identified and the Forum will be required to fund some portion of the competition from Forum funds.

j. **Section of Intellectual Property Law**: to co-sponsor certain Section of Intellectual Property Law (Section) committee programs with specific outside entities in the 2018-2019 Association year. This same request has been submitted and approved by the Board for the past six Association years. Committee programs are tools used by Section committees to inform Section members and other interested parties about timely issues in intellectual property law.

k. **Section of Dispute Resolution**: to co-sponsor the project *We, the People: Strengthening Democratic Engagement to Address Local Civil Unrest with Ohio State University’s Divided Community Project*. This collaboration between the Divided Community Project and the Section has received a grant from the American Association of Arbitrators Foundation to support the development and implementation of a national “academy” for invited local community leaders. Expenses not covered by the grant will be paid from Section of Dispute Resolution funds.

4.20* **Approval of the Minutes**

The Profession, Public Service and Diversity Committee approved the minutes of the February 1, 2018, meeting.

4.21* **ABA Enterprise Fund Projects – FY2018 Second Quarter Reports**

Penina K. Lieber, Committee member responsible for the oversight of active Enterprise Fund Projects, reported on the four active projects. Three projects (Expanding Access to Legal Services Through the Advancement of Court-Annexed Online Dispute Resolution, Homeless Youth Legal Network and Improving Bar Association Board Governance Through the Creation and Distribution of Board Training Modules) are on track and the Expanding Access to Legal Services Through the Creation and Dissemination of Legal Checkups requested a five-month, no-cost extension to complete its deliverables.

Following discussion of the FY2017 Second Quarter Reports, the Committee approved the request of the Expanding Access to Legal Services Through the Creation and Dissemination of Legal Checkups Enterprise Fund Project for a five-month, no-cost extension from March 31, 2018, to August 30, 2018, to complete its deliverables.

4.22 **Report from Committee on Scope and Correlation of Work**

Scope and Correlation of Work ("Scope") Committee Chair Thomas M. Fitzpatrick was unable to attend the meeting and no report was made to the Committee.

4.30 **Informational Report on Action Taken Since Last Meeting**

Since its last meeting, the Profession, Public Service and Diversity Committee considered the following requests that required action prior to the June 2018 Committee meeting. (No
additional general revenue is requested or required for the requests, unless otherwise indicated.):

a. Approved the request from the Section of Civil Rights and Social Justice Committee of the California Lawyers Association, the Environmental Law Institute, Holland & Knight, Paul Hastings, Downey Brandt, Greenberg and others who will also donate to fund the fellowship and to host an event on May 21, 2018, to formally celebrate the launch of the fellowship. In approving the request, the Profession, Public Service and Diversity Committee requested that the Section on Environment, Energy, and Resources be consulted for purposes of collaboration.

b. Approved the request from the ABA Standing Committee on Public Education/Division for Public Education to collaborate with the National Council for Social Studies (NCSS) to plan a plenary session featuring federal judges at the 2018 NCSS meeting, to be held in Chicago, Illinois, from November 30 – December 2, 2018.

c. Approved the request from the Standing Committee on Public Education to be listed as a coalition partner of the Civic Learning Field-Building Coalition, a follow-up to the Democracy at a Crossroads Summit that convened in Washington, D.C., on September 21, 2017. Coalition members iCivics and Tufts University will collect data about the root causes of the poor state of civic learning in the United States through online surveys and will recognize the ABA Division for Public Education on the Coalition’s website and in the white paper that will be published at the completion of the data collection process.

There being no further business to come before the Committee, the meeting was adjourned.

Respectfully submitted,

Honorable Ramona G. See, Chair
MEMORANDUM

TO:        Board of Governors Profession, Public Service and Diversity Committee
FROM:    Laura P. Macias
Subject:  Informational Report on Action Taken Since June 2018 Meeting
Date:     July 12, 2018

Since the June 2018 meeting, the Profession, Public Service and Diversity Committee considered the following requests that required action prior to the August 2018 Committee meeting. (Unless otherwise indicated, no additional general revenue is requested or required for the requests:)

   a.  Approved the request from the Business Law Section's Legal Opinions Committee ("LOC") to collaborate with the International Bar Association's (IBA) Law Practice Division in the area of cross-border legal opinion practice and to explore with IBA the possibility of gathering a group of thought leaders in Rome during the IBA Annual Meeting on October 7-12, 2018.

   b.  Approved the request from the Death Penalty Due Process Review Project and the Section of Civil Rights and Social Justice to co-sponsor with the Tennesseans for Alternatives to the Death Penalty, a 501(c)(3) non-profit organization dedicated to ending the death penalty through education, grassroots organizing, and advocating changes in public policy, the development and promotion of a short documentary film on the topic of severe mental illness and the American death penalty and why a severe mental illness exemption to the death penalty is needed.

   c.  Approved the request from the Standing Committee on Pro Bono and Public Service to continue its partnership with the National Legal Aid and Defender Association to co-sponsor the Equal Justice Conference in 2019 (Louisville, KY), 2020 (Atlanta, GA), 2021 (TBD) and 2022 (Minneapolis, MN).

   d.  Approved the request from the Young Lawyers Division Health Law Committee to co-sponsor a two-part teleconference focused on blockchain technology in health law with the ABA Health Law Section’s eHealth, Privacy & Security interest group and the New York State Bar Association’s Health Law Section. The Committee also approved the Young Lawyers Division request to co-sponsor with NationBuilder” for the 2018-19 bar year on its “A Seat at the Table Initiative (“A Seat at the Table”) to leverage YLD’s robust membership to develop the next generation of dynamic and innovative leaders for our communities.
The Commission on Immigration submitted an informational report (attached) regarding the need to modify a previously approved request to co-sponsor with an outside organization but it was advised that Board approval was not necessary since this co-sponsorship was approved in June 2014. The 2014 approval authorized the Commission on Immigration to work with the Center for Immigrants’ Rights of the Pennsylvania State University Dickson School of Law, and the American Immigration Council to produce and publish a practice advisory report on how to request the favorable exercise of the prosecutorial discretion in the context of immigration removal proceedings. The advisory, titled “Notices to Appear: Legal Challenges and Strategies,” was completed in June 2014.

Because there have been changes to the legal framework related to this topic that require updating the advisory, namely two policy memos issued by the U.S. Citizenship & Immigration Services on June 28, 2018, and a U.S. Supreme Court decision, Pereira v. Sessions, issued on June 21, 2018, the Commission on Immigration has been asked to update parts of the practice advisory. The Commission will continue to be listed as a contributing partner to the practice advisory and its logo will continue to be included on the final updated version of the advisory and in joint communications statements about its release.
MEMORANDUM

To: ABA Board of Governors

From: Roberta S. Batley, Chair, Section of Family Law

Subject: Permission to Make a Charitable Contribution to an Outside Organization

Date: June 28, 2018

The Section of Family Law will hold its 2018 Fall CLE Conference in Tucson, Arizona on October 3-6, 2018. As part of this conference, the Family Law Section requests permission from the ABA Board of Governors to contribute up to $1,000 to Tucson’s Primavera Foundation, which promotes social and economic justice and provides “pathways out of poverty through safe, affordable housing, workforce development, and neighborhood revitalization.” The contribution will be made from Section funds as part of the community service component of the Section’s conference.
MEMORANDUM

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MEMORANDUM

July 2, 2018

To: ABA Board of Governors

From: John Milner, Section Chair
Section of Environment, Energy, and Resources

cc: Tom Bolt, Board Liaison

Subject: Approval to contribute to carbon offset providers

The Section of Environment, Energy, and Resources seeks the approval of the ABA Board of Governors to make financial contributions to carbon offset providers from Section funds of up to $5,000 annually for fiscal years 2018-2019, 2019-2020, and 2020-2021.

Our Section strives to offset carbon emissions for each of our major stand-alone CLE conferences. A consulting firm, hired by the Section, estimated that the average conference attendee's participation generates approximately one metric ton of carbon emissions by flying, driving, using electricity, etc. To offset the carbon footprint we have asked attendees to contribute to the cost of a one-ton carbon credit from a verified offset project that will reduce greenhouse gases.

A carbon offset is a credit that an individual or organization can purchase to negate a carbon footprint. When the number of carbon offsets obtained is equal to an individual or organization's carbon footprint, that person or organization is carbon neutral. By purchasing carbon offsets, you help fund a project that prevents one ton of greenhouse gases from being emitted for each ton that you have caused. Carbon offset providers sell the carbon offsets through projects like wind farms or methane-capture facilities to customers who want to offset the emissions.

The cost of a one-ton offset depends on the specific offset project and the offset provider. For example, NativeEnergy, Inc. offers offset credits between $13 - $18. The Section would buy one carbon offset per individual that contributed to the carbon offset program. For example, at the Section’s 25th Fall Conference in 2017, 30 registrants purchased a carbon credit for $20.

A carbon offset program is one step towards putting into action HOD Resolution 105 (approved August 2013):

RESOLVED, That the American Bar Association reaffirms its 1991 and 2003 commitments to sustainable development, and defines sustainable development as "the promotion of an economically, socially and environmentally sustainable future for our planet and for present and future generations."
FURTHER RESOLVED, That the American Bar Association urges all governments, lawyers, and ABA entities to act in ways that accelerate progress toward sustainability.

FURTHER RESOLVED, That the American Bar Association encourages law schools, legal education providers, and others concerned with professional development to foster sustainability in their facilities and operations and to help promote a better understanding of the principles of sustainable development in relevant fields of law.

The Section’s carbon offset program will not result in policy statements which could be attributable to the ABA without prior approval of the ABA House of Delegates or the Board of Governors or which would be in conflict with any existing ABA policy.

Section funds will be used for each contribution. The Section and ABA will not be exposed to liability for unanticipated expenses and/or net losses. No ABA general revenue funding is requested or required.

Thank you for your consideration.
INTRODUCTION AND RECOMMENDATION

The ABA Fund for Justice and Education (ABA FJE) respectfully requests that the ABA Board of Governors approve the transfer of $50,000 of investment revenue, from the FJE Endowment, to offset the budget reduction to the ABA Legal Opportunity Scholarship (the Scholarship) in FY 2019. The reduction was unanticipated given a previous board commitment to fund the program through FY 2019. This allocation to LOSF would comprise less than 20 percent of the entire amount that is typically directed to fund general operations from the FJE Endowment’s proceeds.

BACKGROUND

At its June meeting, the Board expressed its endorsement of the Scholarship Program’s success at encouraging racial and ethnic minority students to apply to law school and providing financial assistance so they may attend and complete law school. The Board also exercised its fiduciary duty to the entire ABA by making recommendations on how to allocate the ABA’s financial resources in a fiscally prudent way. Further, the Board’s decision to decrease funding for the Scholarship by $50,000 in FY19 exemplifies its confidence in the Fundraising Committee’s ability to seek other support ABA entities and external funders.

The Scholarship Fund grants 20 incoming diverse law students with $15,000 of financial assistance over the course of their three years in law school. During his term as ABA President, William G. Paul initiated the Scholarship to encourage racially and ethnically diverse students to apply to and attend law school, under Goal III. Since its inception, 380 students from across the country have received the Scholarship. These exceptional recipients have overcome adversity,
proven themselves through academic success and public service, and demonstrated the tenacity to excel within the profession. The Scholarship Fund has become known as an ABA-wide diversity effort and one that is universally admired within the legal profession.

**IMPACT**

The potential funding shortfall if we cannot raise the additional $50,000 from external sources will have both immediate and long-term negative results. While we will strive to replace the $50,000 reduction through fundraising from outside sources, without firm commitments at the beginning of the bar year, we will have to reduce the new scholarships in half from 20 to 10 in FY 2019.

In addition to this substantive programmatic change, a reduction in the ABA’s funding will disrupt efforts to better assess the impact of the Scholarship and formulate recommendations for its operations going forward. In its second year of study, this program for selecting and funding minority law students is currently being evaluated through a grant from AccessLex. Early results show that the Scholarship continues to be meaningful. Nearly 70 percent of survey respondents felt that the award was extremely or very important to their decision to enroll and remain in law school. While nearly 90 percent agreed that the Scholarship money allowed them to borrow less money for their education, less than half felt that the award was sufficient to supplement their law school expenses even when added to other forms of assistance. Even with the Scholarship and other sources of funding in place, more than half of survey respondents reported having tens of thousands in loans to repay for law school. FY 2019 is not the year to make any fundamental modifications to the program’s operations.

**FUNDRAISING REVENUES**

New initiatives undertaken by the Scholarship Fundraising Committee, the trajectory for fund development is promising but not certain. Having a year (FY 2019) to ramp up these efforts is critical. During Jonathan Wolfe’s term as Chair (FY 2016-FY 2018), this Committee has established these fundraising initiatives in addition to its annual solicitations of individuals and various organizations:

- The Saul Wolfe Tribute -- Is on track to raise $90,000 between FY 2016 and FY 2018 inclusive; half of this amount has been matched by his sons, Jonathan and David. This tribute ends in FY 2018 which means that the Committee needs to find another source for $15,000.
- The ABA Legal Opportunity Firm Scholarships – Recognizes law firms and corporations that make a three-year pledge of $15,000 to provide full scholarships; six firms have signed on in FY 2017 and have one year remaining on their pledge.
- The Past ABA Presidents Legal Opportunity Scholarship Giving Circle – Is soliciting contributions from other past and present ABA leaders after a number of past ABA Presidents have each made a contribution of $1,000 or more. There are only 22 total Past Presidents that are available to make a gift; to date, 12 have done so.
- The Tan Family Education Foundation – Contributes $15,000 annually for up to two Asian-American students selected to receive the Scholarship per year. The possibility of
having two such scholars in FY 2019 is reduced by 50 percent, thus jeopardizing this funding.

With these strategies underway and others being developed, the Scholarship Fundraising Committee expects to achieve its $150,000 target by August 31, 2018 and will strive to meet the $200,000 challenge in FY 2019. **With the $50,000 in hand from the endowment, we will not have to reduce scholarships now.**

**CONCLUSION**

The ABA FJE strongly encourages the ABA Board of Governors to re-direct up to $50,000 from the FJE endowment’s investment revenue in FY19 to make the Scholarship whole in FY19.
FY19 Preliminary Budget
Executive Summary – FY19 Budget

The preliminary FY19 Consolidated Budget by Segment (in millions) is as follows:

<table>
<thead>
<tr>
<th>Segment</th>
<th>Operating Revenue</th>
<th>Operating Expense</th>
<th>Net Revenue</th>
<th>Over/(Under) Expense</th>
</tr>
</thead>
<tbody>
<tr>
<td>General Operations</td>
<td>$89.2</td>
<td>$89.0</td>
<td>$0.2</td>
<td></td>
</tr>
<tr>
<td>Sections</td>
<td>53.4</td>
<td>58.4</td>
<td>(5.0)</td>
<td></td>
</tr>
<tr>
<td>Grants</td>
<td>58.0</td>
<td>58.6</td>
<td>(0.6)</td>
<td></td>
</tr>
<tr>
<td>Gifts</td>
<td>3.3</td>
<td>4.9</td>
<td>(1.5)</td>
<td></td>
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<tr>
<td><strong>Consolidated</strong></td>
<td><strong>$203.9</strong></td>
<td><strong>$210.9</strong></td>
<td><strong>($7.0)</strong></td>
<td></td>
</tr>
</tbody>
</table>

- The General Operations budget has a modest surplus of $0.2 million
  - The largest impact on the surplus since the June meeting is the increase of the legal fees budget to $1 million
  - We have also made adjustments to Meeting & Travel costs based on resolution of waiver requests

- While the Gifts current year budget contemplates at a deficit, note that there are available-to-use funds of $12.8 million in both support funds and endowments as of June 2018
Historical Perspective by Segment - Revenue

($ in millions)

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
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</thead>
<tbody>
<tr>
<td>GenOps</td>
<td>$116.2</td>
<td>$101.9</td>
<td>$99.4</td>
<td>$97.1</td>
<td>$96.1</td>
<td>$89.2</td>
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<tr>
<td>Sections</td>
<td>$50.2</td>
<td>$52.0</td>
<td>$52.0</td>
<td>$53.0</td>
<td>$53.6</td>
<td>$53.4</td>
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<tr>
<td>Grants</td>
<td>$35.3</td>
<td>$38.0</td>
<td>$52.4</td>
<td>$54.2</td>
<td>$50.4</td>
<td>$58.0</td>
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</table>
Law Student & Senior Lawyers moved from Sections to General Operations in FY2017 resulting in a reclassification of $1.8 million in expenses.

### Historical Perspective by Segment - Expense

<table>
<thead>
<tr>
<th>Year</th>
<th>GenOps</th>
<th>Sections</th>
<th>Grants</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY2014</td>
<td>$111.6</td>
<td>$103.0</td>
<td>$52.4</td>
</tr>
<tr>
<td>FY2015</td>
<td>$110.2</td>
<td>$103.8</td>
<td>$52.4</td>
</tr>
<tr>
<td>FY2016</td>
<td>$96.1</td>
<td>$60.1</td>
<td>$59.8</td>
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<tr>
<td>FY2017</td>
<td>$89.0</td>
<td>$57.4</td>
<td>$58.4</td>
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<tr>
<td>FY2018 Budget</td>
<td>$51.8</td>
<td>$52.4</td>
<td>$50.6</td>
</tr>
<tr>
<td>FY2019 Budget</td>
<td>$58.6</td>
<td>$58.6</td>
<td>$58.6</td>
</tr>
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</table>

* Law Student & Senior Lawyers moved from Sections to General Operations in FY2017 resulting in a reclassification of $1.8 million in expenses.
Historical Perspective by Segment - Net Assets (Equity)

($ in millions)

<table>
<thead>
<tr>
<th>FY14</th>
<th>FY15</th>
<th>FY16</th>
<th>FY17</th>
<th>FY18 (June)</th>
</tr>
</thead>
<tbody>
<tr>
<td>$99.4</td>
<td>$100.1</td>
<td>$106.0</td>
<td>$110.5</td>
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</tr>
<tr>
<td>$63.2</td>
<td>$53.5</td>
<td>$44.2</td>
<td>$11.2</td>
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</tr>
<tr>
<td>$43.0</td>
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<td>$11.4</td>
<td>$11.2</td>
<td></td>
</tr>
<tr>
<td>$11.2</td>
<td>$12.5</td>
<td>$12.8</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
General Operations Overview
FY2019 General Operations Budget Update

• At the beginning of the process, Financial Services estimated that $6 million of cost actions would be required to achieve a balanced FY2019 Gen Ops Budget

• We have exceeded that task as follows ($ in millions):

<table>
<thead>
<tr>
<th></th>
<th>$</th>
</tr>
</thead>
<tbody>
<tr>
<td>Staff Re-Org Savings</td>
<td>4.5</td>
</tr>
<tr>
<td>BOG Identified Savings</td>
<td>2.5</td>
</tr>
<tr>
<td>Total Savings</td>
<td>7.0</td>
</tr>
</tbody>
</table>

(Initial target was $1.5 million)

(Excess was used to bolster legal fees budget)

• The Gen Ops FY2019 Budget in the system is a surplus of $0.2 million ($ in millions)

<table>
<thead>
<tr>
<th></th>
<th>FY2019</th>
<th>FY2018</th>
<th>Difference</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue</td>
<td>$ 89.2</td>
<td>$ 96.1</td>
<td>$ (6.9)</td>
</tr>
<tr>
<td>Expense</td>
<td>89.0</td>
<td>96.1</td>
<td>7.1</td>
</tr>
<tr>
<td>Surplus</td>
<td>$ 0.2</td>
<td>$ 0.0</td>
<td>$ 0.2</td>
</tr>
</tbody>
</table>
# General Operations Budget Walk Since June Meeting

($ in millions)

<table>
<thead>
<tr>
<th></th>
<th>Revenue</th>
<th>Expense</th>
<th>Income / (Loss)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Presented in June</td>
<td>$89.1</td>
<td>$88.1</td>
<td>$1.0</td>
</tr>
<tr>
<td>Legal fees</td>
<td>0.7</td>
<td>(0.7)</td>
<td></td>
</tr>
<tr>
<td>Meetings &amp; Travel Adjustments</td>
<td>0.2</td>
<td>(0.2)</td>
<td></td>
</tr>
<tr>
<td>Leverage Revenue</td>
<td>0.1</td>
<td></td>
<td>0.1</td>
</tr>
<tr>
<td>Other*</td>
<td>0.0</td>
<td></td>
<td>(0.0)</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$89.2</strong></td>
<td><strong>$89.0</strong></td>
<td><strong>$0.2</strong></td>
</tr>
</tbody>
</table>

* Includes $40K of Meetings & Travel expense for accommodating attendees with disabilities
Progress made in FY2019 Budget

The FY2019 budget contemplates reduced General Operations expenses…

...and much less reliance on investment funding before special assessments that may occur
## General Operations
### Reserve Funding in Recent Years

<table>
<thead>
<tr>
<th></th>
<th>FY 2018</th>
<th>FY 2017</th>
<th>FY 2016</th>
<th>FY 2015</th>
<th>Four-Year Total</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$</td>
<td>%</td>
<td>$</td>
<td>%</td>
<td>$</td>
</tr>
<tr>
<td>Per Policy</td>
<td>7.3</td>
<td>3.5%</td>
<td>10.9</td>
<td>5.5%</td>
<td>10.6</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>5.5%</td>
</tr>
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<td></td>
<td></td>
<td></td>
<td>8.8</td>
</tr>
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<td></td>
<td></td>
<td>5.5%</td>
</tr>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>37.6</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>5.0%</td>
</tr>
<tr>
<td>Website (1)</td>
<td>0.4</td>
<td>0.2%</td>
<td>1.3</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Avenue Project</td>
<td>1.0</td>
<td>0.5%</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Re-Org / VIP</td>
<td>6.7</td>
<td>3.2%</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Center for Innovation</td>
<td>-</td>
<td>0.8</td>
<td>0.4%</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>ABE Grant Restoration</td>
<td>-</td>
<td>0.4</td>
<td>0.2%</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Budget Deficit Closer</td>
<td>-</td>
<td>0.6</td>
<td>0.3%</td>
<td>3.0</td>
<td>1.6%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash Funding FY 2015 Loss</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>10.0</td>
<td>6.3%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>10.0</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>1.6%</td>
</tr>
<tr>
<td>Total</td>
<td>15.4</td>
<td>7.4%</td>
<td>14.0</td>
<td>6.3%</td>
<td>13.6</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>7.1%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>18.8</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>11.8%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>61.8</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>8.1%</td>
</tr>
</tbody>
</table>

(1) Represents website costs expensed. Approximately $3 million of costs incurred are capitalized and will be expensed in FY 2019 and beyond.
FY2019 General Operations Revenue Walk

($ millions)

<table>
<thead>
<tr>
<th>Comment</th>
<th>FY2018 Budget</th>
<th>FY2019 Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dues is budgeted at $54.2 million, 2% lower</td>
<td>(3.0)</td>
<td>96.1</td>
</tr>
<tr>
<td>Rely on less investment income</td>
<td>(1.7)</td>
<td></td>
</tr>
<tr>
<td>Paris event was included in FY2018</td>
<td>(1.2)</td>
<td></td>
</tr>
<tr>
<td>Budgeting lower amount to be prudent</td>
<td>(0.5)</td>
<td></td>
</tr>
<tr>
<td>Reducing Issues in many periodicals</td>
<td>(0.4)</td>
<td></td>
</tr>
<tr>
<td>Other</td>
<td>(0.1)</td>
<td></td>
</tr>
<tr>
<td>Revenue Reduction</td>
<td>$ (6.9)</td>
<td></td>
</tr>
</tbody>
</table>

**FY2019 Budget**  
$ 89.2
FY19 Budget Assumptions - Revenue

- Dues Revenue - $54.2 million in FY19

- Other Operating Revenues are budgeted conservatively at $27.9 million

<table>
<thead>
<tr>
<th></th>
<th>FY2017 Actual</th>
<th>FY2018 Forecast</th>
<th>FY2019 Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>Meeting Fees</td>
<td>$5.8</td>
<td>$6.3</td>
<td>$6.2</td>
</tr>
<tr>
<td>Advertising</td>
<td>1.8</td>
<td>2.1</td>
<td>2.3</td>
</tr>
<tr>
<td>Gifts, Contr. &amp; SpnsHp</td>
<td>5.0</td>
<td>7.0</td>
<td>6.3</td>
</tr>
<tr>
<td>Publications</td>
<td>2.2</td>
<td>2.2</td>
<td>1.8</td>
</tr>
<tr>
<td>Royalties</td>
<td>6.8</td>
<td>6.9</td>
<td>7.4</td>
</tr>
<tr>
<td>Accreditation Fees</td>
<td>0.4</td>
<td>0.4</td>
<td>0.4</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>3.7</td>
<td>4.3</td>
<td>3.6</td>
</tr>
<tr>
<td><strong>Total Other Operating Revenue</strong></td>
<td><strong>$25.7</strong></td>
<td><strong>$29.4</strong></td>
<td><strong>$27.9</strong></td>
</tr>
</tbody>
</table>
### FY2019 General Operations Expense Walk

*($ millions)*

<table>
<thead>
<tr>
<th>Description</th>
<th>FY2018 Budget</th>
<th>Comment</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY2018 Budget</td>
<td>$ 96.1</td>
<td></td>
</tr>
<tr>
<td>Salary/Benefits</td>
<td>$(5.1)</td>
<td>Reduce headcount primarily through VIP and realignment</td>
</tr>
<tr>
<td>Paris Event</td>
<td>(1.1)</td>
<td>Paris event included in FY2018</td>
</tr>
<tr>
<td>Publishing Costs</td>
<td>(0.7)</td>
<td>Reduced printing and postage</td>
</tr>
<tr>
<td>Meeting &amp; Travel</td>
<td>(0.5)</td>
<td>Implemented revised policy for Gen Ops funded meetings</td>
</tr>
<tr>
<td>Other</td>
<td>0.3</td>
<td></td>
</tr>
<tr>
<td><strong>Expense Reduction</strong></td>
<td><strong>$(7.1)</strong></td>
<td></td>
</tr>
<tr>
<td><strong>FY2019 Budget</strong></td>
<td><strong>$ 89.0</strong></td>
<td></td>
</tr>
</tbody>
</table>
Legal Expenses

- Legal fees are particularly challenging to budget as they are a function of litigation
- In recent years, General Operations has exceeded budget:

<table>
<thead>
<tr>
<th>Year</th>
<th>Actual/Budget</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY 2015 Actual</td>
<td>$1,429,229</td>
</tr>
<tr>
<td>FY 2016 Actual</td>
<td>1,255,028</td>
</tr>
<tr>
<td>FY 2017 Actual</td>
<td>575,581</td>
</tr>
<tr>
<td>FY 2018 Actual</td>
<td>1,114,135</td>
</tr>
<tr>
<td>FY 2019 Budget</td>
<td>1,000,000</td>
</tr>
</tbody>
</table>

- The Finance Committee has increased the FY2019 legal expense budget to $1 million to be prudent. FY2018 Budget was $0.3 million
- This decision reduced the surplus that we showed at the June meeting
FY 2019 General Operations Budget - Open Items

• Any Meeting & Travel waiver appeals granted by the BOG will reduce the $0.2 million surplus

• One month left in FY18 – unexpected events that occur could impact FY19

• Pension expense will be determined based on interest rates and pension investment returns as of August 31, 2018, per our actuaries
Appendix:

FY2019 Budget-
Consolidated & Segment Detail
## Consolidated by Segment
### FY2019 Preliminary Budget

($ in thousands)

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>%</td>
<td>%</td>
</tr>
<tr>
<td><strong>Operating Revenue</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Operations</td>
<td>$ 89,204</td>
<td>$ 96,128</td>
<td>$ 97,051</td>
<td>$ (6,923)</td>
<td>-7%</td>
<td>$ (7,847)</td>
</tr>
<tr>
<td>Sections</td>
<td>53,364</td>
<td>53,612</td>
<td>53,006</td>
<td>(248)</td>
<td>0%</td>
<td>358</td>
</tr>
<tr>
<td>Grants</td>
<td>58,002</td>
<td>50,440</td>
<td>54,203</td>
<td>7,562</td>
<td>15%</td>
<td>3,799</td>
</tr>
<tr>
<td>Gifts</td>
<td>3,331</td>
<td>3,076</td>
<td>3,260</td>
<td>255</td>
<td>8%</td>
<td>71</td>
</tr>
<tr>
<td><strong>Total Revenue</strong></td>
<td>203,901</td>
<td>203,256</td>
<td>207,520</td>
<td>645</td>
<td>0%</td>
<td>(3,619)</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Operating Expense</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Operations</td>
<td>89,026</td>
<td>96,126</td>
<td>103,790</td>
<td>7,100</td>
<td>7%</td>
<td>14,764</td>
</tr>
<tr>
<td>Sections</td>
<td>58,404</td>
<td>59,816</td>
<td>55,923</td>
<td>1,413</td>
<td>2%</td>
<td>(2,481)</td>
</tr>
<tr>
<td>Grants</td>
<td>58,577</td>
<td>50,561</td>
<td>52,437</td>
<td>(8,017)</td>
<td>-16%</td>
<td>(6,140)</td>
</tr>
<tr>
<td>Gifts</td>
<td>4,853</td>
<td>4,404</td>
<td>3,069</td>
<td>(449)</td>
<td>-10%</td>
<td>(1,784)</td>
</tr>
<tr>
<td><strong>Total Expense</strong></td>
<td>210,859</td>
<td>210,907</td>
<td>215,219</td>
<td>47</td>
<td>0%</td>
<td>4,359</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Revenue Over/(Under) Expense</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General Operations</td>
<td>179</td>
<td>2</td>
<td>(6,738)</td>
<td>177</td>
<td>n/m</td>
<td>6,917</td>
</tr>
<tr>
<td>Sections</td>
<td>(5,040)</td>
<td>(6,204)</td>
<td>(2,917)</td>
<td>1,164</td>
<td>n/m</td>
<td>(2,123)</td>
</tr>
<tr>
<td>Grants</td>
<td>(576)</td>
<td>(121)</td>
<td>1,765</td>
<td>(455)</td>
<td>n/m</td>
<td>(2,341)</td>
</tr>
<tr>
<td>Gifts</td>
<td>(1,522)</td>
<td>(1,328)</td>
<td>191</td>
<td>(194)</td>
<td>n/m</td>
<td>(1,713)</td>
</tr>
<tr>
<td><strong>Net Revenue Over/(Under) Expense</strong></td>
<td>$ (6,958)</td>
<td>$ (7,650)</td>
<td>$ (7,698)</td>
<td>$ 692</td>
<td>n/m</td>
<td>$ 740</td>
</tr>
</tbody>
</table>

n/m = not meaningful

This operating deficit will be further impacted by below the line investment income.
### Consolidated by Reporting Line
#### FY2019 Preliminary Budget

($ in thousands)

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operating Revenue:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Membership Dues</td>
<td>$ 65,432</td>
<td>$ 68,832</td>
<td>$ 68,671</td>
<td>$ (3,400)</td>
<td>-5%</td>
<td>$ (3,239)</td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>28,745</td>
<td>29,805</td>
<td>27,064</td>
<td>(1,059)</td>
<td>-4%</td>
<td>1,681</td>
</tr>
<tr>
<td>Advertising</td>
<td>3,140</td>
<td>3,473</td>
<td>2,474</td>
<td>(334)</td>
<td>-10%</td>
<td>666</td>
</tr>
<tr>
<td>Gifts, Grants, Contr. &amp; Spnshp</td>
<td>71,341</td>
<td>64,696</td>
<td>66,369</td>
<td>6,645</td>
<td>10%</td>
<td>4,971</td>
</tr>
<tr>
<td>Publications</td>
<td>7,431</td>
<td>7,257</td>
<td>7,745</td>
<td>174</td>
<td>2%</td>
<td>(313)</td>
</tr>
<tr>
<td>Royalties</td>
<td>8,559</td>
<td>8,554</td>
<td>8,778</td>
<td>5 0%</td>
<td>(219)</td>
<td>7,696</td>
</tr>
<tr>
<td>Accreditation Fees</td>
<td>4,970</td>
<td>4,609</td>
<td>4,890</td>
<td>362</td>
<td>8%</td>
<td>80</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>3,708</td>
<td>3,712</td>
<td>3,591</td>
<td>(4) 0%</td>
<td>117</td>
<td>2,448</td>
</tr>
<tr>
<td>Investment Income &amp; Reserves for Ops</td>
<td>8,235</td>
<td>10,287</td>
<td>15,758</td>
<td>(2,051)</td>
<td>-20%</td>
<td>(7,523)</td>
</tr>
<tr>
<td>Net Assets Released</td>
<td>2,339</td>
<td>2,031</td>
<td>2,181</td>
<td>308</td>
<td>15%</td>
<td>159</td>
</tr>
<tr>
<td><strong>Total Revenues:</strong></td>
<td>203,901</td>
<td>203,256</td>
<td>207,520</td>
<td>645</td>
<td>0%</td>
<td>(3,619)</td>
</tr>
<tr>
<td><strong>Operating Expense:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensation</td>
<td>$ 75,334</td>
<td>75,948</td>
<td>74,943</td>
<td>614</td>
<td>1%</td>
<td>(391)</td>
</tr>
<tr>
<td>Fringe Benefits &amp; Payroll Taxes</td>
<td>23,370</td>
<td>24,165</td>
<td>24,336</td>
<td>795</td>
<td>3%</td>
<td>965</td>
</tr>
<tr>
<td>Professional Services</td>
<td>30,245</td>
<td>29,255</td>
<td>31,337</td>
<td>(991) -3%</td>
<td>1,092</td>
<td>3%</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>40,252</td>
<td>40,068</td>
<td>40,722</td>
<td>(184)</td>
<td>0%</td>
<td>471</td>
</tr>
<tr>
<td>Advertising and Marketing</td>
<td>2,532</td>
<td>2,922</td>
<td>3,412</td>
<td>390</td>
<td>13%</td>
<td>880</td>
</tr>
<tr>
<td>Publishing</td>
<td>10,336</td>
<td>11,099</td>
<td>9,991</td>
<td>763</td>
<td>7%</td>
<td>(345)</td>
</tr>
<tr>
<td>Facilities</td>
<td>23,036</td>
<td>21,770</td>
<td>23,697</td>
<td>(1,266)</td>
<td>-6%</td>
<td>661</td>
</tr>
<tr>
<td>Transfers</td>
<td>197</td>
<td>366</td>
<td>0</td>
<td>169</td>
<td>46%</td>
<td>(197)</td>
</tr>
<tr>
<td>Other Expense</td>
<td>5,557</td>
<td>5,313</td>
<td>6,781</td>
<td>(244)</td>
<td>-5%</td>
<td>1,224</td>
</tr>
<tr>
<td><strong>Total Expense:</strong></td>
<td>210,859</td>
<td>210,907</td>
<td>215,219</td>
<td>47</td>
<td>0%</td>
<td>4,359</td>
</tr>
<tr>
<td><strong>Net Revenue Over/(Under) Expense</strong></td>
<td>$ (6,958)</td>
<td>$ (7,650)</td>
<td>$ (7,698)</td>
<td>$ 692</td>
<td>n/m</td>
<td>$ 740</td>
</tr>
</tbody>
</table>

n/m = not meaningful
**General Operations by Reporting Line**  
**FY2019 Preliminary Budget**  
**($ in thousands)**

<table>
<thead>
<tr>
<th></th>
<th>Full Year</th>
<th></th>
<th></th>
<th>FY2018 Variance to FY 2018 Budget:</th>
<th></th>
<th></th>
<th>FY2018 Variance to FY 2018 Budget:</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>FY2019</td>
<td>FY2018</td>
<td>2017 Actuals</td>
<td>$</td>
<td>%</td>
<td>$</td>
<td>%</td>
</tr>
<tr>
<td>Operating Revenue:</td>
<td>Budget</td>
<td>Budget</td>
<td>Actuals</td>
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<td>$56,771</td>
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<td>$ (2,596)</td>
<td>-5%</td>
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<td>5,760</td>
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<td>-16%</td>
<td>471</td>
<td>8%</td>
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<tr>
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<td>(149)</td>
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<td>(1,739)</td>
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<td>(7,517)</td>
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<td>(6)</td>
<td>-100%</td>
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<td><strong>Total Revenues:</strong></td>
<td><strong>89,204</strong></td>
<td><strong>96,128</strong></td>
<td><strong>97,051</strong></td>
<td><strong>(6,923)</strong></td>
<td>-7%</td>
<td><strong>(7,847)</strong></td>
<td>-8%</td>
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<td>22%</td>
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<td>16,498</td>
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<td>10%</td>
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<td>4,444</td>
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<td>1,321</td>
<td>30%</td>
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<td>7,779</td>
<td>1,588</td>
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<td>22%</td>
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<td>757</td>
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<td>(3,760)</td>
<td>(3,100)</td>
<td>465</td>
<td>12%</td>
<td>1,125</td>
<td>36%</td>
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<tr>
<td><strong>Total Expense:</strong></td>
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<td><strong>96,126</strong></td>
<td><strong>103,790</strong></td>
<td><strong>7,100</strong></td>
<td><strong>7%</strong></td>
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<td>$ 2</td>
<td>$(6,738)</td>
<td>$ 177</td>
<td>n/m</td>
<td>$ 6,917</td>
<td>n/m</td>
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<tr>
<td>n/m = not meaningful</td>
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<td>June FYTD 2018 Actuals:</td>
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**Fav (Unf) Variance to FY 2018 Budget:**

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<th>FY2018</th>
<th>2017 Actuals</th>
<th>$</th>
<th>%</th>
<th>$</th>
<th>%</th>
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<tbody>
<tr>
<td><strong>Membership Dues:</strong></td>
<td>$ (3,000)</td>
<td>-5%</td>
<td>$ (2,596)</td>
<td>-5%</td>
<td></td>
<td></td>
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<tr>
<td><strong>Meeting Fees:</strong></td>
<td>(1,165)</td>
<td>-16%</td>
<td>471</td>
<td>8%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Advertising:</strong></td>
<td>(353)</td>
<td>-13%</td>
<td>492</td>
<td>27%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Gifts, Grants, Contr. &amp; Spnsnp:</strong></td>
<td>(465)</td>
<td>-7%</td>
<td>1,269</td>
<td>25%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Publications:</strong></td>
<td>(108)</td>
<td>-6%</td>
<td>(409)</td>
<td>-18%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Royalties:</strong></td>
<td>42</td>
<td>1%</td>
<td>581</td>
<td>8%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Accreditation Fees:</strong></td>
<td>-</td>
<td>0%</td>
<td>18</td>
<td>5%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Miscellaneous Other:</strong></td>
<td>(131)</td>
<td>-4%</td>
<td>(149)</td>
<td>-4%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Investment Income &amp; Reserves for Ops:</strong></td>
<td>(1,739)</td>
<td>-20%</td>
<td>(7,517)</td>
<td>-52%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Net Assets Released:</strong></td>
<td>(4)</td>
<td>-100%</td>
<td>(6)</td>
<td>-100%</td>
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**Fav (Unf) Variance to FY 2018 Budget:**

<table>
<thead>
<tr>
<th></th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>$</th>
<th>%</th>
<th>$</th>
<th>%</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Membership Dues:</strong></td>
<td>$ (3,000)</td>
<td>-5%</td>
<td>$ (2,596)</td>
<td>-5%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Meeting Fees:</strong></td>
<td>(1,165)</td>
<td>-16%</td>
<td>471</td>
<td>8%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Advertising:</strong></td>
<td>(353)</td>
<td>-13%</td>
<td>492</td>
<td>27%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Gifts, Grants, Contr. &amp; Spnsnp:</strong></td>
<td>(465)</td>
<td>-7%</td>
<td>1,269</td>
<td>25%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Publications:</strong></td>
<td>(108)</td>
<td>-6%</td>
<td>(409)</td>
<td>-18%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Royalties:</strong></td>
<td>42</td>
<td>1%</td>
<td>581</td>
<td>8%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Accreditation Fees:</strong></td>
<td>-</td>
<td>0%</td>
<td>18</td>
<td>5%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Miscellaneous Other:</strong></td>
<td>(131)</td>
<td>-4%</td>
<td>(149)</td>
<td>-4%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Investment Income &amp; Reserves for Ops:</strong></td>
<td>(1,739)</td>
<td>-20%</td>
<td>(7,517)</td>
<td>-52%</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Net Assets Released:</strong></td>
<td>(4)</td>
<td>-100%</td>
<td>(6)</td>
<td>-100%</td>
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</table>
General Operations – Revenue by Senior Manager

FY2019 Preliminary Budget

($ in thousands)

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<thead>
<tr>
<th>Category</th>
<th>FY2019 Budget</th>
<th>FY2018 Budget</th>
<th>2017 Actuals</th>
<th>FY2018</th>
<th>2017 Actuals</th>
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<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td>$</td>
<td>%</td>
</tr>
<tr>
<td>Deputy Executive Director Group</td>
<td>63,989</td>
<td>67,861</td>
<td>65,131</td>
<td>(3,872)</td>
<td>-6%</td>
</tr>
<tr>
<td>CFO Group</td>
<td>13,857</td>
<td>14,734</td>
<td>12,437</td>
<td>(878)</td>
<td>-6%</td>
</tr>
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<td>Policy and Governance Group</td>
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<tr>
<td>Government Affairs</td>
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<td>18</td>
<td>37</td>
<td>2</td>
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<td>-</td>
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<td>0%</td>
<td>-</td>
</tr>
<tr>
<td>Government Affairs</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>0%</td>
<td>-</td>
</tr>
<tr>
<td>Rule of Law Initiative</td>
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<td>-</td>
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<td>8,747</td>
<td>14,597</td>
<td>(1,739)</td>
<td>-20%</td>
</tr>
<tr>
<td><strong>Total General Operations Revenue</strong></td>
<td><strong>89,204</strong></td>
<td><strong>96,128</strong></td>
<td><strong>97,051</strong></td>
<td><strong>(6,923)</strong></td>
<td>-7%</td>
</tr>
</tbody>
</table>

June FYTD 2018 Actuals

<p>| | | | | | | |</p>
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<th></th>
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</tr>
</thead>
<tbody>
<tr>
<td><strong>Total General Operations Revenue</strong></td>
<td><strong>$ 89,204</strong></td>
<td><strong>$ 96,128</strong></td>
<td><strong>$ 97,051</strong></td>
<td><strong>(6,923)</strong></td>
<td><strong>-7%</strong></td>
<td><strong>(7,847)</strong></td>
</tr>
<tr>
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<td>FY2019 Budget</td>
<td>FY2018 Budget</td>
<td>2017 Actuals</td>
<td>FY2018 Actuals</td>
<td>June FYTD 2018 Actuals</td>
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<tr>
<td></td>
<td>2017</td>
<td>2018</td>
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<tr>
<td><strong>Deputy Executive Director Group</strong></td>
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<tr>
<td>Deputy Executive Director Group</td>
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<td>$ -</td>
<td>$ 73</td>
<td>$ -</td>
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<td>973 29%</td>
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<td>4,717</td>
<td>3,756</td>
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<td>863 23%</td>
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<td>11</td>
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<td>(11) -97%</td>
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<td>65,131</td>
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<td>(1,141) -2%</td>
<td>53,521</td>
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<tr>
<td><strong>CFO Group</strong></td>
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<td>(61) -78%</td>
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<td>(288) -65%</td>
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<td>2 11%</td>
<td>0 2%</td>
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<td>436 8%</td>
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</tr>
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<td>381 16%</td>
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</tr>
<tr>
<td><strong>Total CFO Group</strong></td>
<td>13,857</td>
<td>14,734</td>
<td>12,437</td>
<td>(878) -6%</td>
<td>1,420 11%</td>
<td>11,144</td>
</tr>
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<td></td>
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<tr>
<td><strong>Policy and Governance Group</strong></td>
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</tr>
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<td>25 6%</td>
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<tr>
<td>Office of the President</td>
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<td>0%</td>
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<td>-</td>
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<td>43</td>
<td>(9) -84%</td>
<td>(41) -96%</td>
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<tr>
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General Operations – Expense by Senior Manager
FY2019 Preliminary Budget

($ in thousands)

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<td>31,436</td>
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June FYTD 2018 Actuals

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## General Operations Expense by Senior Manager - FY2019 Preliminary Budget
($ in thousands)

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<td><strong>3,812</strong></td>
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<td><strong>3%</strong></td>
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<td>(438)</td>
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<td>143</td>
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<td>61</td>
</tr>
<tr>
<td>ABA General</td>
<td>(5,292)</td>
<td>(5,605)</td>
<td>(2,348)</td>
<td>(313)</td>
<td>6%</td>
<td>2,944</td>
</tr>
<tr>
<td><strong>Total Corporate</strong></td>
<td><strong>(3,325)</strong></td>
<td><strong>(3,496)</strong></td>
<td><strong>(320)</strong></td>
<td><strong>170</strong></td>
<td><strong>-5%</strong></td>
<td><strong>(3,005)</strong></td>
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<tr>
<td><strong>Total General Operations Expense</strong></td>
<td><strong>$89,026</strong></td>
<td><strong>$96,126</strong></td>
<td><strong>$103,790</strong></td>
<td><strong>$7,100</strong></td>
<td><strong>7%</strong></td>
<td><strong>$14,764</strong></td>
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</table>
## FY2019 Preliminary Budget

<table>
<thead>
<tr>
<th>Section</th>
<th>Revenue</th>
<th>Expense</th>
<th>Net Surplus/ (Deficit)</th>
<th>Net Asset Reserves as of June 2018</th>
<th>Long-term Investments as of June 2018</th>
<th>LT Investments used to fund Operations *</th>
</tr>
</thead>
<tbody>
<tr>
<td>Administrative Law</td>
<td>$530,460</td>
<td>$415,326</td>
<td>$115,134</td>
<td>$1,108,129</td>
<td>$445,032</td>
<td>0%</td>
</tr>
<tr>
<td>Affordable Housing and Comm Devel Law</td>
<td>263,809</td>
<td>335,321</td>
<td>(71,512)</td>
<td>772,499</td>
<td>493,416</td>
<td>14%</td>
</tr>
<tr>
<td>Air and Space Law</td>
<td>276,339</td>
<td>302,320</td>
<td>(25,981)</td>
<td>401,723</td>
<td>283,254</td>
<td>9%</td>
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<td>Antitrust Law</td>
<td>4,592,909</td>
<td>5,415,742</td>
<td>(822,833)</td>
<td>16,890,487</td>
<td>14,027,245</td>
<td>6%</td>
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<tr>
<td>Business Law</td>
<td>6,228,102</td>
<td>7,601,998</td>
<td>(1,373,896)</td>
<td>20,048,739</td>
<td>20,203,359</td>
<td>7%</td>
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<tr>
<td>Civil Rights and Social Justice</td>
<td>252,965</td>
<td>395,934</td>
<td>(142,969)</td>
<td>239,200</td>
<td>234,662</td>
<td>61%</td>
</tr>
<tr>
<td>Communication Law</td>
<td>410,733</td>
<td>438,956</td>
<td>(28,223)</td>
<td>190,268</td>
<td>120,005</td>
<td>24%</td>
</tr>
<tr>
<td>Construction Law</td>
<td>1,625,017</td>
<td>1,801,937</td>
<td>(176,920)</td>
<td>3,614,985</td>
<td>3,577,981</td>
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<td>Criminal Justice</td>
<td>687,500</td>
<td>1,104,611</td>
<td>(417,111)</td>
<td>9,715,759</td>
<td>9,056,942</td>
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<td>Dispute Resolution</td>
<td>855,259</td>
<td>879,293</td>
<td>(24,034)</td>
<td>1,351,860</td>
<td>1,315,466</td>
<td>2%</td>
</tr>
<tr>
<td>Entertainment and Sports Industries</td>
<td>227,750</td>
<td>193,526</td>
<td>34,224</td>
<td>1,351,860</td>
<td>1,315,466</td>
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<tr>
<td>Environment, Energy &amp; Resources</td>
<td>1,197,061</td>
<td>1,554,738</td>
<td>(357,677)</td>
<td>4,376,352</td>
<td>4,405,869</td>
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</tr>
<tr>
<td>Family Law</td>
<td>1,094,023</td>
<td>1,199,789</td>
<td>(105,766)</td>
<td>2,818,296</td>
<td>2,588,552</td>
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<td>Franchising</td>
<td>1,117,619</td>
<td>1,101,032</td>
<td>16,587</td>
<td>1,308,737</td>
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</tr>
<tr>
<td>Govmt/Public Sector Lawyers Div</td>
<td>119,500</td>
<td>159,709</td>
<td>(40,209)</td>
<td>573,530</td>
<td>397,064</td>
<td>10%</td>
</tr>
<tr>
<td>Health Law</td>
<td>1,081,966</td>
<td>1,239,364</td>
<td>(157,398)</td>
<td>1,690,224</td>
<td>1,748,528</td>
<td>9%</td>
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<tr>
<td>Infrastructure and Regulated Industries</td>
<td>228,000</td>
<td>204,328</td>
<td>23,672</td>
<td>1,246,455</td>
<td>940,060</td>
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<tr>
<td>Intellectual Property Law</td>
<td>1,769,444</td>
<td>1,784,818</td>
<td>(15,374)</td>
<td>2,293,247</td>
<td>2,249,121</td>
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<tr>
<td>International Law</td>
<td>1,677,050</td>
<td>2,253,706</td>
<td>(576,656)</td>
<td>791,532</td>
<td>1,201,641</td>
<td>48%</td>
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<td>Joint Committee on Employee Benefits</td>
<td>533,979</td>
<td>560,904</td>
<td>(26,925)</td>
<td>672,318</td>
<td>679,434</td>
<td>4%</td>
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<tr>
<td>Judicial Division</td>
<td>234,900</td>
<td>265,688</td>
<td>(30,788)</td>
<td>771,141</td>
<td>713,941</td>
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<td>Labor And Employment Law</td>
<td>3,142,513</td>
<td>3,042,509</td>
<td>100,004</td>
<td>1,239,940</td>
<td>878,641</td>
<td>0%</td>
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<tr>
<td>Law Practice Division</td>
<td>2,649,250</td>
<td>2,570,515</td>
<td>78,735</td>
<td>1,781,401</td>
<td>1,528,693</td>
<td>0%</td>
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<tr>
<td>Legal Technology Resource Center</td>
<td>172,500</td>
<td>132,925</td>
<td>39,575</td>
<td>-</td>
<td>-</td>
<td>0%</td>
</tr>
<tr>
<td>Legal Education - Accreditation</td>
<td>4,573,920</td>
<td>4,244,823</td>
<td>329,097</td>
<td>4,373,286</td>
<td>-</td>
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</tr>
<tr>
<td>Legal Education &amp; Admissions To Bar</td>
<td>578,350</td>
<td>265,225</td>
<td>313,125</td>
<td>896,346</td>
<td>420,920</td>
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</tr>
<tr>
<td>Litigation</td>
<td>4,512,098</td>
<td>5,166,533</td>
<td>(654,435)</td>
<td>9,224,127</td>
<td>8,694,137</td>
<td>8%</td>
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<td>Public Contract Law</td>
<td>629,097</td>
<td>848,987</td>
<td>(219,890)</td>
<td>2,883,050</td>
<td>2,279,134</td>
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<td>Real Property, Trust and Estate Law</td>
<td>2,315,184</td>
<td>2,754,117</td>
<td>(438,933)</td>
<td>3,981,798</td>
<td>4,391,165</td>
<td>10%</td>
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<tr>
<td>Science and Technology Law</td>
<td>273,701</td>
<td>366,263</td>
<td>(92,562)</td>
<td>828,969</td>
<td>812,015</td>
<td>11%</td>
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<tr>
<td>Solo, Small Firm and General Practice</td>
<td>821,488</td>
<td>905,380</td>
<td>(83,892)</td>
<td>759,448</td>
<td>534,025</td>
<td>16%</td>
</tr>
<tr>
<td>State and Local Government Law</td>
<td>320,608</td>
<td>375,685</td>
<td>(55,077)</td>
<td>764,700</td>
<td>609,888</td>
<td>9%</td>
</tr>
<tr>
<td>Taxation</td>
<td>4,544,361</td>
<td>4,702,008</td>
<td>(157,647)</td>
<td>6,551,450</td>
<td>6,807,621</td>
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</tr>
<tr>
<td>Tort Trial and Insurance Practice</td>
<td>3,826,413</td>
<td>3,819,732</td>
<td>6,681</td>
<td>6,160,481</td>
<td>6,081,474</td>
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</tr>
<tr>
<td><strong>Total Sections, Divisions, &amp; Forums</strong></td>
<td><strong>$53,363,868</strong></td>
<td><strong>$58,403,745</strong></td>
<td><strong>(5,039,877)</strong></td>
<td><strong>$110,484,440</strong></td>
<td><strong>$99,016,875</strong></td>
<td><strong>5%</strong></td>
</tr>
</tbody>
</table>

*Implicit “funding for operations” is the operating deficit budgeted, shown here as a percentage of long-term investments. (Net Deficit / LT Investments)
# Sections by Reporting Line

## FY2019 Preliminary Budget

($ in thousands)

<table>
<thead>
<tr>
<th></th>
<th>Full Year</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>Fav (Unf) Variance to FY 2018 Budget:</th>
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<tbody>
<tr>
<td></td>
<td>FY2019 Budget</td>
<td>FY2018 Budget</td>
<td>2017 Actuals</td>
<td></td>
<td></td>
<td>$</td>
</tr>
<tr>
<td>Operating Revenue:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Membership Dues</td>
<td>$11,257</td>
<td>$11,657</td>
<td>$11,900</td>
<td>$(400)</td>
<td>-3%</td>
<td>$(643)</td>
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<tr>
<td>Meeting Fees</td>
<td>21,685</td>
<td>21,794</td>
<td>20,410</td>
<td>(109)</td>
<td>-1%</td>
<td>1,275</td>
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<tr>
<td>Advertising</td>
<td>828</td>
<td>808</td>
<td>654</td>
<td>20</td>
<td>2%</td>
<td>173</td>
</tr>
<tr>
<td>Gifts, Grants, Contr. &amp; Spnsip</td>
<td>7,016</td>
<td>7,228</td>
<td>7,189</td>
<td>(211)</td>
<td>-3%</td>
<td>(173)</td>
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<tr>
<td>Publications</td>
<td>5,524</td>
<td>5,216</td>
<td>5,368</td>
<td>307</td>
<td>6%</td>
<td>155</td>
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<tr>
<td>Royalties</td>
<td>1,133</td>
<td>1,175</td>
<td>1,927</td>
<td>(42)</td>
<td>-4%</td>
<td>(794)</td>
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<tr>
<td>Accreditation Fees</td>
<td>4,565</td>
<td>4,204</td>
<td>4,503</td>
<td>362</td>
<td>9%</td>
<td>63</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>128</td>
<td>(9)</td>
<td>(179)</td>
<td>137</td>
<td>-1495%</td>
<td>307</td>
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<tr>
<td>Investment Income &amp; Reserves for Ops</td>
<td>1,227</td>
<td>1,539</td>
<td>1,233</td>
<td>(312)</td>
<td>-20%</td>
<td>(6)</td>
</tr>
<tr>
<td><strong>Total Revenues:</strong></td>
<td><strong>53,364</strong></td>
<td><strong>53,612</strong></td>
<td><strong>53,006</strong></td>
<td><strong>(248)</strong></td>
<td>0%</td>
<td><strong>358</strong></td>
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<tr>
<td>Operating Expense:</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensation</td>
<td>16,043</td>
<td>15,855</td>
<td>8,858</td>
<td>(187)</td>
<td>-1%</td>
<td>(7,184)</td>
</tr>
<tr>
<td>Fringe Benefits &amp; Payroll Taxes</td>
<td>4,869</td>
<td>4,893</td>
<td>3,070</td>
<td>24</td>
<td>0%</td>
<td>(1,799)</td>
</tr>
<tr>
<td>Professional Services</td>
<td>4,181</td>
<td>4,256</td>
<td>4,499</td>
<td>75</td>
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<td>318</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>24,848</td>
<td>25,463</td>
<td>24,530</td>
<td>616</td>
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<td>Advertising and Marketing</td>
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<td>503</td>
<td>425</td>
<td>47</td>
<td>9%</td>
<td>(30)</td>
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<td>Publishing</td>
<td>5,899</td>
<td>6,038</td>
<td>5,315</td>
<td>138</td>
<td>2%</td>
<td>(584)</td>
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<tr>
<td>Facilities</td>
<td>5,676</td>
<td>5,893</td>
<td>4,457</td>
<td>217</td>
<td>4%</td>
<td>(1,219)</td>
</tr>
<tr>
<td>Transfers</td>
<td>(9,598)</td>
<td>(9,049)</td>
<td>(1,211)</td>
<td>549</td>
<td>6%</td>
<td>8,387</td>
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<tr>
<td>Other Expense</td>
<td>6,031</td>
<td>5,964</td>
<td>5,980</td>
<td>(67)</td>
<td>-1%</td>
<td>(51)</td>
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<tr>
<td><strong>Total Expense:</strong></td>
<td><strong>58,404</strong></td>
<td><strong>59,816</strong></td>
<td><strong>55,923</strong></td>
<td><strong>1,413</strong></td>
<td>2%</td>
<td><strong>(2,481)</strong></td>
</tr>
</tbody>
</table>

**Net Revenue Over/(Under) Expense**

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th>$</th>
<th></th>
<th>$</th>
<th>n/m</th>
<th>$</th>
<th>n/m</th>
<th>$</th>
</tr>
</thead>
<tbody>
<tr>
<td>FY2019</td>
<td>(5,040)</td>
<td>(6,204)</td>
<td>(2,917)</td>
<td>1,164</td>
<td>n/m</td>
<td>(2,123)</td>
<td>n/m</td>
<td>(652)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

n/m = not meaningful
# Grants
## FY2019 Preliminary Budget

($ in thousands)

### Operating Revenue

<table>
<thead>
<tr>
<th></th>
<th>Full Year</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>June FYTD 2018 Actuals</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>FY2019 Budget</td>
<td>FY2018 Budget</td>
<td>2017 Actuals</td>
<td>FY2018</td>
<td>2017 Actuals</td>
<td></td>
</tr>
<tr>
<td>ROLI</td>
<td>$ 40,000</td>
<td>$ 34,884</td>
<td>$ 36,943</td>
<td>$ 5,116</td>
<td>15%</td>
<td>$ 3,057</td>
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<tr>
<td>Domestic</td>
<td>18,002</td>
<td>15,556</td>
<td>17,259</td>
<td>2,445</td>
<td>16%</td>
<td>742</td>
</tr>
<tr>
<td>Total Grant Revenue</td>
<td>58,002</td>
<td>50,440</td>
<td>54,203</td>
<td>7,562</td>
<td>15%</td>
<td>3,799</td>
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</tbody>
</table>

### Operating Expense

<table>
<thead>
<tr>
<th></th>
<th>Full Year</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>June FYTD 2018 Actuals</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>FY2019 Budget</td>
<td>FY2018 Budget</td>
<td>2017 Actuals</td>
<td>FY2018</td>
<td>2017 Actuals</td>
<td></td>
</tr>
<tr>
<td>ROLI</td>
<td>40,294</td>
<td>35,024</td>
<td>38,023</td>
<td>(5,270)</td>
<td>-15%</td>
<td>(2,271)</td>
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<tr>
<td>Domestic</td>
<td>18,283</td>
<td>15,536</td>
<td>14,414</td>
<td>(2,747)</td>
<td>-18%</td>
<td>(3,869)</td>
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<tr>
<td>Total Grant Expense</td>
<td>58,577</td>
<td>50,561</td>
<td>52,437</td>
<td>(8,017)</td>
<td>-16%</td>
<td>(6,140)</td>
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</table>

### Revenue Over/(Under) Expense

<table>
<thead>
<tr>
<th></th>
<th>Full Year</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>FY2018</th>
<th>2017 Actuals</th>
<th>June FYTD 2018 Actuals</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>FY2019 Budget</td>
<td>FY2018 Budget</td>
<td>2017 Actuals</td>
<td>FY2018</td>
<td>2017 Actuals</td>
<td></td>
</tr>
<tr>
<td>ROLI</td>
<td>(294)</td>
<td>(141)</td>
<td>(1,079)</td>
<td>(153)</td>
<td>n/m</td>
<td>785</td>
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<tr>
<td>Domestic</td>
<td>282</td>
<td>20</td>
<td>2,845</td>
<td>(302)</td>
<td>n/m</td>
<td>(3,126)</td>
</tr>
<tr>
<td>Net Revenue Over/(Under) Expense</td>
<td>$ (576)</td>
<td>$ (121)</td>
<td>$ 1,765</td>
<td>$ (455)</td>
<td>n/m</td>
<td>$ (2,341)</td>
</tr>
</tbody>
</table>

### Notes:

n/m = not meaningful
# Grants by Reporting Line
## FY2019 Preliminary Budget

($ in thousands)

<table>
<thead>
<tr>
<th></th>
<th>FY2019 Budget</th>
<th>FY2018 Budget</th>
<th>2017 Actuals</th>
<th>FY2018</th>
<th>2017 Actuals</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$</td>
</tr>
<tr>
<td><strong>Operating Revenue:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>-</td>
<td>-</td>
<td>178</td>
<td>-</td>
<td>(178)</td>
</tr>
<tr>
<td>Gifts, Grants, Contr. &amp; Spnshp</td>
<td>58,002</td>
<td>50,440</td>
<td>54,025</td>
<td>7,562</td>
<td>3,977</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total Revenues:</strong></td>
<td>58,002</td>
<td>50,440</td>
<td>54,203</td>
<td>7,562</td>
<td>3,799</td>
</tr>
<tr>
<td><strong>Operating Expense:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensation</td>
<td>18,095</td>
<td>15,970</td>
<td>14,077</td>
<td>(2,125)</td>
<td>(4,018)</td>
</tr>
<tr>
<td>Fringe Benefits &amp; Payroll Taxes</td>
<td>5,463</td>
<td>4,884</td>
<td>4,547</td>
<td>(579)</td>
<td>(916)</td>
</tr>
<tr>
<td>Professional Services</td>
<td>22,279</td>
<td>19,944</td>
<td>21,609</td>
<td>(2,335)</td>
<td>(670)</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>7,793</td>
<td>5,570</td>
<td>7,368</td>
<td>(2,223)</td>
<td>(425)</td>
</tr>
<tr>
<td>Advertising and Marketing</td>
<td>36</td>
<td>28</td>
<td>38</td>
<td>(8)</td>
<td>2</td>
</tr>
<tr>
<td>Publishing</td>
<td>247</td>
<td>96</td>
<td>118</td>
<td>(150)</td>
<td>(128)</td>
</tr>
<tr>
<td>Facilities</td>
<td>3,636</td>
<td>3,355</td>
<td>3,558</td>
<td>(281)</td>
<td>(78)</td>
</tr>
<tr>
<td>Transfers</td>
<td>(1,800)</td>
<td>(1,800)</td>
<td>(2,043)</td>
<td>-</td>
<td>(243)</td>
</tr>
<tr>
<td>Other Expense</td>
<td>2,828</td>
<td>2,513</td>
<td>3,164</td>
<td>(315)</td>
<td>336</td>
</tr>
<tr>
<td><strong>Total Expense:</strong></td>
<td>58,577</td>
<td>50,561</td>
<td>52,437</td>
<td>(8,017)</td>
<td>(6,140)</td>
</tr>
<tr>
<td><strong>Net Revenue Over/(Under) Expense</strong></td>
<td>$ (576)</td>
<td>$ (121)</td>
<td>$ 1,765</td>
<td>$ (455)</td>
<td>$ (2,341)</td>
</tr>
</tbody>
</table>

n/m = not meaningful
# Gifts, Support Funds, & Endowments

## FY2019 Preliminary Budget

($ in thousands)

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Operating Revenue</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td>3,331</td>
<td>3,076</td>
<td>3,260</td>
<td>255</td>
<td>71</td>
<td>3,260</td>
</tr>
<tr>
<td><strong>Operating Expense</strong></td>
<td>4,853</td>
<td>4,404</td>
<td>3,069</td>
<td>(449)</td>
<td>(1,784)</td>
<td>(1,713)</td>
</tr>
<tr>
<td><strong>Net Revenue Over/(Under) Expense</strong></td>
<td>$ (1,522)</td>
<td>$ (1,328)</td>
<td>$ 191</td>
<td>(194)</td>
<td>(1,713)</td>
<td>$ 2,438</td>
</tr>
</tbody>
</table>

*n/m = not meaningful*
## Gifts by Reporting Line
### FY2019 Preliminary Budget

<table>
<thead>
<tr>
<th>($ in thousands)</th>
<th>Full Year</th>
<th>Fav (Unf) Variance to FY 2018 Budget:</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>FY2019 Budget</td>
<td>FY2018</td>
</tr>
<tr>
<td>Operating Revenue:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Meeting Fees</td>
<td>$ 831</td>
<td>$ 215</td>
</tr>
<tr>
<td>Gifts, Grants, Contr. &amp; Spns hp</td>
<td>56</td>
<td>(241)</td>
</tr>
<tr>
<td>Publications</td>
<td>86</td>
<td>(25)</td>
</tr>
<tr>
<td>Royalties</td>
<td>4</td>
<td>4</td>
</tr>
<tr>
<td>Miscellaneous Other</td>
<td>16</td>
<td>(11)</td>
</tr>
<tr>
<td>Investment Income &amp; Reserves for Ops</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Net Assets Released</td>
<td>2,339</td>
<td>312</td>
</tr>
<tr>
<td>Total Revenues:</td>
<td>3,331</td>
<td>255</td>
</tr>
<tr>
<td>Operating Expense:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Compensation</td>
<td>$ 1,210</td>
<td>(349)</td>
</tr>
<tr>
<td>Fringe Benefits &amp; Payroll Taxes</td>
<td>362</td>
<td>(89)</td>
</tr>
<tr>
<td>Professional Services</td>
<td>662</td>
<td>344</td>
</tr>
<tr>
<td>Meetings and Travel</td>
<td>1,571</td>
<td>(165)</td>
</tr>
<tr>
<td>Advertising and Marketing</td>
<td>2</td>
<td>8</td>
</tr>
<tr>
<td>Publishing</td>
<td>189</td>
<td>18</td>
</tr>
<tr>
<td>Facilities</td>
<td>203</td>
<td>57</td>
</tr>
<tr>
<td>Transfers</td>
<td>(269)</td>
<td>55</td>
</tr>
<tr>
<td>Other Expense</td>
<td>924</td>
<td>(328)</td>
</tr>
<tr>
<td>Total Expense:</td>
<td>4,853</td>
<td>(449)</td>
</tr>
<tr>
<td>Net Revenue Over/(Under) Expense</td>
<td>$ (1,522)</td>
<td>$ 191</td>
</tr>
</tbody>
</table>

n/m = not meaningful
FY2019 Preliminary Capital Budget
FY2019 Capital Budget

- FY2019 capital project requests total $1.2M
  - Almost all costs are IT projects that help the ABA manage its risk
- FY2018 capital projects totaled $1.1M
  - Total spend FYTD April equals $1.2M
- FY2017 capital spend totaled $2.2M
# American Bar Association
## Capital Project Request Summary
### FY 2019 Budget

<table>
<thead>
<tr>
<th>Asset Placed into Use</th>
<th>FY 2018 carry forward</th>
<th>FY 2019 (includes FY 2018 carry forward)</th>
<th>FY 2020</th>
<th>FY 2021</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>FY 2019</td>
<td>FY 2020</td>
<td>FY 2021</td>
<td></td>
</tr>
<tr>
<td><strong>Requests:</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Information Technology</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>A</td>
<td>Personal Windows Laptop Computer Replacements</td>
<td>Risk Management</td>
<td>Sep-18</td>
<td>-</td>
<td>20,167</td>
</tr>
<tr>
<td>B</td>
<td>Network Backup Solution</td>
<td>Risk Management</td>
<td>Jan-19</td>
<td>15,000</td>
<td>14,500</td>
</tr>
<tr>
<td>C</td>
<td>Palo Alto Network Firewall</td>
<td>Risk Management</td>
<td>Jan-19</td>
<td>58,000</td>
<td>11,600</td>
</tr>
<tr>
<td>D</td>
<td>ABA Network Security Upgrades</td>
<td>Risk Management</td>
<td>Sep-18</td>
<td>-</td>
<td>10,000</td>
</tr>
<tr>
<td>E</td>
<td>PCI Compliance - Requirements</td>
<td>Risk Management</td>
<td>Sep-18</td>
<td>-</td>
<td>10,000</td>
</tr>
<tr>
<td>F</td>
<td>Personal Windows Desktop Computer Replacements</td>
<td>Risk Management</td>
<td>Sep-18</td>
<td>-</td>
<td>7,000</td>
</tr>
<tr>
<td>G</td>
<td>File Server Encryption</td>
<td>Risk Management</td>
<td>Mar-19</td>
<td>8,000</td>
<td>7,500</td>
</tr>
<tr>
<td>H</td>
<td>Clear Pass Network Management</td>
<td>Risk Management</td>
<td>Jul-19</td>
<td>5,633</td>
<td>7,000</td>
</tr>
<tr>
<td>I</td>
<td>MAC Computer Replacements</td>
<td>Risk Management</td>
<td>Jun-19</td>
<td>-</td>
<td>6,000</td>
</tr>
<tr>
<td>J</td>
<td>Network Operating System Software</td>
<td>Risk Management</td>
<td>Oct-18</td>
<td>-</td>
<td>6,000</td>
</tr>
<tr>
<td>K</td>
<td>Category 5 Cable to Each Legacy WAP</td>
<td>Risk Management</td>
<td>Nov-18</td>
<td>-</td>
<td>4,500</td>
</tr>
<tr>
<td>L</td>
<td>LAN Management Software</td>
<td>Risk Management</td>
<td>Nov-18</td>
<td>3,000</td>
<td>4,500</td>
</tr>
<tr>
<td>M</td>
<td>DC Office Brocade Switch Replacement</td>
<td>Risk Management</td>
<td>Sep-18</td>
<td>-</td>
<td>2,000</td>
</tr>
<tr>
<td>N</td>
<td>Iskaler Tape Library</td>
<td>Risk Management</td>
<td>Sep-18</td>
<td>-</td>
<td>2,000</td>
</tr>
<tr>
<td><strong>Subtotal:</strong></td>
<td></td>
<td>98,833</td>
<td>132,397</td>
<td>1,167,300</td>
<td>-</td>
</tr>
</tbody>
</table>

**Administrative Services - Chicago:**

| Area | Description | Key Benefit | Capital | Maintenance | Depreciation | Capital | Revenue | Depreciation | Maintenance | Revenue | Depreciation | Maintenance | FY2019-FY2021 | Capital Spend | Revenue (Cost Reduction) | Capital and Maintenance |       |
|------|-------------|-------------|---------|-------------|--------------|---------|---------|--------------|-------------|---------|--------------|-------------|                |                |                          |                      |       |
| P | ABA Chicago Relocation (Paid for by the lessor) | Tenant Allowance/Building & Work Area Improvements | 800,000 | - | - | 800,000 | - | - | - | - | - | - | - | 100,000 | 100,000 | - | (100,000) |       |
| Q | DC Relocation Project Balance (Paid for by the Lessor) | Tenant Allowance/Building Improvements | 521,000 | - | - | 521,000 | - | - | - | - | - | - | - | 521,000 | 521,000 | - | (521,000) |       |
| **Total** | | 1,321,000 | - | - | 1,321,000 | - | - | - | - | - | - | - | - | 1,321,000 | 1,321,000 | - | (1,321,000) |       |
| **Total Capital Budget:** | | 98,833 | 132,397 | 1,167,300 | - | 20,833 | - | 264,793 | 20,833 | - | 264,793 | 132,500 | 1,167,300 | - | (1,312,672) | |       |
The Finance Committee approves the following Consolidated FY2019 Budget of $203.9 million of revenue and $210.9 million of expense as follows:

- The General Operations Operating Budget as presented which contemplates $89.2 million in revenue and $89.0 in expenses including reserve funding of 3.5% as the Board directed;
- The Section Budgets as presented which contemplates $53.4 million in revenue and $58.4 million in expenses, provided that any subsequent Section changes do not result in an aggregate increase or decrease in the Section’s operating budget of more than 10% of the aggregate Section Budget as approved and provided that each Section has net asset reserves available to fund any budgeted deficit;
- The Grants Budgets as presented which contemplates $58.0 million of revenue and $58.6 million of expenses;
- The Gifts Budgets as presented which contemplates $3.3 million of revenue and $4.9 million of expenses; and
- The Capital Budget as presented of $1.2 million which represents information technology costs

The Finance Committee recommends that the Board of Governors (“Board”) approve the FY2019 Consolidated Budget as described above.
The Finance Committee approves the following Consolidated FY2019 Budget of $203.9 million of revenue and $210.9 million of expense as follows:

- **The General Operations Operating Budget as presented which contemplates $89.2 million in revenue and $89.0 million in expenses including reserve funding of 3.5% as the Board directed;**

- **The Section Budgets as presented which contemplates $53.4 million in revenue and $58.4 million in expenses, provided that any subsequent Section changes do not result in an aggregate increase or decrease in the Section’s operating budget of more than 10% of the aggregate Section Budget as approved and provided that each Section has net asset reserves available to fund any budgeted deficit;**

- **The Grants Budgets as presented which contemplates $58.0 million of revenue and $58.6 million of expenses;**

- **The Gifts Budgets as presented which contemplates $3.3 million of revenue and $4.9 million of expenses; and**

- **The Capital Budget as presented of $1.2 million which represents information technology costs**

The Finance Committee recommends that the Board of Governors (“Board”) approve the FY2019 Consolidated Budget as described above.
ABA Policy

General Operations Funded Meeting & Travel Policy

This policy does not apply to Section committees or programs. Nor does it apply to Divisions that must operate within their assigned budgets.

Effective with the FY 2019 budget, general operations funding for meetings will be capped at $8,600 annually. The amount is derived from Board of Governors’ expectations that in-person committee meetings should be conducted at the times of the Midyear and Annual Meetings. The dollar amount is based on an allocation of $5,700 for the Midyear Meeting and $2,900 for the Annual Meeting. Those calculations provide funding for seven (7) members with $400 airfare for Midyear, $100 per diem for two days at each meeting and $1,500 for group functions for each meeting. Staff expenses for meetings will be provided separately. Committees must also consider the fact that significant staff time is often required to prepare for meetings, and that is typically a general operations expense. Committees may choose to use the $8,600 in any manner desired, but the total allocation is the extent of general operations funding for committee meetings that will be provided in FY 2019.

This policy seeks to manage and preserve ABA finances, while also recognizing the time and expense incurred by members to attend in-person meetings. Committees are encouraged to (a) employ telephone, Skype, or web-based meeting tools to accomplish their work outside of the in-person meetings at Midyear and/or Annual meetings and (b) consider the effect of holding meetings outside of the Midyear and Annual meeting if members are asked to bear the expense as the inability to bear the expense may fall disproportionately on young lawyers, sole or small firm practitioners, government lawyers, and judges and may result in a less diverse or inclusive participating group.

If a Committee concludes that its work requires in-person meetings with general operations financial support in addition to the $8,600 allocation, the Committee may submit a waiver request as part of the Annual Planning process. The waiver request must articulate the reason a waiver is necessary and should note actions taken by the Committee to offset/mitigate the cost of the alternate meeting. If the need for an alternate meeting occurs after the Annual Planning process has been completed, the Committee can submit a waiver request to the Executive Committee of the Board of Governors. If the Committee disagrees with the decision of the Executive Committee, that decision may be appealed to the full Board of Governors. The burden will be on the Committee to demonstrate the imperative to receive general operations funding for the meetings at times other than Midyear and Annual meetings.

Notwithstanding this policy, it is understood that certain entities by the nature of their work (e.g. Rules & Calendar, Immigration Commission, Federal Judiciary and Standing Committee on Bar Activities and Services) must meet at times other than the Midyear and Annual Meetings. This will be factored into the budgeting process.
**Accessibility Accommodations**

Our Association is committed to diversity and inclusion. As such we encourage all entities to provide reasonable accommodations to members or invited guests with disabilities at their meetings. Effective September 1, 2018 the costs for disability accommodation services and tools (such as Communication Access Real-time Translation and sign language) will be budgeted and recorded centrally so that the individual committees will not need to seek a waiver for their meeting budget in order to accommodate members that may need such accommodations.