NEW HAMPSHIRE BAR ASSOCIATION
BOARD OF GOVERNORS MEETING
Thursday, November 1, 2018

MINUTES

Present for all or part of the meeting were:

David W. McGrath
Edward D. Philpot, Jr.
Daniel E. Will
Peter E. Hutchins
Robert R. Howard III
Scott H. Harris
Jonathan M. Eck
Lisa English
Danielle Y. Vanderzanden
Kristin G. Fields
James P. Cowles
Joseph Steinfeld
Marcie Hornick (phone)
Leslie C. Nixon
Donald H. Sienkiewicz

D

Susan A. Lowry

Christopher T. Regan
Lanea A. Witkus
Hon. Gary E. Hicks
Jennifer L. Parent
Andrew Hamilton (phone)
George R. Moore
Ginny Martin
Joanne Hinnendael
Jennifer Pinckney
Paula Lewis
Allison Borowy
Deborah J. Hawkins
Doreen Connor
Charles Bauer

A meeting notice reminder, a link to the preliminary agenda and related materials were emailed to all Governors on October 25th. Additional materials were distributed October 26th. 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  Dave McGrath

The regular session of the November 1, 2018 Board of Governors meeting was called to order by President David McGrath at 4:07 p.m. He welcomed new Cheshire County Governor Joseph Steinfeld, who was appointed by the board to replace Catherine Ruffle, who took a job outside of Cheshire County, and therefore could no longer serve.

B. Nomination of Dan Will for 2018-2019 President-Elect  Dave McGrath
(As called for by NHBA Bylaws Article 6, Section 3: On or before December 31st in each year, the members of the Board of Governors shall nominate a candidate for President-elect.)

ACTION
On motion to nominate Daniel E. Will as the 2019-2020 President-Elect. PASSED. Unanimously.

C. Amendments to Bylaws  George Moore

1. Recommendation to amend Article IV Section 3 on officer succession

Executive Director George Moore reported that after the past experience of a Bar Association President-Elect being appointed to the bench, and resigning. It was felt that the NHBA Bylaws should
be amended to define how succession issues within the Board leadership track should be dealt with. The proposed bylaws changes will need to be presented to the full membership for vote at the Midyear Meeting Business Meeting on February 15, 2019.

After some discussion regarding this change, an amendment was offered changing the length of time that the notice of the open position will be posted from 30 days to 45 days, as well as changing the time within which the Association will conduct a special election from 60 to 45 days.

**ACTION**

On motion to amend the suggested change in bylaws, changing the length of time that the notice of the open position will be posted from 30 days to 45 days, as well as changing the time within which the Association will conduct a special election from 60 to 45 days. PASSED. Unanimously.

**ACTION**

On motion to accept the suggested bylaw changes, as amended above. PASSED. Unanimously.

2. Discussion on amending Article IX Section 2 concerning its requirement to be on "Active" status to serve on Bar Committees

Executive Director George Moore stated that he is bringing this item for discussion and direction by the board. There have been some inactive members that have expressed interested in serving on Bar committees. The current bylaws state that members must have an "active" status to serve on a committee. After some discussion, it was decided that George would present a proposed change to the current bylaws allowing for inactive members in good standing to serve on bar committees.

D. Dispute Resolution Committee – Membership Requirements/Rule Change Charles Bauer

President Dave McGrath introduced Charlie Bauer, chair of the Dispute Resolution Committee. Chair Bauer spoke of his history with the committee, stating that he has been a member for 10 years. He praised the longtime service of past chair, William Mulvey, as well as the Bar staff that support this function. As part of assuming the role of Chair, he reviewed the existing procedures of the Dispute Resolution Committee and felt that they could be streamlined. The proposed document is 5 pages, reduced from the original 11-page document. Highlights of the changes are:

1. Delete the option of Bar provided arbitration services.

   It is felt that there isn’t a large demand; there have only been 3 cases referred to arbitration in the past 18 years. In addition, there are many outside entities that provide arbitration to which a case could be referred.

2. Change the requirement of Rule 32 Training

   In the past there has been a requirement that committee members have Rule 32 (formerly Rule 170) training. Chair Bauer believes a better process would be to have the chair and a couple of members of the committee vet those wishing to join the committee and make a recommendation to the president for appointment.
3. Change the scope of the waiver of liability

Chair Bauer believes that the former version of the procedures was too broad in granting immunity to those on the committee. Language necessitating a finding of ‘acting intentionally, willfully and with malice’ was inserted into the new document, as well as linking the committee members’ civil liability to NH RSA 490-E:5.

The board discussed these proposed changes. This agenda item was presented for discussion this month and will be presented to the board for a vote at the December meeting. George Moore, Executive Director, asked that board members submit any thoughts on the changes to him prior to the next meeting.

E. Update on NHBA Insurance Agency Purchase

Doreen Connor, Chair
NHBA Insurance Agency Board

1. Discussion of approval of sale
2. Discussion of approval of exclusive endorsement
3. Discussion of “tail” coverage

George Moore introduced Doreen Connor, chair of the NHBA Insurance Agency Board, and noted that this is a discussion item which will be brought back to the board for action at the December meeting. Doreen described the process that has taken place over the past few years. The NHBA Insurance Agency Board solicited bids and went through a review process and selected one company, Attorney Protective/Amity. She thanked Bill Satrully, a member of the NHBA Insurance Agency Board, who volunteered to negotiate the terms of the sale and draft the purchase and sales agreement as well as the endorsement agreement. The board began consideration of selling the agency a few years ago due to the upcoming retirement of its sole employee Suzanne Morand. In addition, there are now many other options for NHBA members to purchase liability insurance, which was not the case when the agency was originally created. Doreen shared details of the proposed contract, which is in the process of being finalized. This includes a proposal to convert the current agency board to a monitoring group for 5 years. The proposed buyer has received high marks from other bar associations, and are well-capitalized, and have an A++ rating. The deal has been vetted with our auditors. The sale agreement is expected to be finalized in time for presentation and vote at the December meeting. Bill Satrully will be available at that time to answer questions and discuss the agreement.

F. President’s Report

Dave McGrath

1. Midyear Meeting planning and CLE program agenda

Dave McGrath stated that he thinks we have put together a really good CLE program for the Mid-year Meeting on the 1st Amendment. He shared information about a number of the presenters. They include Mark Jackson, of the Cornell Law School, Robert McWhirter, from Arizona, an expert on the Bill of Rights, Chancellor Howard Gillman, of the University of California at Irvine, co-author with Erwin Chemerinsky of Free Speech on Campus, and Ramya Krishan of Columbia Law School, who will present on ‘The New Public Square – 1st Amendment Issues in the Digital Age’.

We recognize the challenges of presenting this topic in a non-political way. George added this will be a very interesting and provocative program.
G. Executive Director’s Report

1. NHBA Audit – Clean Report. To Finance and BOG at December 2018 meeting

George shared compliments by the audit team about financial management at the NHBA. The auditors are slated to meet with the Finance Committee in November. Their report and the Finance Committees recommendations will be presented at the December board meeting.

2. Congratulations to Bar Business Operations Staff for Attorney Compliance Work

George highlighted the complimentary emails received from the Supreme Court on the exceptional work of Paula Lewis and the Business Operations staff to decrease the number of members out of compliance. The list sent to the Court contained 68 members, 30 of those are now in compliance.

3. Replacement Hires for NHBA Staff
   i. Jonathan Lewis – Database Coordinator
   ii. Shari Colby – Marketing and PR Coordinator

George shared information about these two replacement hires.

H. New Business

Board member Peter Hutchins shared an email from a sections chair asking about changing the name of a section. This request will be routed to the Section Coordinator and will be brought to the Board for action at a later date, as appropriate.

REGULAR BUSINESS – CONSENT ITEMS

I. Report on Dues Waiver Requests

The board ratified the following actions of the Dues Waiver Committee:

<table>
<thead>
<tr>
<th>Approved waiver requests:</th>
<th>Payment Owed</th>
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<tbody>
<tr>
<td>463 100% waiver of Delinquency fees GRANTED</td>
<td>0</td>
</tr>
<tr>
<td>2116 100% waiver of Delinquency fees GRANTED</td>
<td>$25.00</td>
</tr>
<tr>
<td>2165 100% waiver of Dues / Delinquency fees GRANTED</td>
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<tr>
<td>8757 Partial waiver of Delinquency fees GRANTED</td>
<td>$250.00</td>
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<tr>
<td>13993 100% waiver of Delinquency fees GRANTED</td>
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</tr>
<tr>
<td>15351 100% waiver of Dues and Delinquency fees GRANTED</td>
<td>0</td>
</tr>
<tr>
<td>19075 100% waiver of Delinquency fees GRANTED</td>
<td>0</td>
</tr>
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J. Membership Status Changes for Sept./October 2018

The Board received the membership status changes which are attached as a permanent part of these minutes.

K. Minutes of September 25, 2018 Meeting

The board approved the minutes as presented.

L. State Update

**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

✓ Susan Lowry reported that Rockingham County Bar Association will have its holiday party on December 3rd at the Victorian Inn and encouraged board members to attend

✓ Jim Cowles shared that the Carroll County Bar Association has a meeting planned at Hobbes Brewery in Ossippee on November 8th @ 5:00 p.m.

✓ Chris Regan encouraged board members to vote on November 6th.

✓ Marcie Hornick thanked Dave McGrath and George Moore for coming to the Grafton County Bar Association Fall meeting on October 15th. The members appreciated it.
M. Adjournment

The November 1, 2018 Board of Governors Meeting adjourned at 5:10 p.m. The Board then reconvened in executive session for the purpose of interviewing a judicial nominee.

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

Membership Status Changes
Presented to the Board of Governors November 1, 2018

Active to INACTIVE:

7859 Allegretti, Daniel W., Bow, NH (effective October 9, 2018)
19369 Dibiasi, Joseph P., North Reading, MA (effective September 10, 2018)
17450 Dingley, James M., Manchester, VT (effective September 16, 2018)
270665 Hodge, Melaney G., Rockland, MA (effective September 17, 2018)
266297 Keiper, Caitlin E., Brighton, MA (effective September 10, 2018)
269040 Mason, II, Edward E., Holliston, MA (effective September 13, 2018)
18038 Mulholland, Evan J., Concord, NH (effective October 11, 2018)
1790 Moore, Douglas S., Sharon, VT (effective October 10, 2018)
18984 Sederquest, Rachel A., Chester, NH (effective October 1, 2018)
2430 Stebbins, John S., Hanover, NH, (effective June 30, 2018)

Active to INACTIVE RETIRED:

2211 Rubega, Alfred J.T., Concord, NH (effective October 1, 2018)
2488 Sullivan, Timothy J., Wolfeboro, NH (effective July 1, 2018)

Active to Full-Time Judicial:

20171 Mace, Michael C., Lebanon, NH (effective September 24, 2018)

Active to RESIGNED:
12246  Grunert, John A.K., Boston, MA (effective September 15, 2018)
268833  Triffon, Katherine A., Bronx, NY (effective September 12, 2018)

**Active to DECEASED:**

12087  Edwards, Paul V., Raleigh, NC (effective May 2, 2018)

**Inactive to ACTIVE:**

6912  Hyder, Mary Ann, South Berwick, ME (effective September 24, 2018)
822  Flynn, Patricia A., Methuen, MA (effective September 27, 2018)
17771  Jenness, Anne E., Campbell, CA (effective October 16, 2018)
18400  Pedley, David M., Denver, CO (effective October 11, 2018)
17757  Shaw, Andrea J., Gorham, ME (effective October 10, 2018)
20773  Tanner, Courtney G., Bedford, NH (effective September 18, 2018)
269648  Van Leeuwen, Diana E., Brighton, MA (effective September 27, 2018)

**Inactive to INACTIVE RETIRED:**

204  Byk, Jr., Joseph J., Peterborough, NH (effective October 15, 2018)
8822  Notargiacomo, Moira A., Woodstock, VT (effective October 1, 2018)

**Inactive to RESIGNED:**

1109  Hasco, Thomas E., Saratoga, CA (effective September 26, 2018)
14029  Newbern, Marie C., Memphis TN (effective September 9, 2018)

**Inactive Retired to RESIGNED:**

18631  Gould, Franklin E., Lebanon, NH (effective October 11, 2018)

**Suspended to DISBARRED:**

1596  Males, Jr., Stephen, Dover, NH (effective September 28, 2018)

**Honorary Active to HONORARY INACTIVE:**

1717  McManus, Anthony A., Dover, NH (effective September 1, 2018)
Honorary Inactive to DECEASED:

2185  Rogers, Arthur P., Gaithersburg, MD (effective July 16, 2017)
2518  Tateosian, John, Atkinson, NH (effective October 14, 2018)

Inactive to DECEASED:

2167  Robbins, Arthur E., North Sutton, NH (effective October 4, 2018)
19941  Webb, Charles R., Harrisville, NH (effective May, 2018)