MEMORANDUM

TO: House of Delegates
   Section and Committee Chairs
   Presidents and Executive Directors of State and Local Bar Associations
   ABA Senior Managers, Directors and Staff Liaisons

FROM: Alpha M. Brady

SUBJECT: Summary of Action of the January 24-25, 2019, Board of Governors Meeting

DATE: January 28, 2019

Attached is the Summary of Action of the January 24-25, 2019, meeting of the Board of Governors. This Summary does not constitute official Minutes of the meeting. Minutes of the meeting will be presented to the Board for approval at its meeting in June 2019.

If you have any questions with respect to the action taken, please do not hesitate to contact me.

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

The Board received the reports of the President, President-Elect, Chair of the House of Delegates, Immediate Past President, Secretary, Treasurer, and Executive Director. The Minutes of the Board’s November 9, 2018 meeting were approved. The Minutes of the Executive Committee’s December 6, 2018 meeting were received.

The Board received the Report of the Secretary on the Exercise of Blanket Authority.

The Board, sitting as members of the Board of the American Bar Association Fund for Justice and Education (ABA/FJE): a) approved the Minutes of the November 9, 2018 meeting; b) accepted the ABA/FJE restricted grants and contributions received or awarded through December 31, 2018, and not previously reported, as requested by the Association’s Financial Services Division. The Board also received reports from F. John Garza, ABA/FJE Council Member, and Myra McKenzie-Harris, Chair of the ABA Legal Opportunity Scholarship Fundraising Committee, regarding their work.

The Board adopted a memorial resolution for former Board member John J. Bouma of Phoenix, Arizona.

MATTERS FOR DIRECT BOARD ACTION

2.1 Request to Approve Legislative Priorities

The Board received a report from William K. Weisenberg, Chair of the Standing Committee on Governmental Affairs (Standing Committee), and Holly Cook, Associate Executive Director, Governmental Affairs Office (GAO), regarding the joint recommendations of the Standing Committee and the GAO on establishing the ABA’s federal Legislative and Governmental Priorities for the 116th Congress. The Board approved the request of the following Priorities for the 116th Congress (listed in alphabetical order):

1. Access to Legal Services
2. Access to the Civil Justice System
3. Criminal Justice System Improvements
4. Elimination of Discrimination
5. Immigration Reform
6. Independence of the Judiciary
7. Independence of the Legal Profession
8. International Rule of Law
9. Legal Education
10. National Security and Civil Liberties
2.2 Request to Approve ABA Branding

The Board received a report from Jack L. Rives, ABA Executive Director and Chief Operating Officer, and Burkey Belser, FINN Partners, regarding ABA Branding and approved the new ABA logo.

2.3 Presentation Regarding Marketing Strategy for New Membership Model

The Board received a report regarding the marketing for the New Membership Model from Karen Alexander, ABA Chief Marketing Officer, and Burkey Belser, FINN Partners.

2.4 Consideration of House Reports

The Board did not consider any House Reports.

2.5 Reports from Committee Chairs

The Board received reports regarding the work of the Board Committees from Darcee S. Siegel, Chair of the Profession, Public Service and Diversity Committee; Scott C. LaBarre, Chair of the Member Services Committee; and Kevin L. Shepherd, Chair of the Finance Committee.

2.6 Consent Calendar

The Board adopted the Consent Calendar as set forth in items 3 through 5 (except for 3.3 and 3.7) of this Summary of Action relating to the reports of the Board Committees.

2.7 Additional Agenda Items

In executive session, the Board discussed the ABA’s new website.

2.8 Request to Accept Grant from American Bar Endowment

The Board accepted an Opportunity Grant from ABE and approved a waiver of the $300,000 (or 4% of the allocation to ABA/ABE, whichever is less) limit on Opportunity Grants.

WRITTEN INFORMATIONAL REPORTS

None

MEMBER SERVICES

A. MATTERS FOR REVIEW BY THE BOARD

3.1 Requests to Amend Bylaws

The Board approved the requests from the Tort Trial and Insurance Practice Section and the Law Student Division to amend their bylaws and deferred approval of the request from the Section of Intellectual Property Law (Section) to amend its bylaws in order to obtain additional information from the Section.
3.2 Request from Standing Committee on Publishing Oversight to Amend Chapter 6 of Policy and Procedures Handbook

The Board approved the request of the Standing Committee on Publishing Oversight to amend certain sections of the Policy and Procedures Handbook.

3.3 Request to Amend Social Media Policy and Business Conduct Standards

The Board approved the request of Executive Director Jack L. Rives to amend the Social Media Policy (Policy) and the Business Conduct Standards. Approval was with the understanding that the Policy will immediately apply to staff. The Board will receive a request to amend the Policy to apply to members.

3.4 Requests to Increase Dues

The Board deferred the requests to increase dues from the Section of Real Property, Trust and Estate Law, the Government and Public Sector Lawyers Division, and the Section of International Law to allow for consultations with these Sections, the Standing Committee on Membership and ABA Marketing and to determine if empirical research has been done.

3.5 Request Regarding New Membership Model

The Board approved the request of the Standing Committee on Membership (SCOM) to establish a dues rate for Law Student Graduate members and the creation of a Tiered Section Dues Pilot Program to run until the end of FY2022. The Board approved the request that the Executive Committee and SCOM work together until August 2019 on the modifications of the Full Firm Membership Pilot Program.

3.6 Request to Amend Member Benefit Policy

The Board approved the request of the Fund for Justice and Education to amend the Member Benefit Policy to allow for contracting with third party vendors that act as agents for companies to create and service affinity program relationships.

3.7 Request to Consider Amending Jurisdictional Statement of ABA Journal

The Board approved the request of President Robert M. Carlson to amend the jurisdictional statement of the ABA Journal as revised.

3.8 Request to Approve 2019-2020 Board of Governors Meetings

The Board approved the request of President-Elect Judy Perry Martinez to conduct the November 13-15, 2019, Board meeting as a teleconference and the June 10-12, 2020, Board meeting in Chicago, Illinois.

3.9 Request to Add Eden Residence Club to ABA Advantage

The Board deferred the request of the Standing Committee on Membership to add Eden Residence Club to the ABA Advantage program until the June 2019 Board meeting to allow for further research.
3.10 Request from National Conference of the Administrative Law Judiciary to Appoint Liaison to National Association of Immigration Judges

The Board approved the request of the Judicial Division’s National Conference of Administrative Law Judiciary to appoint a liaison to the National Association of Immigration Judges.

3.30 Membership Report

The Board received the January 2019 Membership Report from the Standing Committee on Membership.

PROFESSION, PUBLIC SERVICE AND DIVERSITY

A. MATTERS FOR REVIEW BY THE BOARD

4.1 Nominations

a. American Intellectual Property Law Education Foundation

The Board re-elected Robert A. Armitage as the ABA representative on the Board of Trustees of the American Intellectual Property Law Education Foundation for a second three-year term beginning on July 1, 2019 and expiring on June 30, 2022.

b. Council for Agricultural Science and Technology

The Board elected Keith Matthews of Washington, DC, as the ABA representative to the Council for Agricultural Science and Technology to fill the unexpired term of Brandon Wade Neuschafer of Saint Louis, Missouri, through October 1, 2020.

4.2 Awards

a. Forum on Construction Law

The Board approved the request of the Forum on Construction Law to continue its law student writing competition for 2019, 2020, and 2021.

b. Judicial Division

The Board approved the request of the Judicial Division to create a “Civility Award” in the name of the late Hon. William D. Missouri.

c. Solo, Small Firm and General Practice Division

The Board approved the request of the Solo, Small Firm and General Practice Division to establish a sweepstakes, “Passport to Prizes,” which will be conducted at its Fall and Spring Meetings, subject to review by the Office of General Counsel and clarification of prizes to be awarded.
d. **Section of Litigation**

The Board approved the request of the Section of Litigation to establish a sweepstakes, “Passport to Prizes,” which will be conducted at the Section’s Annual Conference, subject to review by the Office of General Counsel.

**4.3 Request from Fund for Justice and Education to Create Program Support Fund for Media Relations and Strategic Communications Division**

The Board approved the request of the Fund for Justice and Education to create a Program Support Fund for the ABA Media Relations and Strategic Communications Division.

**4.4 Request from Division for Public Education to Join Civics Renewal Network**

The Board approved the request of the Division for Public Education to be a member of the Civics Renewal Network interorganizational consortium.

**4.5 Requests from ABA Rule of Law Initiative**

a. The Board approved the request of the ABA Rule of Law Initiative (ROLI) to enter into twenty-one Memoranda of Understanding, subject to review and approval by the ABA Office of General Counsel and signed copies filed with the Policy and Planning Division.

b. The Board deferred the request of ROLI to launch the Global Law Firm Network to obtain further information from ROLI and ABA Membership & Marketing.

c. The Board approved the request of ROLI for an updated list of Approved Countries of Operation, Donors, and Thematic Program Areas to add the Wildlife Conservation Society as a donor.

**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. **Division for Public Education:**
   
   i. to co-sponsor an annual Summer Teacher’s Institute with the Justice Anthony M. Kennedy Library and Learning Center, beginning in 2019.
   
   ii. to co-sponsor an innovative online (web and mobile) platform called Gell, whose mission is to “bring people together through civil discourse on issues that matter.”
   
   iii. to co-sponsor with the Harvard Kennedy School a Forum to mark the centennial of the 19th Amendment.
b. **Section of Environment, Energy, and Resources:**

i. to co-sponsor and make financial contributions from Section funds to the District of Columbia Bar Association’s Environment, Energy and Natural Resources Community Annual Summer Reception in 2019, 2020, and 2021.

ii. to co-sponsor, with several outside entities, non-CLE Section programs that may be held in the 2018-2019 and 2019-2020 association years.

c. **Section of International Law:** to co-sponsor Section programming with certain outside entities for the remainder of the 2019 Association year.

d. **Judicial Division National Conference of State Trial Judges:** to co-sponsor a program with the New York State Office of Court Administration Gender Fairness Committee on March 25, 2019, at Albany Law School.

e. **Section of Science & Technology Law:** to co-sponsor the International Conference on Unmanned Aircraft Systems from June 11-14, 2019 in Atlanta.

f. **Standing Committee on Public Education:** to co-sponsor with Public Square Media, a video to mark the centennial of the 19th Amendment.

g. **Center for Human Rights:** to co-sponsor a briefing on Capitol Hill on Wednesday, January 30, 2019 with the Center for Strategic and International Studies regarding the threats to the rule of law and the future of the International Commission Against Impunity in Guatemala.

**FINANCE**

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

5.1 **Standing Committee on Audit Report - Acceptance and Approval of Audited Financial Statements**

The Board accepted the consolidated financial statement, details of consolidation and other information for the years ended August 31, 2018, and 2017 as prepared by Grant Thornton, the ABA’s independent auditors. In addition, the Board approved the request to retain Grant Thornton as the ABA’s independent auditors for the year ended August 31, 2019, on the same terms and conditions for the year ended August 31, 2018.

5.2 **Request to Approve FY20 Expense Reduction Framework**

The Board approved the FY20 expense reduction framework.

5.27 **Request to Approve Revised Charter for Standing Committee on Audit**

The Board approved the request of the Standing Committee on Audit to amend its charter.