

MINUTES

ALABAMA STATE BAR BOARD OF BAR COMMISSIONERS MEETING

RSA Activity Center
Montgomery, Alabama

Due to the COVID-19 pandemic, this in-person meeting of the Board of Bar Commissioners was also available via video teleconference in accordance with the provisions of Section III of the First Supplemental State of Emergency: Coronavirus (COVID-19) issued by Proclamation of the Governor of the State of Alabama on March 18, 2020.

Friday, October 30, 2020

1. CALL TO ORDER

President Bob Methvin convened this meeting of the Alabama State Bar Board of Commissioners at 10:12 a.m. Commissioner Carmen Howell gave the invocation.

2. ROLL CALL

The Acting Secretary took the roll of the commission and the following commissioners were present:

Raymond L. Bell, Jr.	Edgar Black	Mark S. Boardman
Sally Bowers	Jeffrey L. Bowling	John A. Brinkley, Jr.
William H. Broome, Jr.	Brannon J. Buck	Clay Carr
Bryan E. Comer	Joel Connally	Bradley Cornett
Mark Debro	Diandra S. Debrosse	Deborah Dunsmore
Michael D. Ermert	J. Langford Floyd	Kira Y. Fonteneau
Jana Russell Garner	J. Kirkman Garrett	Anne Malatia Glass
Dana Grimes	Frederick G. Helmsing, Jr.	Erik S. Heninger
Scott B. Holmes	Carmen Howell	Richard M. Kemmer
Brett A. King	Jason P. Knight	Edwin Lamberth
William R. Lancaster	Leigh Anne Landis	Karen Laneaux
David Langston	F. Patrick Loftin	Felica Long
Donald B. Mansell	David Martin	M. Clay Martin
Clint L. Maze	LaBella S. McCallum	Rebekah K. McKinney
Bob McMillan	R. Cliff Mendheim	Kenneth Moore
J. Levi Nichols	George R. Parker	Manish H. Patel
J. Lynn Perry	Taylor T. (Tom) Perry, Jr.	Chuck Price II
Barry A. Ragsdale	John Rea	James Rebarchak
Chrissy Riddle	Jeanne Dowdle Rizzardi	Freddy Rubio
Holly Sawyer	Pat Sefton	Allison O. Skinner
Elizabeth Smithart	John A. Smyth	John T. Stamps

Andrew D. Stanley
Terri O. Tompkins

Charles C. Tatum, Jr.
C. Gibson Vance

James M. (Jimbo) Terrell

The following commissioners were absent:

Robert H. Brogden
Larry W. Morris
Mallory B. Whitley

Christy W. Graham
Amanda Porter

Tina Moon
Halron W. Turner

Also in attendance was Immediate Past President Christy Crow. Staff members in attendance were: Roman Shaul, Justin Aday, Merinda Hall, Ashley Penhale, Melissa Warnke, Megan Hughes, Michelle Shaw, Linda Lund, Hilaire Armstrong, and Autumn Caudell.

3. **APPROVAL OF THE REVISED AGENDA OF THE OCTOBER 30, 2020 BOARD MEETING**

President Methvin stated that a revised agenda of the October 30, 2020 Board Meeting had been published prior to the meeting. He asked if there were any corrections, additions or deletions.

COMMISSIONER BRINKLEY OFFERED A MOTION THAT THE AGENDA BE REVISED TO CONSIDER ADDITION OF A MEETING OF THE BOARD OF BAR COMMISSIONERS TO BE HELD IN DECEMBER 2020. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

COMMISSIONER RIZZARDI OFFERED A MOTION THAT THE AGENDA BE REVISED TO RECONSIDER THE BOARD'S PRIOR RECOMMENDATION ON STAFF COMPENSATION AND TO CONSIDER A COST OF LIVING ADJUSTMENT FOR STAFF EMPLOYED TWO YEARS OR LONGER. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

COMMISSIONER LYNN PERRY MOVED TO APPROVE THE REVISED AGENDA OF THE OCTOBER 30, 2020 BOARD MEETING. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

4. **INTRODUCTION OF GUESTS**

President Methvin recognized special guests including Associate Justice Mike Bolin, Associate Justice Will Sellers, Associate Justice Sarah Stewart, Greg Ward, editor of *The Alabama Lawyer*, Jeremy Walker, Michael Upchurch, Harlan Prater, Michael McGill, Mike Hicks and Joey Marquez.

5. **APPROVAL OF THE MINUTES OF THE MARCH 6, 2020, MAY 1, 2020, JUNE 24, 2020, AND SEPTEMBER 18, 2020 MEETINGS OF THE BOARD OF BAR COMMISSIONERS**

President Bob Methvin stated that the minutes of the March 6, 2020, May 1, 2020, June 24, 2020, and September 18, 2020 meetings of the Board of Bar Commissioners had been transcribed and circulated prior to the meeting. He asked if there were any corrections, additions or deletions. There were none.

COMMISSIONER TOM PERRY MOVED TO APPROVE THE MINUTES OF THE MARCH 6, 2020, MAY 1, 2020, JUNE 24, 2020, AND SEPTEMBER 18, 2020 MEETINGS OF THE BOARD OF BAR COMMISSIONERS. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

6. PRESIDENT'S REPORT

President Methvin stated that thoughts and prayers are with those recently impacted by Hurricane Zeta. He also reported that President-elect Taze Shepard had surgery and that Mr. Shepard's wife, Pam, reports that his recovery is going well. Mr. Methvin encouraged commissioners to reach out to Mr. Shepard to show their support as he recovers.

President Methvin stated that Phillip McCallum tendered his resignation as Executive Director of the Alabama State Bar on October 23, 2020. He recognized Mr. McCallum's service to the bar and wished him well in his future endeavors.

Mr. Methvin reported that over 18,000 bar members have completed their annual consolidated fee invoice and, of that number, 3,548 members have reported a total of 167,310 pro bono hours. He said this illustrates how much Alabama attorneys give back to the state.

President Methvin reported that he is currently formulating a search committee to recommend the next Executive Director of the Alabama State Bar. He said his goal is to have the search completed and the next Executive Director in place by April 1, 2021. Mr. Methvin recommended that the Board engage Cartography Consulting to assist the search committee in the administrative aspects of the search. After discussion, Mr. Methvin stated that he would solicit proposals from other companies and the Executive Council would select one to assist the search committee.

Mr. Methvin reported that, in accordance with Board policy, a management team consisting of the General Counsel, Assistant Executive Director and Director of Communications, is directing the operations of the bar during the vacancy in the Executive Director position. He stated that the members of the management team have recommended the addition of the Director of Finance, and that that recommendation would be considered as an action item later in the agenda.

President Methvin reported that he has given State of the Bar presentations in Houston County and Cullman County. He also reported that the Young Lawyers Section has

partnered with the Volunteer Lawyers Program to provide a disaster legal assistance line to assist those impacted by Hurricane Sally and Hurricane Zeta.

President Methvin concluded by encouraging commissioners to enjoy their service as a bar commissioner and to be respectful of each other, despite the current challenges. He stated that he looks forward to having the difficult challenges behind the commission so that it can continue forward in a positive manner.

7. **ACTING SECRETARY REPORT**

Acting Secretary Justin Aday reported to the Board that there has been no interruption in day-to-day operations of the bar or services to members since the tendered resignation of the Executive Director. He credited the bar staff for their hard work and commitment to providing a high level of service to the members of the bar.

Mr. Aday stated that licensing is going well and tracking consistent with the prior year. He reminded the Board that the bar is offering free online CLEs, with 22 courses totaling 23 CLE hours and 3 ethics hours, now available on the platform.

Mr. Aday reported that the bar continues with IT upgrades and that the first phase cutover to a cloud hosted solution will be completed by November 1. He reported that the second phase database modernization is on track and he anticipates having a draft RFP to present to the Board in the coming weeks.

Acting Secretary Aday reported that the July and September administrations of the bar exam went well and there were no incidents to report. He thanked the Supreme Court for its assistance and guidance for offering the exams in person and that Alabama did a great service to recent law graduates in offering the exam without unnecessary delay.

Mr. Aday reported that the Department of Revenue has reported that it has everything necessary to approve opening the pre-commitment period for the license plate for Lawyers Render Service, Inc. He stated that more information would be forthcoming regarding the availability of the license plate.

Mr. Aday concluded by addressing the consolidation of award deadlines for State Bar awards presented at the Annual Meeting each year. He reported that the item was removed as an agenda item because the Board had not previously set the deadlines, that the consolidated deadlines were used in 2020 and would be used going forward with the date set based on timing of publications and the Annual Meeting.

8. **RULE 7 SERIES / DIGITAL MARKETING DISCUSSION**

Michael Mogill, founder and CEO of Crisp Video, addressed the commission regarding the Rule 7 Series changes and the impact on lawyers using digital marketing. Mr. Mogill stated that the emphasis of his work is promoting lawyers and the image of lawyers through digital advertising. Mr. Mogill addressed the issue of one

entity bidding on search terms related to another entity. He stated that the practice is generally successful on a temporary basis only and that there are safeguards in place to protect any trademarked entity. Mr. Mogill said he is available to answer any question regarding digital advertising by lawyers, but that he has no specific comments regarding the proposed rule changes.

9. **UPDATE ON THE ALABAMA LAWYER MAGAZINE**

Greg Ward, editor of *The Alabama Lawyer*, addressed the Board about the possibility of delivering the magazine in a format that is usable to members who are blind or vision impaired. He reported that some research has been done on the issue and that, starting with the next issue, the magazine will be available online in a text-to-speech audio format.

10. **BLUE CROSS BLUE SHIELD PREMIUM CREDIT OPPORTUNITY**

Mike Hicks and Joey Marquez of Alliance Insurance Group, the third-party administrator of the Alabama State Bar Association Health Plan, informed the Board that Blue Cross Blue Shield is offering a premium credit on November premiums for those members participating in the association health plan. Mr. Hicks and Mr. Marquez informed the Board that they have consulted with attorneys at Maynard Cooper as to the options for the premium credit. After consultation with attorneys, the third-party administrator is recommending that the premium credit be retained as a plan asset as opposed to refunding it to the participating members. After discussion, President Methvin recommended that the credit be held in trust and that further study be done on the issue and it be discussed at a future meeting.

Commissioner Bell requested that the minutes reflect he abstained from this matter due to his law firm, Maynard Cooper, providing counsel and guidance on the matter.

11. **FY2020 FOURTH QUARTER & YEAR-END FINANCIAL REPORTS**

Director of Finance Merinda Hall presented the fourth quarter and year-end financial reports. When compared to the prior fiscal year, total State Bar Checking and Treasury fund revenues increased 1.6% and expenses decreased by 1.6%, resulting in reported surplus of \$843,000 for the fiscal year ending September 30, 2020, with \$800,000 in reserves being reinvested.

COMMISSIONER FLOYD MOVED TO APPROVE THE FOURTH QUARTER AND YEAR-END FINANCIAL REPORTS OF THE ALABAMA STATE BAR FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2020. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

12. FISCAL YEAR 2020-2021 BUDGET REVISION

Director of Finance Merinda Hall informed the Board that the Finance and Audit Committee met to consider a revision of the FY2021 budget. The committee approved revising the budget to increase professional services in anticipation of expenses associated with engaging outside legal counsel. The professional services line item was increased by \$127,000 and the reversionary amount was decreased by the same amount, with no net change in the overall budget.

COMMISSIONER LYNN PERRY MOVED TO APPROVE THE REVISION OF THE ALABAMA STATE BAR BUDGET FOR THE FISCAL YEAR ENDING SEPTEMBER 30, 2021. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

13. REAL PROPERTY, PROBATE AND TRUST SECTION BYLAWS CHANGES

Jeremy Walker, immediate past chair of the Real Property, Probate and Trust Section, informed the Board that the section has approved a comprehensive revision of its bylaws. Mr. Walker stated that the changes are necessary to allow the section to adequately plan for the future and to provide for continuity in its leadership so that the section can remain active and relevant.

COMMISSIONER MENDHEIM MOVED TO SUSPEND THE RULES AND MAKE THIS DISCUSSION ITEM AN ACTION ITEM. THE MOTION WAS SECONDED AND APPROVED BY THE NECESSARY TWO-THIRDS VOTE.

COMMISSIONER LONG MADE A MOTION TO APPROVE CHANGES TO THE BYLAWS OF THE REAL PROPERTY, PROBATE AND TRUST SECTION. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

14. EXECUTIVE SESSION

President Methvin recognized Commissioner Boardman to make a motion regarding the Board going into executive session.

COMMISSIONER BOARDMAN MOVED THAT THE BOARD GO INTO EXECUTIVE SESSION AND CERTIFIED THE FOLLOWING: "THE BAR COMMISSION CAN MEET IN EXECUTIVE SESSION TO DISCUSS THE LEGAL RAMIFICATIONS OF AND LEGAL OPTIONS FOR PENDING LITIGATION, CONTROVERSIES NOT YET LITIGATED BUT IMMINENTLY LIKELY TO BE LITIGATED, OR CONTROVERSIES IMMINENTLY LIKELY TO BE LITIGATED IF THE COMMISSION PURSUES A PROPOSED COURSE OF ACTION. ANY ACTION THE COMMISSION TAKES, HOWEVER, MUST BE DELIBERATED IN PUBLIC. THIS IS IN COMPLIANCE WITH ALABAMA CODE SECTION 36-25A-7(a)(3)." MR. BOARDMAN ESTIMATED THAT THE EXECUTIVE SESSION

WOULD LAST ONE HOUR. THE MOTION WAS SECONDED AND APPROVED UNANIMOUSLY.

At 12:05 p.m., the Board of Bar Commissioners convened in Executive Session and all non-board members were excused from the meeting for the duration of the executive session. The executive session concluded at 2:25 p.m. and the regular session resumed immediately thereafter.

Commissioner McCallum requested that the minutes reflect her recusal and absence from the regular session that convened at the conclusion of the executive session.

COMMISSIONER BOARDMAN OFFERED A MOTION TO AMEND THE AGENDA FOR A MOTION AUTHORIZING THE EXECUTIVE COUNCIL TO NEGOTIATE SEVERANCE PACKAGES. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

COMMISSIONER BOARDMAN OFFERED A MOTION THAT THE EXECUTIVE COUNCIL BE GRANTED THE AUTHORITY TO NEGOTIATE A SEVERANCE PACKAGE FOR ANY EMPLOYEE OF THE ALABAMA STATE BAR WHO HAS SUBMITTED A RESIGNATION OF EMPLOYMENT. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

15. ADDITION OF A DECEMBER MEETING OF THE BOARD OF BAR COMMISSIONERS

President Methvin recognized Commissioner Brinkley for a motion regarding the addition of a December meeting of the Board of Bar Commissioners.

COMMISSIONER BRINKLEY OFFERED A MOTION TO ADD A DECEMBER MEETING OF THE BOARD OF BAR COMMISSIONERS ON A DATE TO BE DETERMINED BY THE EXECUTIVE COUNCIL AND THAT ALL UNCONSIDERED ITEMS OF THE CURRENT AGENDA BE CARRIED FORWARD TO THE AGENDA OF THE DECEMBER MEETING. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

16. ADDITION OF DIRECTOR OF FINANCE TO MANAGEMENT TEAM

President Methvin stated that there was previous discussion about the addition of the Director of Finance to the Management Team that is making decisions about the day-to-day operations of the bar during the vacancy in the Executive Director position.

COMMISSIONER ERMERT OFFERED A MOTION TO ADD THE DIRECTOR OF FINANCE TO THE MANAGEMENT TEAM AS A FULL VOTING MEMBER. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

17. **APPROVAL OF FY2021-2022 BUDGET**

President Methvin stated that the FY2022 budget, totaling \$6.696 million and representing a 1.7% decrease over the prior year, was previously presented and discussed and that it must be approved in order to be submitted to the State Budget Office.

COMMISSIONER BELL MOVED TO APPROVE THE BUDGET AS PRESENTED. THE MOTION WAS SECONDED AND UNANIMOUSLY APPROVED.

18. **ADJOURNMENT**

President Methvin asked if there was any further business to come before the commission. There being no further business to come before the commission, a motion was made and duly seconded to adjourn. The motion was unanimously approved by and the meeting was adjourned at 2:38 p.m.



Robert G. Methvin, Jr., President
Alabama State Bar

ATTEST:

Justin C. Aday, Acting Secretary
Alabama State Bar