

NEW HAMPSHIRE BAR ASSOCIATION
BOARD OF GOVERNORS MEETING
Thursday, January 19, 2023
4:00 p.m.

**LIVE WITH REMOTE OPTION
MINUTES**

Present for all or part of the meeting were:

Susan Aileen Lowry
Paul W. Chant
Heather A. Cherniske
Lindsay B. Courtney
Jason B. Dennis
Jonathan M. Eck
Kristin G. Fields
Jesse W. Friedman
Richard Guerriero
Chrissy M. Hanisco
Justice Gary Hicks
Michael J. Iacopino, ABA Assoc. Delegate
Robert Lucic
Kathleen M. Mahan
Anthony Naro

Jennifer L. Parent, ABA State Delegate
Christopher T. Regan
Kyle D. Robidas
Barry C. Schuster
Cathy E. Shanelaris
James Shepard
Vanessa Wilson
Joshua Wyatt

George R. Moore
Megg Acquilano
Paula Lewis
Lynne Sabean
Cindy Roberts

Guest: Ryan Sheehan, O'Connor & Drew
Guest: Adam Cabral, O'Connor & Drew

A meeting notice reminder, a link to the agenda and related materials were emailed to all governors on January 13th. 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 Jonathan Eck

President Jonathan Eck called the meeting to order at 4:02pm

REGULAR BUSINESS – CONSENT ITEMS

B. Membership Status Changes for December 2022 Paula Lewis
The status changes will be attached as a permanent part of these minutes.

C. Minutes of December 15, 2022 Meeting Susan Aileen Lowry

ACTION:

On Motion to accept the consent items as presented. Passed with three abstentions, Joshua Wyatt, Tony Naro and Kristin Fields.

PRESENTATION / DISCUSSION / ACTION ITEMS

- D. Welcome to new County Governors, Tony Naro (Hills So), Joshua Wyatt (Strafford) Jonathan Eck

President, Jonathan Eck welcomed new members Tony Naro and Joshua Wyatt for the balance of the board year. If they want to continue on the Board of Governors, they will file a petition and run for election this spring.

- E. Audited Financial Statements – year ending May 31, 2022 Paula Lewis
Ryan Sheehan, O'Connor and Drew

Executive Director George Moore stated we are processing and approving the financials early this year because O'Connor and Drew's firm merged with a national accounting firm. He stated that this will make it easier for us without having to go through another peer review process by the new national firm.

Guest, Ryan Sheehan with O'Connor and Drew was also joined by Adam Cabral who over saw the day to day review the Bar audit.

Ryan stated that O'Connor and Drew has been the Bar Associations auditing firm for the last 7 year. The firm merged with Withum Smith Brow which is a national accounting firm and he stated that nothing is changing within the company.

He stated that to issue the O'Connor and Drew financial statement it would need to be done by the end of January before the firms professional licensing runs out. He said if it is processed and approved now, it will avoid going through a second internal quality control review process to save time on their side and ours. He stated that they felt it would be best to get the financials approved by the board in advance. Usually, the Bar Association presents the financials first to the Finance Committee. Once the committee approves them they are brought to the full board for approval. He stated that this year we're proposing to have Associate Executive Director for Operations Paula Lewis be proxy for the board to approve the financial statement on the board's behalf in order to meet the deadline of 1/31/23. After they are finalized, we will then present the final version to Finance Committee. The difference this year would be that they would be in final draft instead of pre-draft form. Ryan stated that there are no significant changes from last year. The timing of this year is accelerated based on their end and has nothing to do with management of the NH Bar Association.

Associate Executive Director for Business Operations, Paula Lewis stated that this process is early, but it will go through its regular process. She said it'll be marked final when the full report is submitted to the Finance Committee and then brought to the Board in April. She stated that if we wait until February the reports will have to go through another review process under Withum's name. She said this is more of an administrative task so we don't have to go through a whole additional review process. The deadline is January 31, 2023 for O'Connor and Drew to be able to sign off on the completed audit.

Paula said we are looking for the board to say that they are comfortable with us going forward with Paula approving the audited financials on behalf of the board. She said once approved we will follow the same process as previous years. She stated that in the 12 years she's been here that we haven't had any changes to any of our audited financial statements once they go to the board and the Finance Committee for approval. She asked if Ryan or Adam saw anything significant that had changed in the financial statements.

Ryan conferred with Paula. He stated that the only change for this year has been the winding down and liquidation of the former NHBA insurance agency on the financial statement. The insurance agency is being combined with the Association for financial purposes, which is being done by taking the small remaining assets from one bucket and putting them into location on the NHBA financials.

Governor at Large, Robert Lucic asked if we vote yes and if the finance committee finds something what would the process be?

Ryan stated that there would be a recall of the financials, a revision and reissue. He said we would recall the financial statement if there was a significant material difference. They would update it and send a new version.

Belknap County Governor, Jesse Friedman asked if we say no to this what does it mean to us?

Ryan stated that we would have to go through a second quality review process whereby Withum would state that the financial statements are accurate, instead of the O'Connor and Drew. He said all of the work has been done with O'Connor and Drew so they felt it would be better to issue under O'Connor and Drew license. He said if the Board were to say no we can issue the financial statements after they go through a second review process under Withum's license.

ACTION

On motion for Associate Executive Director for Operations Paula Lewis to act as our proxy to accept the financials provided by O'Connor and Drew as a final product subject to be reviewed by Finance Committee and the Board. The motion passed with one abstention, Jason Dennis.

F. Treasurer's Report

Chris Regan /Paula Lewis

Treasurer Christopher Regan stated that Paula has presented an in-depth narrative, balance sheet and the income statement. He stated that we are on target and more importantly we have more money than we have debts so we're solvent. The unrestricted cash is everything that we take in and the restricted is the reserves that we've set aside for various reasons plus the money that we're holding because we act as a collection agency for various other non NHBA entities. Chris stated that there is nothing unusual listed for liabilities. He suggested that board members review the report if they have any questions. He stated that this is only for the period through the end of November. The month after Midyear meeting, we'll have less money because of expenses incurred for the meeting, as well as continuing operating expenses.

President-Elect Paul Chant complemented Paula saying that he thinks the written report that she provides every month is phenomenal. He stated that it is a good information tool and he appreciates it.

G. Board Election Procedure and Openings

George Moore

Executive Director, George Moore referred to a section in the materials concerning Board of Governors Seats. He stated that this document lists the Board seats that are open because the present incumbent cannot run again. He states that if there is anybody who is presently in a seat on the board that is eligible to run again but does not want to run again, to please let us know as soon as possible. He said we are going to assume that you're going to continue serving for another term if you are up for re-election.

George asked the Board to look at the vacancies and think of people who would be a good candidates to fill the open positions. He stated that we also have members like Tony and Josh that just joined the board to fill a partial term for somebody else. Under our bylaws they will have to run for the office in April. He said he hopes that both of them will run for a full term.

George said the elections are going to be happening in the next few months and we need to be thinking about getting some good people on the board to replace those that will term out. He asked everyone to give it some thought and asked if anyone has any questions, suggestions or has names to let Jonathan, Paul, Kate or George know.

President, Jonathan Eck remarked that Robert Lucic's term is similar to Tony and Josh's. He commented that we have an accomplished and knowledgeable board. He stated that there has been an effort over the years to try to recruit diverse members who would make meaningful contributions. He asked that everyone please give thought about the vacant seats even if it's not your vacant seat, to consider someone who might be a fit. He said to please encourage people to pursue the open opportunities and let Jonathan, Kate or Paul know.

Jonathan encouraged people to give this subject some thought sooner rather than later. He said for those members at big firms obtaining the required petition signatures is easier than gather signatures if you're at a smaller firm. He asked members to not hesitate to reach out to other members of the board that you know and feel comfortable with to seek assistance getting signature for your nomination petition. He said to plan ahead and not leave it to the last minute.

H. Proposed changes to NH Supreme Court Rules regarding Pro Bono service by Attorneys George Moore

Executive Director, George Moore stated that there are some important rules changes that are being considered by the Supreme Court and the Supreme Court Rules Committee. The goal is to make Pro Bono Service easier and more rewarding. He stated that it's important for the Board of Governors to be aware of these changes and what may become a rule, in case they are asked by their constituents.

George indicated we are interested in hearing people's thoughts on the proposal of having voluntarily Pro Bono reporting as part of the license renewal process. He said there has been some controversy surrounding it. The Court is considering it because many other states have adopted it as a way of rewarding Pro Bono service and making sure that people who give time and effort to the program are recognized.

He stated that the change would be the addition of a voluntary question that can be answered at the time of attorney renewals. It would document how many Pro Bono hours the member completed over the past fiscal year. If the court adopts the change, it will take some time to implement before the reporting starts because we will have to change the Attorney Recording Tool probably will be implemented in June 2024.

George stated that one additional thing that the Court is considering is the possibility of giving partial CLE credits for Pro Bono work towards the 720-minute annual MCLE requirement. He said we are also looking at expanding the limited active status rule so that a member can have limited active status for \$25 a year. He said we are looking at eliminating the requirements that triggers any MCLE or trust accounting certificate requirement when taking a Pro Bono or indigent defense case.

George said the Access to Justice Commission worked on numerous other suggestions which the Court is considering. He said these changes are coming and we'd like to hear feedback from the Board as well as your peers. He asked the board to please contact him with any questions or comments.

ABA Associate Delegate, Michael Iacopino shared that he thought that the Criminal Defense Lawyers Association wrote a letter to the Court Rules Committee and has filed comments on the proposed rule. He said that he believes that they were not happy that people who would be handling indigent defense cases would be excused from the education requirements. He said that they felt that it could lead to the potential for ineffective assistance of indigent defendants who may be represented by people who are not sufficiently up to date on the law.

Justice Gary Hicks stated that he was happy to also hear comments about this subject.

Tony Naro asked for confirmation that the new rule is not to get rid of all of your MCLE credit requirements it's just that to get rid of some of them. George confirmed that is correct. He said the court would set what that number would be.

Christopher Regan asked if Justice Hicks would state what he understood the justification was for giving credits toward the MCLE requirement for the Pro Bono work. Justice Hicks responded saying that the court wants to encourage the bar's representation of people who can not otherwise have lawyers.

Susan Aileen Lowry stated that if anyone is interested in reviewing the materials submitted to the advisory board and Rules Committee that they are posted on the Court webpage. She said that if anybody wants them that she can send them a link.

I. Proposal for potential establishment of An Award for Civic Engagement Lynne Sabean

Professional Development Director, Megg Acquilano referred everyone to the description of the proposed award in the meeting materials. She said the most important feature between this award and others would be that this would be a grant award to an elementary, middle or high school educator. She said in addition we would offer a spot at the annual summer teacher training of We the People for the award winner as well as a free set of the curricular materials.

Christine Hanisco asked if she could talk more about the selection process because there was mention that it was going to be given to people who aren't teachers. She is interested in how the We the People grant would be awarded to a non-teacher recipient.

Megg said she thinks the goal is to have it be a teacher. She said we would like to grow the relationship between the school and the We the People program. She said the selection process would consist of reaching out to administrators or reaching out to school districts. She said we could contact principals to seek recommendations for the best teachers to nominate.

Executive Director, George Moore added that at the last board meeting the Board wanted further information about the proposal to review how the award would work and whether we should give out an award for Law Related Education.

He said that we are looking for some guidance from the board to see if they like the idea and its tie-in to the LRE program. He said we're looking for support to make this a more formal proposal.

Christopher Regan asked if we really want the award to be directly tied into We the People? If for some reason the program discontinues or goes into a different direction, won't this be a problem needing to be addressed in the future should it happen.

George said he thinks that could be addressed in the future if it needed. He stated that the New Hampshire Bar Association has been doing more with the We the People civics program than any of the other civics programs. We're trying to grow that program. We've done teacher training in the summer and have another 10 school districts that are trained and we're looking to continue to grow the program. This is one way to get someone else involved in the program. He stated that if things change down the road then we can switch the award to give the winners a set of materials from another program like Project Citizen.

Belknap County Governor, Jesse Friedman asked whether we could name it after a lawyer or judge.

George agreed that it could be named after a lawyer or judge such as Howie Zibel who ran the We the People program, for years when he was the as a Supreme Court Clerk.

Vice President, Kathleen Mahan stated that she liked the instant name recognition of the target audience of teachers.

Strafford County Governor, Josh Wyatt suggested that we may want to structure the grant to go to the school rather than the individual so there is not tax implication for the award winner.

ABA Association Delegate, Mike Iacopino suggested the board consider naming the award after former US Supreme Court Justice David Souter.

George stated that we don't need to decide on the name now but are looking to see if the board is in support of adding an award like this. He stated that if there is support, we will come back to the board for a vote to establish the award. He stated that he saw nods of agreement to further work on a proposal to establish the award. No formal vote was needed at present.

President-elect, Paul Chant commented that if the board is in favor of such an award, then we should also be strongly in favor of funding the award as well as funding for the programming.

President, Jonathan Eck asked George to speak briefly for the benefit of the new board members about the funding we provide for LRE.

George stated that we have a separate section within the NHBA budget for LRE. It funds various civics programs which are run by our Law Related Education Coordinator, Robin Knippers. The programs we offer are A Judge or Lawyer in Every School, Project Citizen. We're part of the New England Consortium on Law and Civics, and we conduct teacher training in the summer. He said over the last three years funding has been available again after falling off the budget a decade ago. He said there was a period of time when we were not giving as much support to LRE after federal grant money dried up. However, over the last three years we have increased the funding. It's part of our mission statement that we provide that service to the educational community in New Hampshire.

Hillsborough South County Governor, Anthony Naro stated that he would like to see the board discuss an award that recognizes the contribution by a member of the Bar to help diversify and promote equity within the Bar. He stated that when the board is thinking about creating an award it's acknowledging the behavior but also incentivizing people in the community to behave in a certain way and inspire other people. He stated that he feels it's something to consider when the board is developing an award.

George stated he appreciated Tony's comments and provided additional historical information stating the NHBA founded a committee two or three years ago specifically involving diversity and inclusion. He confirmed that it was a priority of the New Hampshire Bar Association.

President, Jonathan Eck asked Lynne, Megg and George if they received what they need for the award discussion. George confirmed that they did.

J. 150th Anniversary Update

Lynne Sabean

NHBA Director of Marketing, Communications & Member Outreach, Lynne Sabean recapped for the new members of the board that the 150th Anniversary of the Bar Association is on July 2, 2023. The Bar was founded on July 2, 1873. She shared the 4 quadrants (events, history, CLE's and service projects) that her department is using to celebrate the anniversary. She stated that within the Bar News they concerning the Speakers Bureau and the 150 minutes of Giving. She stated that they have rolled out a new mast head throughout the publication. We are working on a practitioner's profile to interview a practitioner to get her thoughts 30 years later after her first interview within the Bar News. In the February Bar News, we are doing a "where are they now" article with former Bar Presidents and Leaders. We're also speaking with an attorney 40 years after he had an oral argument to advance better access to the courts before the United States Supreme Court. They will also be highlighting the volunteer opportunities throughout the years. She spoke briefly about the 150th Anniversary Year Fund through the Bar Foundation which was launched January 18, 2023. The Fund is active and available to make donations.

K. Board of Governors Survey: Changes in practice over the past 23 years

George Moore

Executive Director George Moore, he referred the board to the materials which contain a memo from Lynne Sabian, Director of Marketing, Communications & Member Outreach stating practice goals that John Broderick set forth over two decades ago as to what the NHBA would look like, how we should improve the practice of law, and regarding the services we deliver as lawyers. George asked the board for a written narrative of everyone's thoughts on these goals whether they are still relevant or not. These comments will be used for a Bar News article.

L. President's Report

Jonathan Eck

1. February Board dinner meeting – 4:00 p.m. at Fratello's in Manchester

President Jonathan Eck announced the February Board meeting is a dinner meeting at 4:00pm at Fratello's the evening before the Mid-Year Meeting. He encouraged everyone to attend the dinner meeting as well as the MYM. He recognized Chrissy Hanisco as an award recipient at the MYM. He stated that there are several reasons why she is receiving the Vicki Bunnell Award for Community Service but also noted her consistent, thoughtful and strong participation on this board over the years. He encouraged the Board to join him to celebrate Chrissy's achievement at the MYM. He also acknowledged Governor Jim Shepard, who is also receiving an award for his public service.

Jonathan asked Executive Director, George Moore to talk about the judicial nomination that was received.

Executive Director George Moore stated that our Lobbyist, Kathy Fox contacted us to share that there is a new Circuit Court nominee. He stated that the officers and Executive Department Assistant, Cindy Roberts are in the process of trying to schedule a date for an executive session meet peer review. He stated that Chris Regan asked if the peer review could be in person this time. He stated that the candidates confirmation is scheduled for February 22, 2023. He expressed that it's good to get the process completed early.

George stated that Justice Hicks was going to be talking to the Governor's office about the procedure.

Public Sector Governor, Lindsey Courtney, stated that she and Justice Hicks need to speak about the feedback she has received from the Governor's office. She said she would be able to have some more information by the next meeting.

George stated that at the last Bench Bar Meeting Justice Hicks suggested that he would reach out to discuss with the Governor's council about including the Board of Governors peer review as a more formal part of the nomination process which goes eventually to the executive council.

Justice Hicks confirmed that he did have a conversation, but that he and Lindsey are not ready to report information until next meeting.

Jonathan added to the conversation that Chris had suggested to have the nomination meeting conducted in person. He expressed his concerns about achieving a quorum. He stated that Cindy Roberts will email to check on potential dates and asked that people indicate if they can be in Concord in person or via Zoom.

He also asked for volunteers to help with our outreach process soliciting feedback about the nominee. Mike Iacopino, Bob Lucic, Tony Naro and Heather Cherniske volunteered to make calls. He stated that each volunteer will contact four different people to give feedback on the nominee. It does not need to be in writing, but you need to report orally at the meeting about what you learned. If there is any adverse feedback or criticism of the nominee, the nominee will get a chance to address it during the meeting.

George stated that he would have Cindy Roberts send the four board members a copy of the judicial nomination policy to follow.

President, Jonathan Eck recommended making calls on a Friday afternoon which he found in the past that people are apt to have a free minute to talk.

M. Executive Director's Report
1. MYM 2023 update

George Moore

Executive Director, George Moore stated that the Midyear Meeting is open for registrations. We have more marketing to do to obtain additional attendees. The speakers and agenda are set. He encouraged all the board members to talk to their peers about the MYM. He spoke about some of the exhibitors and

their offerings. He also stated that we are fortunate to have the speaker Dana Remis, former White House Counsel to President Biden, who is from New Hampshire, speaking this year.

2. Condo improvement updates

George stated that the condo improvement project is moving forward as well as the technology improvements for the lower level. He said the consultant is helping with equipment recommendations based on our needs. He said they are hoping that Capital Construction will start the construction work in February for the Members Only Area.

Chrissy Hanisco asked if the improvements in the lower level will impact the delivery of CLE's?

George stated that we will need to work around it. He said the physical improvements are to be done first and then the technology changes will be made.

N. 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

- Governor at Large, Cathy Shanelaris commented that she would like to congratulate Chrissy Hanisco and also James Sheppard who is going to receive the L Jonathan Ross Pro Bono Award at the MYM.

O. Executive Session – Personnel Matter

The board went into Executive Session meeting at 5:19PM to discuss a personnel matter.

ACTION:

On Motion made item Passed.

P. Adjournment

The board came out of executive session, and the meeting adjourned at 6:14 pm.

Respectfully Submitted,

Cynthia Roberts

Cynthia L Roberts for Susan Aileen Lowry, Secretary

Membership Status Changes

Presented to the Board of Governors January 19, 2023

Active to INACTIVE:

- 273521 Gillis, Sydney, Manchester, NH (Effective December 1, 2022)
- 16854 Klark, Scott, W. Danville, VT (Effective November 21, 2022)
- 15385 Weikers, Ronald, Hilton Head Island, SC (Effective December 2, 2022)
- 268166 Desmet, Julianne, Merrimack, NH (Effective December 14, 2022)

Active to INACTIVE RETIRED:

- 2205 Roundy, Vicki, Barrington, NH (Effective November 30, 2022)
- 1238 Indorf, Ronald, Somersworth, NH (Effective December 1, 2022)
- 276421 Wason, Jeffrey, Manchester, NH (Effective December 13, 2022)

Active to FULL-TIME JUDICIAL:

- 20067 Cabrera, Sandra, Lancaster, NH (Effective December 30, 2022)

Active to MILITARY ACTIVE:

- 273523 Younes, Sarah, Chesapeake, VA (Effective December 6, 2022)

Active to SUSPENDED:

- 18036 Miller, Casey, Warner, NH (Effective December 7, 2022)
- 12841 Costanzo, Catherine, Boston, MA (Effective December 7, 2022)
- 638 DiCola, Michael, Litchfield, NH (Effective December 8, 2022)
- 9059 Lakin, Scott, Burlington, MA (Effective December 8, 2022)
- 19566 Martin, Matthew, Danvers, MA (Effective December 8, 2022)
- 11892 Whitney, Mark, Marblehead, MA (Effective December 12, 2022)
- 272837 Shute, Christa, Hinesburg, VT (Effective December 12, 2022)
- 266229 Norris, Anthony, Manchester, NH (Effective December 12, 2022)
- 19386 McHale, Michelle, Lynnfield, MA (Effective December 12, 2022)
- 269607 McCarthy, Brendan, Scituate, MA (Effective December 14, 2022)
- 270208 Davis, Anthony, Boston, MA (Effective December 14, 2022)

Inactive to INACTIVE RETIRED:

- 2827 Doyle, William, Joplin, MO (Effective December 7, 2022)

2468 Sullivan, Edward, Londonderry, NH (Effective January 1, 2023)

Inactive to ACTIVE:

1190 Hoover, Deborah, Hudson, OH (Effective December 13, 2022)
17876 Casale, II, Donald, Wakefield, MA (Effective December 12, 2022)
9994 Fulton, Adele, Norwich, VT (Effective December 15, 2022)
19498 Samuel, Alex, Derry, NH (Effective January 4, 2023)

Inactive to RESIGNED:

272149 Kahl, Laura, Bedford, MA (Effective December 1, 2022)

Inactive to SUSPENDED:

11269 Daniele, Julie, Marshfield, MA (Effective December 7, 2022)
19048 Cantwell, Gregory, West Hartford, CT (Effective December 7, 2022)
269336 Bigness, Andrew, Schenectady, NY (Effective December 7, 2022)
268345 Galluzzo, Heather, Scottsdale, AZ (Effective December 8, 2022)
14564 Hayes, Diane, Glenwood Springs, CO (Effective December 8, 2022)
17687 Saul, Biana, Lawrence, MA (Effective December 12, 2022)

Inactive Retired to DECEASED:

1112 Hastings, Honey, Temple, NH (Effective December 10, 2022)
18529 Ricles, Robert, Delray Beach, FL (Effective December 12, 2022)

Inactive Retired to RESIGNED:

5535 Murphy, Jill, Newburyport, MA (Effective November 30, 2022)

Inactive Retired to SUSPENDED:

13113 George, Ronald, Mount Gilead, NC (Effective December 8, 2022)
7917 Miller, George, Dennis, MA (Effective December 12, 2022)
1700 McKenney, Robert, Hudson, NH (Effective December 12, 2022)

Honorary Active to DECEASED:

16853 Taussig, Eric, Moultonboro, NH (Effective November 28, 2022)

Honorary Inactive to DECEASED:

2604 Vacco, Richard, China Village, ME (Effective August 16, 2021)

2509 Taft, Hon. Robert, Peterborough, NH (Effective December 26, 2022)

Military Active to ACTIVE:

265286 Lavallee, Jon-Daniel, Concord, NH (Effective December 19, 2022)