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 June 11-12, 2020, Board of Governors Meeting

DATE: June 15, 2020

Attached is the Summary of Action of the June 11-12, 2020, 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 July 2020.

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

cc: Board of Governors
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 February 14, March 11, April 7 and 30, 2020 meetings were approved. The Minutes of the Executive Committee’s February 12 and 24, March 20 and 31, April 14, and May 6 and 13, 2020 meetings 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 February 14, 2020 meeting; b) accepted the ABA/FJE restricted grants and contributions received or awarded through March 31, 2020, and not previously reported, as requested by the Association’s Financial Services Division.

The Board, sitting as members of the National Judicial College Corporation, elected the following Trustees representing the National Judicial College: Judge Leslie Hayashi of Honolulu, Hawaii; Judge Christopher Whitten of Phoenix, Arizona; and Pamela A. Bresnahan of Washington, DC.

Jed R. Mandel, Founding Partner of Chicago Law Partners, LLC, gave a presentation to the Board regarding board governance and fiduciary responsibilities.

MATTERS FOR DIRECT BOARD ACTION

2.1 The Board did not have any FY 2021 Budget Appeals to consider.

2.2 The Board received a report on the work of the Government and Public Sector Lawyers Division from Sharon Pandak, Chair, Government and Public Sector Lawyers Division.

2.3 The Board received an overview of ABA Information Technology from Peter Markos, ABA Chief Technology Officer.

2.4 The Board received reports regarding the work of the Board Committees from Hon. Frank J. Bailey, Chair of the Profession, Public Service and Diversity Committee; Lynne B. Barr, Chair of the Member Services Committee; and Kevin L. Shepherd, Chair of the Finance Committee.

2.5 The Board adopted the Consent Calendar as set forth in items 3 through 5 (except 3.3, 3.7 and 5.6) of this Summary of Action relating to the reports of the Board Committees.

2.6 After meeting in executive session, the Board reported out that William H. Neukom of Seattle, Washington, has been selected as the recipient of the 2020 ABA Medal.

2.7 In executive session, the Board discussed additional matters.
INFORMATIONAL REPORTS

2.20 The Board received a written update on the impact of the Law School Graduate Limited Law Practice Resolution approved by the Board of Governors on April 7, 2020.

MEMBER SERVICES

A. MATTERS FOR REVIEW BY THE BOARD

3.1 Requests to Amend Bylaws

a. Young Lawyers Division

The Board approved the request to amend its bylaws so that all gender binary language (she/her/hers & he/him/his) is changed to gender nonbinary terms (they/them/their).

b. Section of Legal Education and Admissions to the Bar

The Board approved the request to amend its bylaws to authorize its Council to adopt emergency policies and procedures in response to extraordinary circumstances in which compliance with the Standards would create or constitute extreme hardship for multiple law schools, subject to approval by its Council for a term certain and limited to the duration of the extraordinary circumstance.

c. Appellate Judges Conference - Appellate Judges Education Institute

The Board approved the request to amend the Appellate Judges Education Institute bylaws to include the Immediate Past-Chair of The Appellate Judges Education Institute Board of Directors (Board) as an ex-officio member of the Board.

d. Section of Litigation

The Board approved the request to amend its bylaws to update language on the processing of Section invoices and to include that language in the Section’s new Finance Charter and to update language on the requirements for in person attendance for the Advisory Committee as well as other in person requirements throughout the bylaws. These amendments are subject to approval by the Section’s Council and the Section’s membership when it meets at the 2020 Annual Meeting.

3.2 Consideration of Requests for Renewal of Technical Commenting Authority Expiring and Notifications to Serve As Reviewing Entities for These Technical Comments

a. Requests for Renewal of Technical Commenting Authority Expiring in June 2020

The Board approved the requests to renew technical commenting authority for an additional three-year period from the following sections: Administrative Law and Regulatory Practice; Antitrust Law; Business Law; Environment, Energy and Resources; Health Law; Infrastructure and Regulated Industries, Intellectual Property Law; International Law; Labor and Employment Law; Public Contract Law; Real Property, Trust and Estate Law; Taxation; and Tort Trial and Insurance Practice Law.
b. **Request for Renewal of Joint Technical Commenting Authority Expiring in 2020**

The Board approved the request from the Sections of Public Contract Law and State and Local Government Law to renew their joint technical commenting authority for an additional three-year period.

c. **Notifications to Serve as Reviewing Entities for Technical Comments**

The Board approved the requests from the following sections to serve as reviewing entities for some or all of the technical comments referenced in a. above: Administrative Law and Regulatory Practice; Antitrust Law; Business Law; Infrastructure and Regulated Industries; Intellectual Property Law; International Law; Science and Technology Law; and Taxation.

3.3 **Request from State and Local Government Law Section to Use “ABA” in Title of Publication**

The Board declined to approve the request of the State and Local Government Law Section to use “ABA” in the title of a book on community resilience.

3.4 **Request from Solo, Small Firm and General Practice Division to Extend “FirstJob” Program**

The Board approved the request of the Solo, Small Firm and General Practice Division to extend the GPSolo “FirstJob” Program through August 2022.

3.5 **Requests from President-Elect Patricia Lee Refo**

a. **Create or Continue Special Advisors**

The Board approved seven new and four additional special advisors and continued 66 special advisors for 35 entities.

b. **Create Task Force on Full-Firm Membership**

The Board approved the request to create a Task Force on Full-Firm Membership (Task Force) to focus on retention and recruitment of law firms in the ABA’s Full-Firm Membership program. The Task Force will have up to seven members, including a chair and vice-chair, and will consist of well-connected and influential lawyers working in current Full Firms and possibly other large firms.

3.6. **Request from Antitrust Law Section to Continue the International Scholar-in-Residence Program**

The Board approved the request to continue sponsoring and administering the International Scholar-in-Residence Program for fiscal years 2021-2023.

3.7 **Request to Approve Dues Increase Policy**

The Board approved the request of the Member Services Committee to amend Section B, Section and Division Dues, of Chapter II, Entity Membership Programs, of the Policy and Procedures Handbook, as amended.
3.8 Request to Modify Delegate-At-Large Campaigning Procedures

The Board approved the request to modify the Delegate-at-Large campaigning procedures for the 2020 ABA Annual Meeting due to the fact that the meeting will be conducted in a virtual format. In lieu of providing mailing labels to candidates, the ABA will distribute Campaign Statements from each candidate for Delegate-at-Large to all 2020 Annual Meeting lawyer registrants as of a defined date.

PROFESSION, PUBLIC SERVICE AND DIVERSITY

A. MATTERS FOR REVIEW BY THE BOARD

4.1 Nominations

a. National Judicial College Board of Trustees

The Board elected Pamela Bresnahan of Washington, D.C., as the ABA representative and re-elected Leslie A. Hayashi of Honolulu, Hawaii, as the Board of Governors representative and Christopher T. Whitten of Phoenix, Arizona, as the Judicial Division representative to the National Judicial College Board of Trustees for three-year terms each beginning in June 2020 and expiring in June 2023.

b. ABA Journal Board of Editors

The Board elected Arlena Barnes of Portland, Oregon, and Donald Slesnick of Coral Gables, Florida, to the ABA Journal Board of Editors for three-year terms each beginning in August 2020 and expiring in August 2023. The Board approved the request for a waiver to allow the election of Judge Herbert Dixon, Washington, D.C., for a one-year term beginning in August 2020 and expiring in August 2021. A waiver was requested because per the ABA Constitution and Bylaws, members are only permitted to be elected to two three-year terms. Judge Dixon did not complete the last year of his second term due to his election to the ABA Board of Governors.

c. International Legal Assistance Consortium

The Board re-elected Karen J. Mathis, Denver, Colorado, as the ABA representative to the International Legal Assistance Consortium for a three-year term beginning August 2020 and expiring in August 2023.

4.2 Awards

a. The Board approved the request of the Standing Committee on Armed Forces Law to establish the Law Student Writing Contest of the Standing Committee on Armed Forces Law.

b.-d. The Board approved the requests of the Antitrust Law Section to continue the Consumer Protection Committee Law Student Essay Contest and the Privacy and Information Security Committee Young Lawyer Writing Competition for FY 2021 and to establish the Fall Forum Student Writing Competition for FY 2021.

4.3 Consideration of ABA Medal

In executive session, the Board selected the recipient of the 2020 ABA Medal.
4.4 Request from Center for Human Rights to Enter Into Memorandum of Understanding

The Board approved the request of the Center for Human Rights to enter into a Memorandum of Understanding with the United Kingdom Bar of Human Rights Committee, subject to review and approval of the Memorandum of Understanding by the Office of the General Counsel, and a signed copy filed with the Division for Policy and Planning.

4.5 Request from Section of Family Law to Make Charitable Contribution to Outside Organization

The Board approved the request of the Family Law Section (Section) to contribute up to $500 from the Section’s Program Support Fund to the Jewish Family Service’s Emergency Response Fund.

4.6 Requests from ABA Rule of Law Initiative

a. Request to Renew Democracy, Rights, and Governance Initiative Memorandum of Understanding

The Board approved the request of the Rule of Law Initiative and the ABA Governmental Affairs Office to renew the Democracy, Rights, and Governance Initiative Memorandum of Understanding, subject to review and approval of the Memorandum of Understanding by the ABA Office of General Counsel and a signed copy filed with the Policy and Planning Division.

b. Enter Into Memoranda of Understanding

The Board approved the request of the Rule of Law Initiative to enter into 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, with the following organizations:

- Bosnia and Herzegovina: University of Banja Luka
- Columbia: Universidad de Rosario; University of Bucaramanga
- Myanmar: Anti-Corruption Commission of Myanmar
- Panama: Latin University of Panama; National University of Panama; ISAE University; Catholic University Santa Maria La Antigua; Metropolitan University of Education, Science and Technology; American University Panama; Interamerican University of Panama; University of the Isthmus; Columbus University Panama; Autonomous University of Chiriqui; Oteima University; International University
- Philippines: Integrated Bar of the Philippines; Commission on Human Rights
- Peru: The Judiciary of Peru, Represented by the President of the Supreme Court of Peru; The Office of the Attorney General of Peru; The Ministry of Justice and Human Rights
- United States: Lincoln Memorial University Duncan School of Law

c. Renewal of Registration of ABA in Uganda

The Board approved the request of the Rule of Law Initiative to renew registration of the ABA in Uganda.

d. Register an Independent NGO in Kenya

The Board approved the request of the Rule of Law Initiative to register as an independent NGO in Nairobi, Kenya.
B. MATTERS OF INDEPENDENT JURISDICTION

4.15 Requests for Co-Sponsorship

The Profession, Public Service and Diversity committee approved co-sponsorship requests from the following entities: (Please note: No ABA general revenue is requested or required for these co-sponsorship requests.)

a. **Section of Intellectual Property Law**: to co-sponsor, with outside entities listed on its request, committee programs that may be held in the 2020-2021 association years.

b. **Judicial Division – National Conference of the Administrative Law Judiciary**: to co-sponsor with the National Judicial College, the Cook County Department of Administrative Hearings, and the MR Bauer Foundation an educational course for administrative law judges, teaching best practices to enhance skills in fair hearing practices and procedures to take place at the ABA Chicago Offices in Fall 2020.

c. **Antitrust Law Section**:
   i. to co-sponsor with the Federal Judicial Center, the University of California Berkeley, and the University of Chicago the *Antitrust Law & Economics Institute for Judges* at the University of Chicago and the University of California Berkeley in the Fall 2021 and Fall 2022.
   
   ii. to co-sponsor with the International Competition Network (ICN) the *ICN Training on Demand* from 2021-2023.
   
   iii. to co-sponsor with state and territory offices of Attorney Generals throughout the United States the *Janet D. Steiger Fellowship Project* from 2021-2023.

d. **Litigation Section**:
   
   iv. to co-sponsor with Emerald X, LLC, the *Construction Super Conference* on December 7-9, 2020 in Las Vegas, Nevada.

e. **International Law Section**: to co-sponsor, with outside entities listed on its request, Section programming that may be held in 2020.

f. **Criminal Justice Section**: to co-sponsor with the Women’s White Collar Defense Association, the Berkeley Research Group, and the Japan Federation of Bar Associations the *International White Collar Crime and Asia Conference* in Tokyo, Japan in Fall 2021.

4.15dii The Board deferred the request of the Litigation Section to co-sponsor with the Academy of Court Appointed Masters (ACAM) the *ACAM Special Masters Training Program* on October 24, 2020 in Atlanta, Georgia, to seek further information on the co-sponsoring organization, ACAM, and to determine if entity funds will be allocated towards the program.
FINANCE

A. MATTERS FOR REVIEW BY THE BOARD

5.1 Request for CARES Act Amendments to Thrift Plan for Employees of the American Bar Association and Affiliates

The Board approved the request to ratify and confirm amendments to the Thrift Plan for Employees of the American Bar Association and Affiliates (Plan) in response to the Coronavirus Aid, Relief, and Economic Security Act, which enables 401(k) Plan sponsors to temporarily ease rules on plan withdrawals and loans through December 31, 2020 for participants adversely affected by COVID-19.

5.2 Request from Forum on Construction Law to Make Donation to ACE Mentor Program

The Board approved the request of the Forum on Construction Law (Forum) to donate $10,000 from the Forum's spending reserve to the ACE Mentor Program for the 2020-21 Bar year.

5.3 Request to Update Financial Policies in Chapters 2 and 8 of Policy and Procedures Handbook

The Board approved the request of the ABA Financial Services Division to update the ABA Policy and Procedures Handbook, Chapter 8, Finances, and Chapter 2, Expense Reimbursements sections to eliminate verbiage that is no longer relevant and to clarify and better align policy and procedures with actual practice, as amended.

5.4 Requests from Standing Committee on Audit

a. Engagement of Grant Thornton for FY 2020 Audits

The Board approved the request of the Standing Committee on Audit to retain Grant Thornton to perform the FY 2020 audit of the ABA Consolidated Financial Statements and Single Audit Plan.

b. Revised FY 2020 Internal Audit Plan and FY 2021 Proposed Internal Audit Plan

The Board approved the revised FY 2020 Internal Audit Plan and the FY 2021 Internal Audit Plan.

5.5 Consideration of FY 2021 Budget Appeals

The Board approved the appeal to the FY2021 Budget from the Standing Committee on the Federal Judiciary.

5.6 Allocation Working Group Recommendations for FY 2021 Budget

In executive session, the Board discussed recommendations from the Allocation Working Group.