



*Serving the Public. Serving the Profession.*

# **BOARD OF GOVERNORS**

## **Saturday, November 2, 2019**

### **Lake Charles, LA**

#### **\* MINUTES \***

President Robert A. Kutcher called the meeting to order at 8:55 a.m., Saturday, November 2, 2019, in Lake Charles, Louisiana. Business was conducted in accordance with the agenda below.

#### **Agenda Item 1. Roll Call**

Ms. Larsen called roll and advised that the following members, who constituted a quorum, were present:

President, Robert A. Kutcher  
President-Elect, Alainna R. Mire  
Secretary, Patrick A. Talley, Jr.  
Treasurer, Shayna L. Sonnier  
Immediate Past President, Barry H. Grodsky  
Chair, Young Lawyers Division, Scott L. Sternberg  
First Board District Representative, Darryl J. Foster  
Second Board District Representative, Stephen I. Dwyer  
Third Board District Representative, Shannon Seiler Dartez  
Fourth Board District Representative, Todd S. Clemons  
Fifth Board District Representative, Valerie T. Schexnayder  
Seventh Board District Representative, Paul L. Hurd  
Eighth Board District Representative, Patrick J. Harrington  
At-Large Member, Monique Y. Metoyer  
At-Large Member, Lynn Luker  
At-Large Member, Tina L. Suggs  
From the Faculty of Loyola University College of Law, Monica Hof Wallace  
From the Faculty of Southern University Law Center, Donald W. North  
House of Delegates Committee on Liaison Chair, Shayna Beevers Morvant  
House of Delegates Committee on Liaison Member, Jeffrey A. Riggs

Also present were:

Treasurer-Nominee, John E. McAuliffe, Jr.  
Executive Director, Loretta Larsen, CAE  
Associate Executive Director, Cheri Cotogno Grodsky

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Director of Member Outreach and Diversity, Tricia R. Pierre  
Executive Assistant, Jennifer H. France

Absent was:

First Board District Representative, Lawrence J. Centola III  
Fifth Board District Representative, Kelly M. Rabalais  
Sixth Board District Representative, Edward L. Tarpley, Jr.  
From the Louisiana State Law Institute, Zelda W. Tucker  
House of Delegates Committee on Liaison Member, Ann S. Siddall

**Agenda Item 2. Consent Calendar**

- a. **Approval of Minutes** - Consideration of approval of minutes from August 24, 2019 meeting of the Board of Governors, held in New Orleans;
- b. **Louisiana Center for Law and Civic Education** - Periodic report from the LCLCE, as required by the April 2010 cooperative endeavor agreement;

Upon motion by Ms. Sonnier and second by Ms. Schexnayder, the Board unanimously approved the Consent Calendar without discussion or debate.

**Agenda Item 3. 2020 Annual Meeting/Summer School Fee Schedule – Loretta Larsen**

Ms. Larsen reported on the proposed 2020 Annual Meeting/Summer School Fee Schedule. Upon motion by Ms. Mire and second by Ms. Metoyer, the Board unanimously approved the fee schedule as proposed, with no increases from 2019.

**Agenda item 4. LSBA Appointment to Louisiana Attorney Disciplinary Board Administrative Committee – Robert A. Kutcher**

Mr. Kutcher asked that the Board consider the reappointment of Wendy E. W. Giovingo to the LADB Administrative Committee. Upon motion by Ms. Mire and second by Ms. Sonnier, the Board unanimously approved Ms. Giovingo's reappointment.

**Agenda Item 5. Approval of Employee Retirement Contribution – Robert A. Kutcher**

Mr. Kutcher advised that the Board had previously approved the staff retirement contribution (10 percent of gross wages for eligible LSBA and JLAP employees) at the time the budget was approved but at the auditor's recommendation, needed to specifically approve such contribution prior to distribution. Upon motion by Ms. Schexnayder and second by Ms. Mire, the Board unanimously approved the contribution with Mr. Grodsky abstaining.

**Agenda Item 6. Amendments to FY 2019/2020 Budget – Shayna L. Sonnier**

Ms. Sonnier reported on the Budget Committee's November 1 meeting. She advised that the building assessment approved by the Board in FY 2018/2019 had been completed and that the Budget Committee had voted unanimously to recommend the following as a result of the

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assessment:

- That the LSBA immediately address the chiller issues as identified;
- That the LSBA immediately solicit three bids to repair the roof; and
- That the LSBA ask Gertler to prioritize the other issues identified during the assessment.

After a brief discussion and upon motion by Ms. Dartez and second by Ms. Mire, the Board unanimously approved these recommendations.

Ms. Sonnier reported that the Budget Committee recommended several amendments with an overall positive budget impact. Upon motion by Mr. Grodsky and second by Ms. Schexnayder, the Board unanimously approved the budget amendments.

Ms. Sonnier reported that the auditor, in keeping with best practices, had recommended to the LSBA that it adopt a no cash policy. After a brief discussion and upon motion by Mr. Hurd and second by Ms. Schexnayder, the Board voted unanimously to adopt a no cash policy for the LSBA.

**Agenda Item 7. Citizen Lawyer Awards – Tricia R. Pierre**

Ms. Pierre asked the Board to consider the Outreach Committee's recommendations of Tyler J. Arbour, Beau S. Brooks, Valerie Gotch Garrett, and Jason A. Matt for the Citizen Lawyer Awards. Upon motion by Ms. Mire and second by Mr. North, the Board unanimously approved the recommendations.

**Agenda Item 8. Emeritus Status and Election Schedule – Loretta Larsen**

Ms. Larsen updated the Board on Emeritus status approved by the House of Delegates in June 2019. She noted that the Supreme Court was likely interested in making a few changes to the language approved by the House. She recommended to the Board that it amend the election procedures to delay the runoff ballots until after the Midyear Meeting, which would enable a vote on any related Articles of Incorporation amendments which may be approved by the House at the January 2020 Midyear Meeting.

After a brief discussion and upon motion by Ms. Mire and second by Mr. Harrington, the Board voted unanimously to amend the election procedures to: change the date of ballot distribution from January 13 to January 27; change the voting deadline from February 10 to February 19; change the certification of results and notification of the Board of Governors from February 12 to February 20; and change the notification of candidates from February 13 to February 21.

**Agenda Item 9. Election Qualifying Report – Loretta Larsen**

Ms. Larsen reported on the current election's status including a number of vacancies in the House of Delegates. Mr. Kutcher asked that members notify him of anyone interested in being appointed to fill the vacancies and asked staff to distribute a list of all vacancies to Board members.

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**Agenda Item 10. Single Billing 2019/2020 Final Report – Loretta Larsen**

Ms. Larsen reported on billing/payment of dues and assessment for FY 2019/2020 and referred members to the written report.

**Agenda Item 11. Mandatory Continuing Legal Education – Loretta Larsen**

Ms. Larsen reported that the transition was running smoothly with very few remaining issues.

**Agenda Item 12. Judges and Lawyers Assistance Program – Alainna R. Mire and Shayna L. Sonnier**

- a. **Quarterly Report** – Ms. Mire referred members to the written report and gave a brief overview of same.
- b. **Finance Alternative Committee** – Ms. Sonnier noted that the committee is continuing to explore alternative funding sources.

**Agenda Item 13. Strategic Plan Update – Robert A. Kutcher**

Mr. Kutcher referred Board members to the Strategic Plan status report in their materials and noted that staff members are continuing to work with various volunteer groups within the LSBA to move the plan forward. Mr. Talley took a moment to commend Ms. Larsen and her staff for this implementation, and he noted that he would like to see an article published in the *Bar Journal* making members aware of these accomplishments.

**Agenda Item 14. Committee Status Report – Robert A. Kutcher**

Mr. Kutcher gave a brief report on the progress of committees during the current bar year.

**Agenda Item 15. Report of the President – Robert A. Kutcher**

- a. **Midyear Meeting** – Mr. Kutcher advised that the next Board of Governors meeting will be held Friday, January 17, in conjunction with the Midyear Meeting at the Renaissance Baton Rouge Hotel and noted that additional information would be emailed in the near future.
- b. **Committee to Review HOD Policies** – Mr. Kutcher reported that this committee had met several times and would be submitting two resolutions for consideration by the House of Delegates at its January 2020 meeting.
- c. **Spring 2020 CLE at The Greenbrier** – Mr. Kutcher encouraged Board members to attend and/or promote to others the spring 2020 CLE seminar scheduled for Wednesday, March 18 through Friday, March 20 at The Greenbrier in White Sulphur Spring, West Virginia.

**Agenda Item 16. Report of the President-Elect – Alainna R. Mire**

Ms. Mire reported that the joint dinner of LSBA and LBF boards during the Midyear Meeting, hosted this year by LBF, would be held on Friday, January 17, at Mansur's on the Boulevard.

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**Agenda Item 17. Report of the Secretary – Patrick A. Talley, Jr.**  
Mr. Talley waived his report.

**Agenda Item 18. Report of the Treasurer – Shayna L. Sonnier**  
Ms. Sonnier advised she had no further report as all items had been covered elsewhere on the agenda. She announced that the Southwest Bar's Gumbo and Chili Cookoff was scheduled for today (November 2) and encouraged Board members to consider attending after the meeting adjourned.

**Agenda Item 19. Report of the Immediate Past President – Barry H. Grodsky**  
Mr. Grodsky waived his report.

**Agenda Item 20. Report of the Young Lawyers Division Chair – Scott L. Sternberg**  
Mr. Sternberg announced the election of Danielle Borel to YLD Secretary, Carrie Jones to Chair, and Graham Ryan to Chair-Elect. Mr. Sternberg noted that the YLD would likely propose a resolution at the Midyear Meeting asking for lactation rooms in courthouses to accommodate breastfeeding mothers. He added that there was great participation in the mock trial in Gonzales, and noted that the Young Lawyer awards will be presented at the Midyear Meeting.

**Agenda Item 21. Report of the Executive Director – Loretta Larsen**  
Ms. Larsen waived her report.

**Agenda Item 22. Report of the Associate Executive Director – Cheri Cotogno Grodsky**  
Ms. Grodsky referred members to her written report.

**Agenda Item 23. Departmental Reports**

**a. Member Outreach and Diversity**

Ms. Pierre referred members to her written report. She announced the continuation of the Member Outreach CLE Series and asked Board members to let her know if they would like to schedule a program in their respective areas.

**b. Access to Justice**

Mr. Mollere referred members to his written report.

**Agenda Item 24. Other Matters**

Mr. Kutcher announced that the New York, New York Multi-Topic CLE will be held Saturday, November 23, 2019 through Tuesday, November 26, 2019 in New York City and encouraged Board members to attend and/or encourage others to do so.

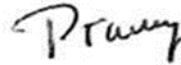
At 9:37 a.m., Ms. Mire moved that the Board go into Executive Session to discuss pending litigation, which motion was seconded by Mr. Grodsky. The Executive Session began at 9:38 a.m.

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and ended at 9:44 a.m.

Upon motion by Mr. Grodsky and second by Ms. Mire, the meeting was adjourned at 9:45 a.m.

Respectfully Submitted:

A handwritten signature in black ink, appearing to read "Patrick A. Talley, Jr.", written in a cursive style.

Patrick A. Talley, Jr.  
Secretary

**APPROVED BY BOARD OF GOVERNORS  
JANUARY 17, 2020  
BATON ROUGE, LA**