

NEW HAMPSHIRE BAR ASSOCIATION  
BOARD OF GOVERNORS MEETING  
REMOTE  
October 15, 2020  
MINUTES

Present for all or part of the meeting were:

Daniel E. Will  
Richard Guerriero  
Sandra L. Cabrera  
Peter E. Hutchins  
Christine M. Hanisco  
Cathy Shanelaris  
Kathleen M. Mahan  
James Shepard  
Jason B. Dennis  
Jesse W. Friedman  
Leslie M. Leonard  
Joseph D. Steinfield  
Marcie A. Hornick

Donald H. Sienkiewicz  
Jonathan M. Eck  
Christopher T. Regan  
Geoffrey M. Gallagher  
Jennifer L. Parent  
Heather A. Cherniske  
Hon. James Bassett  
George R. Moore  
Joanne Hinnendael  
Lynne Sabean  
Deborah Hawkins  
Allison Borowy

A Go to Meeting notice reminder, a link to the agenda and related materials were emailed to all Governors on October 9<sup>th</sup>. Additional materials were noticed and posted on October 14<sup>th</sup>. The agenda is duplicated below in the order of consideration of agenda items. Unless otherwise noted, all motions reported are deemed to have been appropriately proposed, seconded and voted upon by those present.

A. Call to Order

Dan Will

President Dan Will called the meeting to order at 4:05 p.m.

**REGULAR BUSINESS – CONSENT ITEMS**

B. Membership Status Changes for September 2020

Paula Lewis

The membership changes were accepted as presented and are attached as a permanent part of these minutes.

C. Minutes of September 10, 2020 Meeting

Robert Howard

The minutes were approved as presented.

**ACTION**

On motion to approve the consent items. Passed. Unanimously.

**PRESENTATION / DISCUSSION / ACTION ITEMS**

D. Approval of Dues Waiver Requests

George Moore

Executive Director George Moore shared that Director of Business Operations Paula Lewis's father passed earlier this week. Therefore there is no Treasurer's Report for this meeting. It will be made

available to the board in the next week or so. He encouraged board members to contact he or Paula if they have questions. George shared that overall, the finances are in good order.

George presented the report from the waiver committee that was provided to the board with the meeting materials.

**ACTION**

On motion to approve the Waiver Committee's report as presented. Passed. Unanimously.

The report is included as an attachment to these minutes.

**E. Independent Auditors Policy – revision**

George Moore

Executive Directors George Moore presented the suggested revision to this policy and explained the reasoning behind it. The current policy requires the NHBA to undertake a formal competitive bid process at least every 6 years. In the next year, we anticipate two significant financial events, and feel that keeping the same auditing firm would be to the association's advantage. The first event is the financial closing of accounts of the NH Insurance Agency. That will take place next year. The second event is the merger of Pro Bono Referral System and LARC is scheduled to happen next year and will involve the closing of the Pro Bono Referral System accounts presently maintained by the NHBA. These activities will be much easier, more transparent and less expensive for the association if we stay with our current auditors.

The revision to the current policy consists of the addition of the following language. *"If circumstances warrant an extension of the six-year period, such circumstances will be brought to the NHBA Board of Governors for review and approval of requested extension."*

The revised policy is attached to these minutes.

**ACTION**

On motion to adopt the revision to the current auditors policy, and to approve the extension of the contract of our current auditors (O'Connor and Drew). Passed. Unanimously

**F. Treasurer's Report**

Peter Hutchins/Paula Lewis

The treasurer's report will be forwarded to the board in the next week.

**G. Waivers**

1. Process during July and August – continued discussion

Dan Will/George Moore

Executive Director George Moore discussed the two changes being proposed. The first is to remove the requirement that a waiver request must be made within 60 days of the membership dues billing. The reasoning behind this change is to make the license renewal rules more consistent with reality. The committee has never historically followed the 60-day limitation. As noted in the material provided to the board, this limit has never been enforced, and there is no 60-day time limitation set by either the Supreme Court or the NHMCLE board.

The second change, discussed by Director of Business Operations Paula Lewis at the September Board Orientation meeting, involved the issue of timing with the granting of waiver requests. Currently, the Board of Governors needs to approve the waivers before they are final, and they don't meet over the summer. It is suggested that the process be changed to make the waiver committee decision final, and the result would be presented to the board as a consent agenda item at the October meeting.

The other option, if the board prefers to keep the power to decide, is to call special meetings in July and August to approve these waivers.

President Dan Will added that the second change is more substantive.

The board discussed these proposed changes. It was suggested that the procedure be updated to include a reconsideration process.

Under the current process, Director of Business Operations Paula Lewis summarizes the financial info contained on the dues waiver application to preserve confidentiality of the member and forwards this summary to the waiver committee. Chrissy Hanisco, current waiver committee member, stated that she feels Paula gives them all the info they need to make a decision.

Some board members felt that if there is an appeal, it should contain a redacted application submitted as part of the reconsideration process.

Dan suggests that we look at the waiver process separately under Agenda Item G2.

Some board members favor a change in rules making the committee's decision final, with adding an appeal/reconsideration that goes to either the full board or the executive committee (officers). There was also an open question of what the standard of review would be -- de novo, abuse of discretion, etc.

### **ACTION**

On motion to adopt the recommendation as presented removing the 60 day limit for requesting a waiver, and that the NHBA Board of Governors accepts the decisions made by the NHBA Waiver Committee as final, and receives a list of waiver decisions made in the months of June, July and August at the October meeting, provided that a person who is denied a waiver shall have the right to make a written request for review in writing to the executive committee of the board (i.e. the officers). This request must be made within 30 days of the waiver committee decision.

Passed with 17 yes and 2 no votes.

George will insert the motion into the proposal and the board will review at the November meeting before it is final, but it will not be an action item.

Sullivan County Governor Geoffrey Sullivan spoke about his experience with the recent reconsideration of a decision for a dissatisfied member. He thinks there should be an option for a review process, and there should be a standard stated for granting reconsiderations. Further, Geoff expressed his opinion that there should be more discretion given to the waiver committee, with more equity considerations warranted. His concern is limited to giving the committee flexibility in deciding about the member's delinquency fees. Geoff felt their hands were tied by the rule, or by how the committee has interpreted the standard. He wanted to bring this issue up for discussion at today's meeting.

Other board members urged caution in considering this, as there is a need for consistent results. George asked Geoff to write something up and the board will review at the November meeting.

H. NHBA Legislation Program and replacement for retiring lobbyist George Moore  
John Macintosh- Request for Proposal (RFP)

Executive Director George Moore advised the board that the association's long-time lobbyist is retiring. John has told George that he anticipates there will be a bumper crop of bills introduced due to the COVID-shortened session this past year.

The officers have grappled with how best to replace John and think the best thing would be to find a replacement who is independent and doesn't lobby for others. George, with John's assistance, will draft up an RFP for the position and ask those interested to apply.

The idea of how much lobbying and what kind of lobbying is appropriate is an open question. John was very experienced at understanding this.

Executive Assistant, Debbie Hawkins is staff liaison to the Legislation Committee, and we have software to track the bills that are of interest to the association, but we need a representative to represent the Bar's interests at the legislature. Someone that understands the legislature would be ideal. It may be that only those firms with lobbying divisions, or a professional lobbyist will have the expertise we are looking for.

There was discussion about the flat fee payment arrangement that the bar had with John. Jennifer Parent noted that she understands the Bar paid him a flat fee so that he would only lobby for the NHBA and not take on other clients. George suggested that we have Mike Iacopino come to the November board meeting to give the board more information about John's work.

I. Creation of Appellate Law Section – action required George Moore

Executive Director George Moore called the board's attention to the materials regarding this posted on the board page. There are 41 lawyers that support the formation of this section – only 30 are required. Doreen O'Connor has submitted the necessary materials. He thinks this will be successful. The Section will need to put together a first-year action plan.

Judge Bassett stated that George is correct – he is enthusiastic about this as well, and shares that the court as a whole is supportive. There was a CLE presented about a year ago that motivated renewed

interest in such a section. This will add a resource for those attorneys that practice in this area, and he feels attorneys will find it very helpful.

Director of Professional Development, Jo Hinnendael noted that there is a plan for the first year of the Appellate Section in the materials. Doreen O'Connor has agreed to facilitate the formation. She will work with the bar's section coordinator to get this done.

**ACTION**

On Motion to thank Doreen O'Connor for her work on this and adopt this proposal to create an Appellate Section. Passed with one abstention. (Jennifer Parent – she signed the petition of support)

J. Reappointment of Jack Crisp to the New England Bar Association (NEBA) Board of Directors for 3-year term George Moore

**ACTION**

On Motion to reappoint Jack Crisp to the New England Bar Association Board of Directors. Passed. Unanimously.

K. Ethics Committee Opinion #2020-21/01 – Uncashed Trust Account Checks Dan Will

Dan spoke about this opinion and gave the board a summary.

Sullivan County Governor, Geoff Gallagher, who also sits on the NHBA Ethics Committee, noted that the committee wrote this opinion as this question used to come in fairly often. The questions usually related to witness fee checks or uncashed checks to third party vendors. The committee wrote it to try and help attorneys navigate the issue when there are small checks that attorneys need to reconcile.

L. Creation of Court System Reopening Helpline by Committee on Cooperation with the Courts George Moore

Executive Director George Moore gave the board a heads up about his initiative. This initiative came through the NHBA Committee on Cooperation with the Courts and is an effort to set up a helpline for attorneys to help them understand rules around remote operation and Court reopening. The plan is for a straightforward info gathering helpline staffed by the bar association, with ready access to a court staff person. He states that it will be closed down when COVID is behind us. A draft proposal is being evaluated, and it will be discussed at the CWC meeting on October 21<sup>st</sup>.

M. President's Report Dan Will  
1. Status Update on Diversity

Talesha Saint-Marc has agreed to chair this committee. Dan is working with her to populate it. Heather Cherniske, Jason Dennis and Sandra Cabrera will be the board representatives on the committee. They are reaching out to several others to solicit members for the committee. Dan is hopeful he will have the committee populated within a few weeks.

2. ABA Bar Association Delegate Opening

The ABA has two governing groups, a Board of Directors and the House of Delegates. Current NH State Delegate Russell Hilliard has been appointed to the ABA Board of Directors. Current NHBA Association Delegate, Jennifer Parent, has been appointed to complete Russ' term as the State Delegate. This leaves a vacancy in NHBA Association delegate. There is not a particular process for filling this seat, but Dan is proposing to the board that any interested parties contact Dan. We plan to put out a call for volunteers in the ebulletin, and then will bring the choice to the board. This will be an appointment to fill the seat for the remainder of Jennifer Parent's 3-year term, which is up in April of 2022. Thereafter we will accept petitions for the next 3-year Association Delegate term.

Jennifer noted that Russ has already taken the seat on the ABA board, and she has officially been appointed complete his term as State Delegate. She spoke about how a similar vacancy was filled in 2015.

#### N. Executive Director's Report

George Moore

##### 1. Update on Status of Mental Health Questions on Bar Application

George updated the board on the issue of removal of the mental health questions from the New Hampshire Character and Fitness Questionnaire that was discussed at the May 2020 Board of Governors Meeting in response to a letter received from Senator Maggie Hassan. The board delayed taking a stance on this and asked George to research the issue and come back to the board with more information. In June of this year, the Supreme Court Committee on Character and Fitness made the decision to eliminate the questions concerning mental health from the NH bar admission application.

##### 2. Appointment of Samantha Elliot and Emily Rice effective 11/18 to new LARC Board – action needed

George stated that this is an important appointment, related to the work being done by a statewide legal services planning group that is currently working on the merger of Pro Bono, and LARC into one organization.

LARC and NHLA presently have interlocking governing boards, and in order to make the merger happen, the two boards need to be disengaged. These appointments are being sought now, as the two boards will be separated on November 18<sup>th</sup>. The lawyer members of the LARC board need to be approved by the NHBA Board of Governors.

Samantha Elliot and Emily Rice have agreed to serve on this new LARC board. Once the merger happens, they will be added to the larger board of the new organization, along with members from the Pro Bono governing board

#### **ACTION**

On motion to approve the appointment of Samantha Elliot and Emily Rice effective 11/18 to new LARC Board. Passed unanimously.

##### 3. Preliminary COVID Survey Results

Lynne Sabeau

Director of Marketing and Communications, Lynne Sabean shared that the idea for this survey came from comments she heard at the board orientation in September. She decided we needed to survey our members to determine how and where the NHBA could best help them.

Lynne came up with two areas of inquiry, using open-ended questions, flipping the way surveys are typically done. The survey asked members two main questions; What is the single most important COVID-19 issue members were facing and what is the single most important thing the at the NHBA could do to help them.

The open-ended questions made tabulating the results challenging. Approximately 250 responses were received. Lynne sent the draft executive summary to George last week and hopes to distribute to board next week. There will also be a short article in the October Bar News.

The single most important COVID challenges that attorneys were most concerned with were the effect of court closures, remote work, (including supervising children not in school and lack of meeting space), the financial impact of the shutdown, client management, work-life balance and health.

The court- related issues cited most frequently were courthouse closings, no jury trials, and the perceived inefficiency of the current system, with the way scheduling is done and remote hearings are conducted.

There were several themes noted amongst the responses received to the open-ended question regarding the single most important thing the NHBA can do to help our members which included conveying court information, CLEs and member benefits. Reopening the courts was by far the single most useful thing members thought that the NHBA could do to help them at this time. Other things mentioned were jury trial alternatives, scheduling, procedures and flexibility. It was noted that the NHBA has no control over most of these, but the information was passed along to the courts.

Finally, a notable finding from the survey is that approximately 1/3 of our members are experiencing anxiety, depression and/or other mental health concerns at this time. We have reported this to NHLAP and are working closely with them to get information about the assistance LAP can provide to our members.

#### 4. Second Survey on Court Communication and Planning

Lynne Sabean

Lynne stated that a follow-up court specific survey is being considered for the future.

##### O. Old Business, if any

There was no old business to be addressed.

##### P. New Business, if any

George urged the board to review the Dispute Resolution Committee articles posted on the board page as part of the materials for this meeting.

## Forums

There was a general discussion about the NHBA's replacement of the former Section listserv pages with forums.

George stated that the association shifted to forums as list servs have no security and the bar was being blacklisted by internet service providers (ISP'S) which would prevent our communications from being received by our members.

Director of Professional Development, Joanne Hinnendael stated that there are a small group of people that don't like the forums. For most of the members in the big Sections they seem to be working. Members can call Dorene Hartford, the bar's Section Coordinator or Joanne if they are having problems. Joanne added that we reach out to those that have difficulties and try and help. There are a few things that aren't working the way we would like them to, but we working on correcting this.

Director of MarCom, Lynne Sabeau added that there are changes in the works, but due to the logistics behind our website with several companies involved, it can be tricky to make changes.

Governor-At-Large Jim Shepard praised the forums- when he posts a question, he doesn't get a bunch of out of office replies. He likes the ability to choose how much information he sees.

Q. State Update

All Board Members

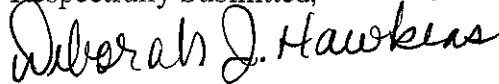
**Board members are asked to report** on issues of concern or interest for Association members that should be brought to the attention of the Board of Governors

Grafton County Governor, Marcie Hornick reported that the Commission to Address Childhood Hunger is back in action after quite a delay. She will have a full report by the November meeting. COVID created quite a problem and she will have more info on this later. Marcie was appointed by the board to this committee that was created by the NH Legislature several years ago.

R. Adjournment

The October 15, 2020 Board of Governors meeting adjourned at 5:50 p.m.

Respectfully Submitted,



Deborah J. Hawkins for  
Robert R. Howard, III, Secretary



<b>Membership Status Changes</b>	
Presented to the Board of Governors October 15, 2020	
<b><u>Active to INACTIVE:</u></b>	
17660	Gibson, Christie, Dallas, TX (Effective August 20, 2020)
1648	Maynard, Steven, Nashua, NH (Effective September 1, 2020)
271743	Reuland, Robert, Brooklyn, NY (Effective August 25, 2020)
272315	Nicewicz, Lindsey, Manchester, NH (Effective August 27, 2020)
12095	Godbout, James, Nashua, NH (Effective August 31, 2020)
16217	Cody, Leo, Billerica, MA (Effective August 11, 2020)
267756	McLaughlin, Kristen, Nashua, NH (Effective September 4, 2020)
268803	Appel, Michael, Cambridge, MA (Effective August 31, 2020)
269915	Scozzaro, Victoria, West Seneca, NY (Effective August 24, 2020)
270648	Keefe, Ian, Boston, MA (Effective September 30, 2020)
<b><u>Active to INACTIVE RETIRED:</u></b>	
266337	Bartolomei, Craig, Glen, NH (Effective October 1, 2020)
266364	Maynor, Melanie, Berlin, NH (Effective September 28, 2020)
<b><u>Inactive to ACTIVE:</u></b>	
17632	MacKinnon, Amanda, Winchester, MA (Effective September 8, 2020)
18639	Larney, Kathleen, Portsmouth, NH (Effective September 4, 2020)
270941	Gillies, Peter, Fitchburg, MA (Effective September 4, 2020)
14184	Clifford, John, Johns Island, SC (Effective September 21, 2020)
267622	Spottswood, Eleanor, Montpelier, VT (Effective September 22, 2020)
270162	Kenison-Marvin, Nathan, Ctr. Tuftonboro, NH (Effective October 1, 2020)
<b><u>Inactive to INACTIVE RETIRED:</u></b>	
10882	Pentz, John, Sudbury, MA (Effective September 2, 2020)
19838	Sabean, Lynne, Concord, NH (Effective July 31, 2020)
8788	Griffith, Misty, Concord, NH (Effective July 31, 2020)
<b><u>Inactive to RESIGNED:</u></b>	

10496	Jones, Susan, Yarmouth, ME (Effective September 9, 2020)
10589	Satter, Robert, Ogunquit, ME (Effective September 11, 2020)
267608	Morency, Kayla, Dracut, MA (Effective September 30, 2020)
2322	Sheehan, Katherine, Nashua, NH (Effective October 2, 2020)
<b><u>Honorary Active to HONORARY INACTIVE:</u></b>	
1625	Willard, Jr., Martin, Laconia, NH (Effective September 29, 2020)
<b><u>Honorary Active to DECEASED:</u></b>	
1574	Westergren, Gary, Sanbornton, NH (Effective September 17, 2020)

<b>BOG Subcommittee Action on Waiver Requests for October 15, 2020 Board of Governors Meeting</b>			
<b>Approved waiver requests:</b>			
	<b>Action</b>	<b>Payment Owed</b>	
	100% waiver of Bar dues Court fees & late fees granted	\$0.00	
<b>Denied waiver requests:</b>			
	<b>Action</b>	<b>Payment Owed</b>	
	100% waiver of Bar dues Court fees & late fees denied	\$715.00	
	100% waiver of Bar dues Court fees & late fees denied	\$100.00	

**New Hampshire Bar Association  
Board of Governors**

## **Policy on Selection of Independent Auditors**

Upon recommendation of the Board Committee on the Administration of the Bar, the Board of Governors adopts the following Policy:

An annual audit of the New Hampshire Bar Association's financial records shall be performed by an independent accounting firm for the purpose of expressing an opinion on the Association's financial statements for the fiscal year.

At least once every six years, the Association shall undertake a formal process of seeking competitive bids from several qualified accounting firms for performing the annual audit. If circumstances warrant an extension of the six-year period, such circumstances will be brought to the NHBA Board of Governors for review and approval of requested extension. The NHBA Finance Committee, acting as the Association's Audit Committee, will oversee this process, interview final candidate firms, and make a recommendation to the Board of Governors. The Board of Governors shall make the final decision.

The Executive Director is authorized to engage the firm so selected for each year's annual audit, or to initiate a competitive bid process prior to the end of the six-year period.

This policy will begin with the engagement of auditors to perform the audit of the financial statements for the year ended May 31, 2021.

Adopted by the Board of Governors September 25, 2018.  
Revised by the Board of Governors October 15, 2020