

SCWLA Board Meeting Minutes

December 13, 2018

In-Person – Columbia, SC

Board Members attending: *In- person:* Allyce Bailey, Sheila Willis, Amie Clifford and Mary Beth Pfister; *via phone:* Molly Cherry, Julie Moose, Kristen Nichols, Nancy Olah, Bhumi Patel, Laura Paton, Richele Taylor, Ayesha T. Washington

Board Members absent, excused: Ashley Cuttino

Board Members absent, unexcused: Mary LaFave, Marguerite Willis, Margie Pizarro and Liz Zeck

Others in Attendance: Mikki Lindler

I. Call to Order

President Sheila Willis called the meeting to order at approximately 12:03 p.m.

II. Recognition

President Willis recognized Amie Clifford for her upcoming leadership of the organization. She also recognized Stephanie Nye and Johanna Valenzuela for planning the Conference.

Amie Clifford recognized Sheila Willis for her 2018 leadership of the Association.

Ayesha T. Washington recognized Mary Beth Pfister for coordinating the 2019 sponsorship solicitation.

III. Approval of Past Meeting Minutes (August 23 & October 18)

President Willis called for any corrections to the minutes from the board meetings of 8/23/18 and 10/18/18. There were no corrections to 8/23/18 minutes. A motion was made and seconded. The motion carried.

As to the 10/18/18 minutes, the only change requested was to reflect that Emily Boatright attended as Sea Island Regional Representative. Additionally, Liz Zeck did not attend the meeting. With those corrections, there was a motion and a second to approve all sets of minutes, and the motion carried.

IV. President's Report

President Willis traveled to Charleston to attend the Lowcountry Region's Breakfast meeting. She met members who were excited about how SCWLA has progressed and suggested programming that were consistent with those programs presented during the conference.

President Willis also met with the SC Bar's Diversity Committee to host a Good Guy's Program which will recognize men making true advancements for women. The goal is to have high level

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men in corporate and government positions to serve on a panel. President Willis advised the Board that the ABA Young Lawyers will submit a resolution to House of Delegates to adopt lactation rooms at courthouses. If the resolution passes, it would be a good opportunity for SCWLA to be at the forefront of that initiative in South Carolina.

President Willis noted two additional items. The Conference was over budget which will be discussed in more detail in the Treasurer's Report. She also noted she met with Dean Wilcox regarding a portrait in honor of Sarah Leverette.

V. Treasurer's Report

Treasurer Mary Beth Pfister reported the Conference went over budget by a significant amount. Additionally, the Budget overestimated the revenues from the Conference. She recommended the Treasurer participate in spending decisions both for Conference and Regional programming so that approval of items over budget can be monitored more closely. Despite the conference being over budget, the Association is still in good standing. Only a portion of the budgeted transfer amount from savings will be used. Specifically, \$16K of the \$26K will be transferred.

VI. Executive Committee Election

The Nominating Committee has slated the following Board members as officers for 2019: President, Amie Clifford, President-Elect Mary Beth Pfister, Treasurer Ayesha T. Washington, and Secretary Nancy Olah. A motion was made to accept the slate of officers for the position of President-Elect, Treasurer and Secretary. Motion carried.

As of the recent election, all regions will be represented on the Board. The results of the election for the Board of Directors are Johanna Valenzuela, Jazmine Smith, Emily Boatright, Jackie Edgerton, Leah Cromer, Karen Huelson and Austin Bruner.

VII. Board Commitment Form Discussion

Nancy Olah reiterated the importance of the Board Commitment Form. She explained the Commitment Letter was designed to inform Board Members what is expected of them as board members. It is important that the commitment letters be executed by 100% of the Board. Board members were asked to execute the Commitment Letter by January's Board meeting. New Board members will receive the Commitment letter in advance of January's meeting.

VIII. 2019 Budget Approval

Amie Clifford reviewed each line item of the proposed Budget. Specifically, she explained the projected income and expenses associated with the Regional CLEs and State House Day. She noted the regional CLEs would replace the Annual Conference. The goal of State House Day is not to take a political position but rather allow the Association to have a presence and influence at the State House. Amie further explained that the proposed Budget allows for the funding of a comprehensive study on the status of women lawyers in South Carolina. A motion was made to approve the 2019 Proposed Budget and the motion carried.

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IX. Committee Reports

Reports were submitted in advance by the Bylaws Committee, Governance Committee, POWER Committee, Pee Dee Region, Olde English Region, Military Committee, Finance Committee, and Midlands Region.

Bylaws Committee

Julie Moose and Nancy Olah of the Governance Committee explained the amendments to the Bylaws that were distributed to the Board on October 18, 2018. Upon motion, second, and vote, the Association's Bylaws were amended as follows:

Section 1. Election of the Board of Directors Nominations.

(a) Openings for the at-large and regional Director positions on the Board for the upcoming calendar year shall be announced to the membership no later than October 1st. Any eligible member who wishes to volunteer may nominate themselves or others by completing the appropriate nomination form ~~be included on the ballot for one of these positions must submit a nominating petition signed by 5 members in good standing of the Association~~ no later than October 15th.

Members who are currently serving as Directors and who wish to be included for consideration should complete the appropriate nominating form ~~on the ballot for re-election need shall submit a nominating petition signed by 5 members in good standing of the Association~~ no later than October 15th.

The Association shall make a form nominating petition available on its website for members to use.

(b) By November 1, the Nominating Committee, as constituted in Article 6, Section 4, shall formulate a slate of nominees which will be presented to the membership for voting.

(c) Individuals not appearing on the slate but who wish to be added to the ballot must submit a nominating petition signed by 10 members in good standing with the Association no later than November 13 to the Chair of the Nominating Committee and the Executive Director.

Section 2. Ballot; Voting.

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The nominations period shall close by the 15th of October. A ballot containing the nominees shall be sent to each regular Member via mail and/or e-mail by November 15 ~~October 16th~~ of each year. All regular Members in good standing shall have the right to vote for the at-large Directors and regional Director for their Region from the candidates including on the ballot or for any regular Member in good standing they may wish to write it. Ballots must be returned to the Executive Director by November ~~October~~ 30th. All ballots shall be tabulated by the Executive Director. Results of the election shall be promptly announced.

POWER Committee

Laura Paton announced she is staying on the Committee but will not serve as chair. The committee currently plans to have a Spring or Summer collaboration with a community partner. Amie Clifford suggested the committee consider expungements as a goal for 2019. She explained the committee should use legal skills to help the community since other organizations offer services.

Olde English Region

Nancy Olah announced her region did not use all of its budgeted funds for 2018. A brief discussion was had regarding the regions use of funds for membership programming.

Finance Committee

Mary Beth Pfister reported that the 2018 goals for the committee did not go as planned given she was essentially a committee of one person which proved difficult with her additional duties as Treasures. She proposed staying on as chair of committee as President-Elect. She further desires to maintain the current operational plan for annual sponsorship request. She has identified target firms for the 2019 annual sponsorship request and plans to get letters out in the upcoming week.

Governance Committee

Nancy Olah reiterated the need for Board members to execute and submit the Commitment Letters. She further advised the Board had 100% participation in the Board Survey. The committee with use result to create a future assessment. The goal of next assessment is to have Board members thinking of how the Association is accomplishing its goals.

X. Old Business

All Old Business was address during Committee Reports.

XI. New Business

a. Sarah Leverette Portrait Solicitation

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President Willis updated the Board on her communications with Dean Wilcox regarding the portrait solicitation in honor of Sarah Leverette. There are currently three other organizations doing a solicitation in Sarah's honor. The Board discussed doing a campaign in the amount of \$25K in honor of Sarah. A motion was made to proceed with the campaign. Upon vote, the motion carried.

b. Advisory Board

Amie Clifford noted that the Bylaws allow for the creation of an Advisory Board. She desires to establish the Advisory Board during her leadership of the Association.

XII. Next Meeting

The next meeting date will be announced next week.

XIII. Adjournment

All business being concluded, the meeting was adjourned at 2:09 p.m.