

NEW HAMPSHIRE BAR ASSOCIATION
BOARD OF GOVERNORS MEETING
Thursday, October 27, 2016
Sheraton Harborside, Portsmouth NH
4:30 P.M.
MINUTES

Present for all or part of the meeting were:

Scott H. Harris	Catherine E. Shanelaris
Robert R. Howard III	James A. Shepard
John A. Curran	Sarah E. Lavoie
Edward D. Philpot, Jr.	Jennifer L. Parent
Christopher T. Regan	John MacIntosh
Paul W. Chant	Jeannine L. McCoy
Christopher Marshall	Denice DeStefano
Kristin G. Fields	Joanne Hinnendael
James P. Cowles	Daniel R. Wise
Richard C. Guerriero, Jr.	Paula D. Lewis
Sandra L. Cabrera	Deborah J. Hawkins
Ora Schwartzberg	Kristen E. Senz
Daniel E. Will	

A meeting notice reminder was emailed on October 11th. A preliminary agenda and related materials were emailed October 25th. Additional materials were distributed October 27th. The Agenda is duplicated below in 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.

REGULAR BUSINESS

A. Call to Order

The regular session of the October 27, 2016 was called to order at 4:45 p.m. by President-Elect Scott Harris.

PRESENTATION / DISCUSSION / ACTION ITEMS

B. Treasurer's Report/Update

▪ First Quarter Financials

Paula Lewis, Director of Finance/IT updated the board on the first quarter financials. The Bar Association is in good shape financially; items are favorable to budget. She referenced her report, distributed to the board prior to this meeting.

ACTION

On motion to accept the first quarter financial report as presented. PASSED. Unanimously.

- Draft Audited FY 2016 Financials

The draft audited financials for the FY ended 5/31/16 were distributed to the board. David Dilulis, partner, and Keith Goldie of O'Connor and Drew, PC introduced themselves to the board. They gave an overview of the audit process and their findings. The auditors commended the Bar finance staff for their work and noted they consider these to be "clean" audits. There was discussion about the current method of auditing Pro Bono, NH Bar Foundation and the NHBA as three separate entities. While general standards would suggest that, because of overlapping control of the entities, the audited financials should be presented in one combined statement, the three entities are presented separately each year. Ed Philpot clarified that the NHBA Finance Committee felt the current method was a more transparent way to present the findings.

ACTION

On motion to accept the Finance Committee's recommendation to accept the Audited Financials for FY 2016 for the NHBA, NHBA Insurance Agency, Inc. and the NH Pro Bono Referral System. PASSED. Unanimously.

C. Update of Check Signers

Paula Lewis, Director of Finance/IT introduced the proposed resolution for board approval. She noted that it covers the Bar Association and its affiliates (NH Pro Bono Referral System, NHMCLE, and the Public Protection Fund [PPF]). The PPF checks do not require two signatures. Paula explained that this resolution is needed as the prior resolution contained individual names. With several key staff changes upcoming, having the positions of the signers rather than their individual names means the resolution will not have to be redone as individual changes occur.

ACTION

On motion to accept the Board Resolution of NH Bar Association Authorizing the Signing of Checks. PASSED. Unanimously.

Note: This resolution is included as a permanent part of these minutes.

D. Court Commission on Bar Association in the 21st Century

Executive Director Jeannine McCoy updated the board on the commission's work. Both Jeannine and Paula Lewis, Director of Finance/IT have met with members of the commission. The Commission has asked for a lot of information; much has already been provided, and there is much work left to be done to assemble the remaining information. Coordinating and fulfilling information requests is consuming a good deal of staff time, which is being tracked. Commission members have expressed concern about dropping law school admissions, a reduction in the number passing the bar exam; and whether the Bar Association addressing the future needs of the profession.

E. Strategic Planning update on recommended actions items

Ed Philpot, chair of the Strategic Planning committee updated the board on the ongoing action items from the board orientation session. He referred the board to a written update distributed with the materials for this meeting. Regarding the transitions out of practice, Denice DeStefano, Assistant Executive Director is leading the work to create an inventory of available resources to be “packaged” and promoted more visably to these members. This dovetails with the continuing professional development/bar services group, which is looking at creating “micro” CLE learning opportunities in various formats. One exciting piece, according to Ed, set to start in January 2017, is one hour webcasts, that will be interactive with participants having the ability to call in. He also spoke of “micro bursts” defined as 20 – 40 minute snippets that will take the format of a specific “how to”. The CLE committee is working out the cost mechanism, as well the awarding of credits for these sessions. The last item is the legal services piece. Richard Guerriero, Cheshire County governor and member of the NHBA Ethics Committee spoke about the ongoing work to adjust the Ethics rules to enable implementation of the virtual Pro Bono initiative. Ginny Martin, Associate Executive Director for Legal Services continues work on many other steps necessary for this initiative to work so they will be ready to go live when the rule issue has been addressed..

Ed plans to call together the strategic planning committee to work on other items.

REGULAR BUSINESS-

F. President-elect’s Report

- New England Bar Association Annual Meeting - Scott noted the Connecticut-Bar-hosted meeting was thought-provoking and well done. One item he found fascinating was the neuroscience behind bias. We may continue the exploration of this at the NHBA 2017 Midyear Meeting. The NHBA’s work on technology and the future of law practice was noted several times during the session.
- Scott spoke of tomorrow’s Annual Meeting. We owe a debt to Mary Tenn for upping the content, said Harris. He predicted the meeting will be spectacular.
- June 2017 Road Race – Scott updated the board on plans for this 5K to be held in conjunction with the 2017 Annual Meeting. The location may be moved to Lancaster, with participants being bused from the Mountain View Grand in Whitefield. Details are being working out.
- Midyear Meeting 2017 – Plans are underway for another cutting-edge program. One planned topic will be the neuroscience of bias. National evidence expert Henry Lee has been retained to present.
- Ross Intelligence/NHBA Pro Bono Relationship - The NHBA is in talks with ROSS Intelligence, a company that uses A.I. (Artificial Intelligence) to assist with legal research. ROSS plans to make their system available to attorneys for legal research associated with bankruptcy cases they handle through the Pro Bono and Reduced-Fee Programs. A preview of ROSS is on tap for interested Reduced-Fee and Pro Bono bankruptcy attorneys to learn how the system works. Scott stated using technology could be a way to fill the gap in court services for the public.

G. Executive Director's Report

- October Activity Report- Jeannine referenced highlights. She spoke about the recent Leadership Academy retreat. This is the fifth class. Scott attended the retreat as well, and spoke to the class. The thirteen-member class is made up of four solo/small firm lawyers, three from large firms, and six from the public sector; a well-balanced class. Belknap County Governor Kristin Fields is a member of this class. Jeannine thanked Denice DeStefano and Lisa Boisvert for their hard work to put this event together. She also noted that October is Pro Bono month, with many activities that have kept the legal services department intensely busy. Congrats to Cathy Shanellaris, Hillsborough South Governor who was presented with the Bruce Friedman Award at a great event on Tuesday, October 25th.
- Personnel update- Work continues on hiring a Director of Strategic Communication. Jeannine shared the number of applicants and the process followed to arrive at the finalists, who met yesterday (October 26) with the management team, communications staff, and Bar leaders. It is expected that an offer will be made next week, and the person will be on board before Thanksgiving.
- 100th Anniversary of the Admission of Women to Law Practice in NH- Jennifer Parent shared that there is a celebration to commemorate this event planned for the Grappone Center in June of 2017, spearheaded by the Bar Foundation. They are looking for law firms and others to help sponsor this event. Please contact her if interested.

H. NHBA Insurance Agency update

Rob Howard

Robert Howard, board secretary, updated the Board on succession planning for the NHBA Insurance Agency. The insurance agency board has concluded that best course of action for Bar members is to sell the agency to Davis and Towle, a local insurance agency with experience serving association members similar to the NHBA. The proposal is to pay the NHBA the appraisal amount, if agreed upon, in mid-2017. Davis and Towle will continue to rent space from the Bar Association with a dedicated employee and will license the agency logo. Sue Morand will continue working for several more years with NHBA Insurance Agency under Davis and Towle ownership. The current status is that the NHBA Insurance Agency Board has selected an appraiser to evaluate the fair market value of the agency. The NHBA Auditing firm, O'Connor and Drew may also review, as they have some expertise in this area. The insurance agency board will come to the board of governors when the next action is needed. All involved are invested in maintaining and increasing the high-quality of service that has been delivered to members through the NHBA Insurance Agency Inc. It was pointed out that the monetary and service value of the Agency was preserved for the NHBA through the work of Russ Hilliard and Jeannine McCoy over a decade ago.

I. State Update

- President-Elect Scott Harris shared the news that Sullivan County governor Anthony Lenhart has changed firms and is long longer practicing in Sullivan County, and therefore may no longer hold the county governor seat. Former county governor Lanea Witkus has expressed interest in the seat. A Board appointee will serve until the next election in 2017, when the

remaining one year of the term would be on the ballot as a special election. Scott suggested that all Sullivan County members be notified to gauge interest before the board takes action.

- Governor-at-Large Ed Philpot spoke highly of the We the People program, the nationally acclaimed civic education instruction program whose local competition is coordinated by the NHBA Law Related Education program. The culminating activity is a simulated congressional hearing in which students "testify" before a panel of judges. At the high school level, schools participate in Regional and State Competitions, held in December and January each year, performing units before a panel of notable governmental and political leaders. The top performing high school team attends the National Competition in Washington, D.C. representing NH. Judges and other volunteers are needed – please contact Robin Knippers at the Bar Association if interested. "It is the *BEST* thing you can ever do", according to Ed. The district hearing date is December 9th and the state final date is January 6th.
- Grafton County governor Ora Schwartzberg shared that the Grafton County Bar Association is holding a reception for the court staff on November 16th from 5 – 8 pm. at the Lake Morey Inn, in Fairlee, VT.
- Carroll County governor Jim Cowles shared that attorney Phillip Ganem passed away and money is being raised for a memorial.

J. New Business

Executive Director Jeannine McCoy noted that as of this October Annual Meeting, President-Elect Scott Harris will take the lead in this year's shared leadership situation. She thanked Scott for the extra effort in this unusual leadership year.

REGULAR BUSINESS – CONSENT ITEMS

K. Membership Status Changes for October 2016

The **board received** Membership Status changes, which are attached as a permanent part of these minutes.

ACTION

On motion to accept the membership changes. PASSED. Unanimously.

L. Minutes of September 15, 2016 Meeting- accepted as amended (noted below.)

The board discussed the inclusion of member names in the dues waiver section of the minutes. It was decided that the practice of inclusion of the member names on the minutes in the dues waiver report would be discussed at the next board meeting.

ACTION

On motion to amend the minutes to remove the member names under section O., Report on Dues Waiver Requests. PASSED. Unanimously.

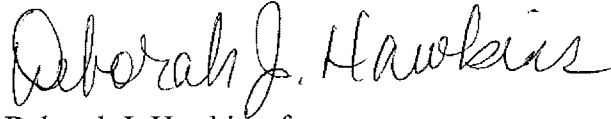
ACTION

On motion to accept the minutes as amended. PASSED. Unanimously.

ADJOURNMENT

The October 27, 2016 Board of Governors meeting adjourned at 6:25 p.m.

Respectfully submitted,



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

**BOARD RESOLUTION OF NH BAR ASSOCIATION
AUTHORIZING THE SIGNING OF CHECKS**

DULY PASSED ON OCTOBER 27, 2016

AUTHORIZING THE SIGNING OF CHECKS

WHEREAS, NH Bar Association and Affiliates (NH Pro Bono Referral System, NHMCLE and Public Protection Fund) maintains checking accounts to pay operating expenses and clear debts;

WHEREAS, the Board of Governors hereby designates and authorizes those individuals in the following positions, or equivalent position in the case of title changes, to sign NH Bar Association checks:

1. Executive Director;
2. Assistant Executive Director;
3. Director of Finance and Information Technology;
4. Associate Executive Director of Legal Services;
5. Director of Continuing Legal Education;

WHEREAS, two signatures are required for checks written over \$5,000;

WHEREAS, the Board of Governors hereby adopts the Resolution for Signing and Endorsing Checks as the instrument to properly set forth those authorized to sign checks as well as the names and offices of duly elected individuals; and

WHEREAS, individuals in the positions designated as check signer's change from time to time;

RESOLVED, that the Board of Governors hereby appoints the Secretary together with the Executive Director as authorized representatives of the NH Bar Association and its affiliates to sign corporate resolutions making changes in names of individuals in the designated positions of authorized signers to be filed with the various financial institutions.

We, the undersigned, hereby certify that the Board of Governors of the NH Bar Association is comprised of twenty-four members of whom thirteen, constituting a quorum, were present at a meeting duly and regularly called, noticed, convened and held this 27th day of October 2016, and that the foregoing Resolution was duly adopted at said meeting by the affirmative vote of 17 members, and opposed by 0 members, and that said Resolution has been duly recorded in the minutes and is in full force and effect.

Signed by Scott H. Harris, President Elect, David W. McGrath, Vice President, Peter E. Hutchins, Treasurer

NEW HAMPSHIRE BAR ASSOCIATION

Membership Status Changes

Presented to the Board of Governors October 27, 2016

Active to INACTIVE

266350 DeMartino, III, Michael J. Exeter, NH (effective September 29, 2016)
6857 Lafferty, Lawrence E., Boca Raton, FL (effective September 9, 2016)
1516 Lovejoy, Fred C., Lansing, MI (effective October 1, 2016)
11040 Steinert, Robert J., Waterford, VT (effective October 11, 2016)
20402 Tran, Hong V., Worcester, MA (effective September 21, 2016)

Active to INACTIVE RETIRED

1088 Hansen, Lorraine L., Rollinsford, NH (effective October 1, 2016)
2337 Shuchman, James A., Littleton NH (effective October 1, 2016)

Active to DECEASED

1846 Murphy, Michael Corey, Laconia, NH (effective October 5, 2016)

Inactive to ACTIVE

187 Crane, Charlotte, Chicago, IL (effective September 30, 2016)
266733 Erchull, Christopher M., Springfield, MA (effective September 28, 2016)
268006 Fitzgerald, Erin E., Manchester, NH (effective October 3, 2016)
10533 Hamer, John K., Bangor, ME (effective September 27, 2016)
10555 Harrington, Terri M., Kingston, NH (effective October 12, 2016)
266204 Laflamme, Natalie J., Concord, NH (effective September 26, 2016)
268070 McNamara, Shana M., Concord, NH (effective October 14, 2016)

Inactive to INACTIVE RETIRED

5501 Berg, David J., Milwaukee, WI (effective October 4, 2016)

Inactive to RESIGNED

4040 Bishop, Jeanne E., Skokie, IL (effective September 15, 2016)
267632 Desai, Priyanka U., Chicago, IL (effective September 29, 2016)

Inactive Retired to **RESIGNED**

2832 Fall, David R., Hanover, NH (effective September 23, 2016)

Inactive Retired to **ACTIVE**

1388 Korbey, John A., York Beach, Maine (effective September 21, 2016)
265175 Lebeck, Julian H., Haverhill, MA (effective October 4, 2016)

Military Active to **RESIGNED**

20357 Nelson, Luke R., Apple Valley, MN (effective October 1, 2016)

Inactive Retired to **DECEASED**

1971 Parker, Florence K., Saint Helena, CA (effective September 9, 2016)

Honorary Inactive to **DECEASED**

755 Engel, David C., Greenland, NH (effective September 2, 2016)
2196 Ross, Clifford J., Manchester, NH (effective October 7, 2016)
2404 Spanos, Charles V., Dover, NH (effective October 6, 2016)

Suspended to **ACTIVE**

20742 Daugherty, Michelle L., Chester, NH (effective September 1, 2016)
8227 Skarmeas, Arthur P., Topsfield, MA (effective September 1, 2016)