

Oregon State Bar
Meeting of the Board of Governors
November 18, 2023
Surf Sand Resort
Cannon Beach, OR
Open Session Agenda

President Lee Ann Donaldson called the open session meeting to order at 12:30 p.m. on November 18, 2023. The meeting adjourned at 4:21 p.m. Members present in-person and by videoconference or teleconference from the Board of Governors were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Kamron Graham, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, David Rosen, and Tasha Winkler. Not present were Stephanie Engelsman and Rob Milesnick. Staff present in-person or by videoconference or teleconference were Cassandra Dyke, Ankur Doshi, Keren Farkas, Susan Grabe Helen Hirschbiel, JB Kim, Joanna Knee, Eric McClendon, Catherine Petrecca, Mike Williams, Kateri Walsh, and Amy Zubko. Members from Professional Liabilities Fund were Megan Livermore, Heather Bowman, and Michelle Johansen. Members of the public present were Sean Pank, ONLD Chair, Megan Houlihan, Eddie Passadoré, Rob Welsh, Kyle Sciuchetti, Nik Yanchar, and Michael Purcell.

[BOG Meeting Rules](#)

Saturday, November 18, 2023 12:30 p.m.

1. Call to Order

2. 2023 President [Lee Ann Donaldson]

- A. Confirmation of David Rosen as 2024 President Inform

Lee Ann Donaldson confirmed David Rosen as 2024 President.

3. Nominating Committee [David Rosen]

- A. Confirmation of Myah Kehoe as 2024 President-Elect Inform

David Rosen confirmed Myah Kehoe as the 2024 President-Elect

4. Strategic Areas of Focus

- A. 2023 Year in Review – BOG Areas of Focus for 2023 Inform **Exhibit**

Lee Ann recognized how much the board has done this year. The list of things accomplished was expansive. She gave a huge thank you to the board members and the staff that helped them go smoothly this year.

5. BOG Committees

- A. Policy and Governance Committee [Dave Rosen]
1. Restructuring the Pro Bono Committee Action **Exhibit**

David Rosen presented the reasons for changing the Pro Bono Committee into a Free Legal Answers Advisory Committee. The Pro Bono Committee has had discussions about the struggles that they are having with lack of focus for the group. Quorum for the committee was only made once in 2022. The ABA's Free Legal Answers Program (FLA) was launched in October of 2022. The Pro Bono Committee has asked they be restructured to Free Legal Answers Advisory Committee.

MOTION: to approve the Policy and Governance Committee's recommendation to transition the Pro Bono Committee into the Free Legal Answers Advisory Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

2. Approval of Bar Rules of Procedure

Action **Exhibit**

David Rosen presented the changes to the Bar Rules of Procedure that were discussed at the September 2023 meeting.

MOTION: to adopt changes to the Bar Rules of Procedures. Policy and Governance Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

3. Amendments to Oregon RPC-LP 1.2, 1.8, and 8.4

Action **Exhibit**

David Rosen presented the amendments to the Rules of Professional Conduct for Licensed Paralegals. The House of Delegates approved amendments to the Rules of Professional Conduct 1.2(d), 1.8(e), and 8.4 (a)(7) and in order to keep the RPC-LPs congruent the board should consider these amendments.

MOTION: to adopt the amendments to the Rules of Professional Conduct for Licensed Paralegals 1.2, 1.8., and 8.4. Policy and Governance Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

4. BOG Quorum Requirement

Action **Exhibit**

David Rosen presented information on pursuing an amendment to ORS 9.080 in the 2025 session to remove the two-thirds quorum requirement for the OSB Board of Governors.

MOTION: to pursue an amendment to ORS 9.080(3) to remove the two-thirds quorum requirement. Policy and Governance Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez,

Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

B. Budget & Finance Committee [Chris Cauble]

1. 2024 Budget Approval

Action **Exhibit**

Chris Cauble presented the 2024 Budget for Oregon State Bar.

MOTION: to approve the 2024 Budget as presented. Budget and Finance Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

2. 2024 Section Fee Increase & Waivers

Action **Exhibit**

Chris Cauble presented information about sections who were seeking a waiver for budgets exceeding the two-year carryover limit referenced in OSB Policy 14.400 (a) and (b). Those included are Cannabis & Psychedelics Law, Criminal Law, Diversity, Intellectual Property, Litigation, and Sustainable Futures.

Chris Cauble presented information about Sections asking for dues increases. Those included Estate Planning Admin Section, Cannabis & Psychedelics Section, and the Workers' Compensation Section.

MOTION: to approve the waivers and dues increase requests from the sections. Budget and Finance Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

3. Approval of Auditor for 2023 Financial Statements

Action **Exhibit**

Chris Cauble asked the board to approve the appointment of Moss Adams LLP for the 2023 Financial Statements audit.

MOTION: to approve the appointment of Moss Adams LLP as Auditor for 2023. Budget and Finance Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

4. September 30, 2023, Financial Report

Inform **Exhibit**

Chris Cauble presented a financial update for the bar through September 30, 2023.

C. Public Affairs Committee [Gabe Chase]

1. Approve OSB Priorities for 2024

Action **Exhibit**

Gabe Chase presented the Public Affairs Committee recommendations for the 2024 Legislative Priorities.

MOTION: to approve the 2024 Legislative Priorities. Public Affairs Committee Motion; No second needed.

Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

2. Approve OSB Legislative Session Guidelines for 2024

Action **Exhibit**

Gabe Chase presented the Public Affairs Committee recommendations for the 2024 Legislative Session Guidelines.

MOTION: to approve the 2024 Legislative Guidelines. Committee Motion; No second needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

3. Legislative Update

Inform

Gabe Chase gave an update on the Legislative issues that may affect the Oregon State Bar and the Board.

D. Board Development Committee [Joseph Hesbrook]

1. PLF BOD appointments for 2024

Action **Exhibit**

Joseph Hesbrook presented the recommendation from the PLF for appointments to their board along with the consent agenda memo regarding other committee appointments.

It was noted that Jordan Cunnings has a conflict in serving on the Legal Services Program Committee. Ryan made a friendly amendment to remove Jordan Cunnings and replace that recommendation with Audrey Faunce to the Legal Services Program Committee. Joseph Hesbrook seconded the friendly amendment.

MOTION: to approve the Legal Services Program Committee Appointments as amended above. Board Development Committee Motion; No seconded needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. John Marandas abstained. The motion passes.

MOTION: to approve all other committee, board, and councils' appointment including the PLF BOD appointments. Board Committee Motion; No seconded needed. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.

6. Professional Liability Fund [Megan Livermore]

- A. 2023 September 30 Financial Statements Inform Exhibit

Megan Livermore and Heather Bowman presented information regarding the financial statement of the PLF through September 2023.

7. OSB Committees, Sections, Councils and Divisions

- A. ONLD Report [Sean Pank] Inform Exhibit

Sean Pank updated the board on the fantastic work of the ONLD in 2023.

- B. Loan Repayment Assistance Program Advisory Committee Action Exhibit

1. Amendments to Policies and Guidelines

Cathy Petrecca presented amendments to the LRAP Policies and Guidelines to allow for rural civil and government practitioners to participate in the OSB LRAP Program and change the LRAP salary cap. Discussed the rural area definition and shared concerns about the drop of lawyers in Region 3.

There was discussion about bringing this back to LRAP and/or Policy and Governance Committee after the access to justice strategic planning that will happen next year.

MOTION: to approve the changes to the LRAP Policies and Guidelines as amended to include the rural and government practitioners and change the salary cap and put it on Policy & Governance work plan for 2024. David Rosen moved, and Kellie Furr seconded. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes. None opposed. No abstentions. The motion passes.

- C. Legal Ethics Committee

1. Proposal to amend Oregon RPC 1.5 and 1.15 Action Exhibit

Ankur Doshi, OSB General Counsel, presented the Legal Ethics Committee recommendations to amendments to the Rules of Professional Conduct 1.5 and 1.15-1. These would be presented to the House of Delegates in 2024 for adoption.

Michael Purcell commented that out of 522 claims paid by CSF, 60% are flat fees. Hard for a person to replace a fee that is nonrefundable. These are only from the claims, and there is a delay in a person seeking refunds. The proposed amendments would require full disclosure to the client and simplify the language so that clients understand their rights and make an informed decision about what lawyer they want to work with.

MOTION: to approve of the LEC's proposed amendments, conditionally approve the Conspicuous Disclosures, and submit the proposed amendments to the HOD. Joe Piucci Moved, and David Rosen seconded Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes. None opposed. No abstentions. The motion passes.

8. President's Report [Lee Ann Donaldson]

Inform

Lee Ann went to the Northwest Bar Leaders meeting in Idaho in October. Discussion with other bar leaders about common issues and how we are addressing them. It was worthwhile.

Continues to attend the Licensed Pathway Development Committee meetings every two weeks. The Supervised Pathway Program Exam was passed by the Supreme Court. Now they are working with all three law schools on the Oregon Experiential Program Exam, which would allow students to develop portfolios during law school as an alternative to taking the bar exam. Hopefully it will help with some of the issues we are facing.

After the HOD meeting she and the CEO went on the second local bar tour. They went to Lane, Douglas, Jackson, Josephine, Coos, Curry, Lincoln, Tillamook and Yamhill counties. They visited a several courthouses that are seeking money for renovation and talked with a lot of local attorneys and judges about the unique issues in their jurisdictions. They also explored whether there was interest among any of the judges in creating a summer rural fellowship or clerkship to get students interested in working in a rural community. The Coos and Curry county trial court administrator and presiding judge are interested. Willamette has expressed interest. We will continue to explore this possibility.

9. CEO Report [Helen Hirschbiel]

Inform

LP program, on track to begin licensing as of January 1. CLE programs team is working on putting together that 20-hour educational requirement. Exam set for mid-December. Working with the court to make sure that the way we reflect LPs in the database in a way that meets their needs. Working with communication around the LP program. 9 applicants so far.

Launch of the portal, nka Oregon Law Health, is delayed but nothing out of the ordinary. Hopefully at the February board meeting we can take a tour of the website.

Staff is beginning work on HOD meeting follow up

OLIO turned 25 this year. The employment retreat on January 20th.

LSP is getting ready for the site reviews.

Oregon is getting an award for the Supervised Practice Program Exam from the Institute for the Advancement of the American Legal System. Joanna Perini Abbott will be attending to accept the award on behalf of Oregon and the Alternative Pathways Task Force.

10. Closed Sessions – CLOSED Agenda

A. Executive Session 1 (pursuant to ORS 192.660(2)(f) and (h))

Lee Ann Donaldson announced going into Closed session at: 2:57 PM

The Board of Governors will now meet in executive session pursuant to ORS 192.660(2)(f), which allows the Board to meet in executive session to consider information or records that are exempted by law from public inspection. The Board of Governors will consider a written attorney-client communication that is exempted from public inspection by ORS 192.355(9)(a).

The Board of Governors will also meet in executive session pursuant to ORS 192.660(2)(h), to consult with its General Counsel concerning the legal rights and duties of a public body with regard to current litigation or litigation likely to be filed.

Representatives of the news media and designated staff shall be allowed to attend the executive session, with the exception of any representatives of the news media involved in pending or potential litigation per ORS 192.660(5). All other members of the audience are asked to leave the room. Representatives of the news media are specifically directed not to report on or otherwise disclose any of the deliberations or anything said about these subjects during the executive session, except to state the general subject of the session as previously announced. No decision may be made in executive session.

3:25 p.m. 1st closed session closed and the second closed session began.

B. Executive Session 2 (pursuant to ORS 192.660(2)(f) and (h))

Lee Ann Donaldson announced going back to Open Session at: 4:20 PM

11. Consent Agenda

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| A. Annual Sustainability Report | Inform | Exhibit |
| B. Appointments to various Boards, Committees, and Councils were moved off consent agenda and put under Board Development 5D. | | |
| C. Disciplinary Counsel's Office Status Memo | Inform | <u>Exhibit</u> |
| D. Approval of Amendments to OSB Bylaws 2.11 and 2.13 | Action | <u>Exhibit</u> |
| E. Approval of Meeting Minutes (Open and Closed) | | |
| 1. September 22, 2023 BOG Minutes | Action | <u>Exhibit</u> |
| 2. October 4, 2023 Special Meeting Minutes | Action | <u>Exhibit</u> |
| 3. Nominating Committee Minutes | Action | <u>Exhibit</u> |
| 4. CEO Evaluation Committee Minutes | Action | Closed Agenda A |

MOTION: to approve the consent agenda. Kellie Furr moved, and Ryan Hunt seconded. Those in favor were Chris Cauble, Gabe Chase, Candace Clarke, Lee Ann Donaldson, Kellie Furr, Tomás Hernandez, Joseph Hesbrook, Ryan Hunt, Elizabeth Inayoshi, Myah Kehoe, John Marandas, Matt McKean, Apolinar Montero-Sánchez, Curtis Peterson, Joe Piucci, Dave Rosen, and Tasha Winkler. None opposed. No abstentions. The motion passes.