**Vermont Bar Association**

**Board of Managers Meeting**

**Friday, December 11, 2020 1PM**

Via Webex Conference

Present: Amy Davis, Josh Diamond, Tom Durkin, Bob Fletcher, Molly Gray, Elizabeth Kruska, Andrew Manitsky, Elizabeth Novotny, James Rodgers, Ben Traverse, Ted Tyler, Matt Valerio, Alfonso Villegas.

Staff: Mary Ashcroft, Jennifer Emens-Butler, Teri Corsones, Lisa Maxfield.

Absent: Katelyn Atwood, David Carpenter, Judith Dillon, James Valente.

1. **Call to Order**: The meeting was called to order at 1:05 PM by President Elizabeth Kruska.

2**. Emerging Issues**: The judicial retention surveys have gone out; Elizabeth requested that Board members please take a minute to reply. The Judicial Nominating Board Nominations have been sent out for voting with the link provided. Elizabeth said that she had been contacted by an attorney who expressed concern about so many prosecutors running for the JNB. There was brief discussion about the judges and magistrates who are up for retention votes this year.

3. **Acceptance of the Consent Agenda**:

A. Minutes: Upon motion made by Andrew, seconded by Molly, the minutes of the November 13, 2020 meeting were unanimously approved.

B. Treasurer’s Report: Lisa reported that the balance sheet looks different due to variances in CLE, dues and advertising. Some CLE programming was rescheduled from the Fall into January and February, including the Tech Conference, Real Estate Law Day and Family Law Day. As a result, income projected to be earned in 2020 will instead be earned in 2021. Lisa noted that we were able to get back our deposit from Basin Harbor Club—the Solo Small Firm Conference that was to be in May of 2021 will not be held in person. Laura has had no word yet from the Equinox on the return of the deposit for the Mid-Year Meeting.

Comparing this year to last, income is down by $85,550, while expenses are down by $76,762.

Dues revenue in particular is $8,900 less than last year. Staff has compiled a list of non-renewals and asked Board members to reach out to those not renewing, using the drop box list to indicate who they will each contact.

Lisa reviewed the proposal to upgrade the VBA’s management software, referring to a handout about the IntelLinx proposal she had prepared and distributed. Lisa outlined the difficulties presented by the present system, including a lack of tech support. While there are many software management platforms available—and Lisa has researched many of them--few of them are used by bar associations. IntelLinx is. The VBA and IntelLinx reps have had 20 virtual meetings over the last few months to learn what the latter has to offer, including cloud computing software and all cloud storage which means the data can be accessed from wherever staff happens to be. The software features membership management, an on-line member portal to allow VBA members to make their own data changes, and a LRS portal for updating and paying for referrals, all of which removes much paperwork from VBA staff and makes it easier for LRS members to submit their information. The event module has a bridge to Zoom so that lawyers can register and get an automatic link to Zoom meetings plus confirmation, and an automatically generated registration list for VBA staff.

Currently, we are paying other vendors annual fees for software and web support, for web hosting, and for monitoring and support for the replication server. The IntelLinx system annual cost would be similar to those total annual costs, plus a one-time $5,500 start-up cost. The annual fees are good through 2024, and are very competitive with those of other vendors.

Lisa reported that it will take about 8 weeks to migrate to this new system and for staff to be trained. Although the $5,500 start-up fee is not in this year’s budget, we can cover it through vacancy savings due to being down one staff member. It is possible that we may not need to hire for the vacant position if we see an anticipated reduction in workload by using the new system.

Upon motion made by Molly, seconded by Bob, the Board voted in favor of moving to the IntelLinx management system. Alfonso abstained because he had to leave the meeting to attend a hearing.

C. Report of the Executive Committee: The committee did not meet.

D. Board Committee Reports

i. Operations: The committee did not meet.

ii. Membership: Andrew Manitsky reported that the committee had met by phone on November 20th. They discussed inconsistencies in VBA membership dues rates, and also outreach for new members. They discussed extending the Bar Examinees benefits to the group who will be taking the bar exam in February. The committee also discussed a mentorship program, a CLE reporting tool as a member benefit, diversity and outreach.

iii. Program and Planning: Elizabeth Kruska noted that Katelyn Atwood was graduating from her JAG-Corps program today, so was not present.

iv. Pro Bono Committee: The committee did not meet.

v. Governance Committee: The committee did not meet.

vi. Workforce Development Committee: The committee did not meet.

vii. COVID-19 Committee: Bob Fletcher reported that the committee met last week and discussed three items:

--Closing of some NEK courthouses with little or no information. Bob noted that these closing were COVID related but that information was not shared with court users. It also appears that the courts have not been keeping track of who enters the court buildings, although screening questions are asked at the door. The court administrator’s office is now working on a protocol, and the committee shared protocol ideas and how to spread the word about closings. Nothing has been published yet. There were many questions at a bench/bar meeting last week with Judge Grearson in attendance. Trial judges were also concerned about the lack of a protocol.

--Bar Examinee Support. Bob Fletcher said that the committee supported extending bar examinee membership benefits and the other bar examinee supports to those taking the February 2021 bar exam.

--Survey of Membership about COVID-91 Impacts. Bob reported that 276 people had responded to the survey, which Jennifer and Lisa facilitated. A full report will be provided to the Board, but in summary 65% of respondents said their business was impacted financially by COVID, although a large number also reported that they experienced almost no impact. There were some layoffs, but most would be rehired. The emotional impacts of the pandemic were dramatic. 69% of respondents reported feeling isolated; 46% were depressed; 60% were worried or afraid and 1/3 were angry. Lawyers responding to the survey reported some increase in exercise, but also more consumption of alcohol or drugs. Lawyers were spending less. Many of the comments were interesting and telling. Lawyers are concerned about getting COVID-19, or family members becoming infected.

E. President’s Report: Elizabeth Kruska said that she recently participated in rounds for the Incubator Project and found it very interesting. The participants discussed cases, ethical issues and got to know each other. She wonders if the VBA should also have similar phone conference rounds for solo practitioners, so others can benefit from this networking.

Elizabeth reported that during the monthly phone call with the Supreme Court, Justice Cohen had raised the idea of continuing remote hearings post-pandemic. There was some merit in the idea—eliminating the need for litigants to take a day off from work for a 5-minute status conference, for example. In other situations, access to justice might be impeded.

She also discussed Justice Cohen’s idea of having younger lawyers help out older lawyers, particularly with tech issues, work/life balance concerns, etc. This could also be a two-way relationship, where older lawyers could mentor younger ones on law practice skills. Teri reached out to the NH Bar Association to ask about their mentoring program. Elizabeth encouraged Board members to get ideas and suggestions for a mentoring program to Judith Dillon and the Workforce Development Committee. Judge Durkin also raised the idea of a seasoned lawyers division, similar to the YLD.

F. Executive Director’s Report: Teri Corsones reported on the following:

--The Senate Judiciary Committee is considering legislation regarding an alternative to the per envelope fee involved in Odyssey e-filing if the issue is not otherwise resolved between the Judiciary and Tyler Technology. Teri continues to send to Scott Griffith and Tari Scott comments and concerns about e-filing from membership.

--Justice Reiber and Mike Kennedy are concerned about the impact of COVID-19 on lawyers. Justice Reiber would like to join the next conference call for the COVID-19 Committee. He is grateful to the COVID-19 Committee for its work.

--Judicial retention surveys are out. The mid-cycle survey has also been completed. Each judge who is 3 years into the 6-year term has received 40-50 survey responses, and judges are finding the survey responses helpful.

--The Martin Luther King Poster Essay Contest deadline is December 18, and inquiries are coming in steadily.

G. Staff Reports:

a) Jennifer Emens-Butler reported that the VBA Journal will be coming out a bit late but will still be a winter edition.  She continues to seek nominations for pursuits of happiness interviews.  The Bankruptcy Bar is holding their holiday CLE program on-line presently. January 25th will be Tech Week during which the VBA will hold a week of virtual CLE program, with sponsors.  The Family Law section will also be starting a series of webinars in late January.  We are looking for sponsors for Real Estate Law Day which will be in February, and ideas for CLEs for the March Mid-Year Meeting.  All programs will be virtual.

b) Mary Ashcroft said that she is working on updating low bono cases and getting lawyers paid for their low bono work before the end of the year and before the next grant reports are due in January. She also said that the VBA and Legal Services Vermont have agreed to terms of a MOU to study and improve pro bono and low bono services in Vermont. Under a grant received by LSV, the VBA will receive $30,000 over 3 years in consulting fees, as well as a $10,000 stipend to upgrade technology involved in the VBA’s low bono programs. Mary also commented on the favorable notice being given to Tom French for his pro bono work for veterans.

H. VBF Report: Bob Fletcher reported that the VBF met on November 20th to discuss an MOU with the Access to Justice Coalition outlining their respective roles in the Poverty Law Fellow program. The VBF and A2J Coalition will then have a joint meeting to discuss details.

I. Access to Justice Coalition: Mary reported that the Coalition had met on the same day as the VBA Board in November. The Coalition continues to work on an MOU with the VBF, and discussed whether to renew or revise its legislative ask.

4. **Action**

A. Nominating Committee Report: Beth Novotny reported that the committee had met earlier that morning before the Board meeting. Participants included herself as Chair, Shane Clark, Thea Lloyd, Jim Porter, Samantha Lednicky, Erin Miller Heins, Amy Davis, Bob Fletcher, Elizabeth Kruska, Ted Tyler, Matt Valerio and Leslie Black. The slate of officers for the coming year beginning in September at the annual meeting is President-Elect Andrew Manitsky, Secretary Ted Tyler and Treasurer Matt Valerio. For the three at large seats up for election, the nominees are Rich Cassidy, Jordana Levine and Jessica Bullock.

Teri noted that there is an opportunity for other nominations from the floor or by nomination prior to the vote. Upon motion made, seconded and favorably voted, the Board accepted the Nominating Committee’s report. Bob Fletcher abstained.

B. Malpractice Insurance Study Group Representatives: A study group is being formed at the PRB’s request to explore whether professional liability insurance should be mandatory for Vermont licensed attorneys, or whether lawyers should be required to disclose to clients whether they have professional liability insurance. The PRB has asked the VBA to name two representatives to this group. Teri suggested that a trial practitioner and a transactional attorney be considered. The Board will select two representatives at its January meeting. Matt Valerio expressed interested in serving. Elizabeth asked that the opportunity be posted on the VBA website.

C. Enrollments: Judge Tom Durkin moved all enrollments to date; the motion was seconded and favorably voted. The following were enrolled as VBA members: Amy Amell, Esq., Anthony A. Donn, Esq., Jesse R. Mautner, Esq., Leonard E. Milligan, III, Esq., Pegeen Mulhern, Esq., James H. Murphy, Esq., David M. Santos, Esq., Bradley E. Showman, Esq., and Bar Examinees Christopher Long, Megan Monahan, Lauren Mabie, Evan Antal, Chanel Batiste and Tiffany Wong.

5. **Discussion**. None

6. **New business**: Alfonso circulated an article by a UVM student discussing implicit bias and peremptory challenges for juries. James noted that VTAJ is also raising this issue.

7. **Old Business**: Jim Rodgers asked why he and other non-residents can’t vote on JNB nominees, even though he is licensed to practice in Vermont. Teri noted that 4 VSA 601 limits voting on JNB candidates to Vermont lawyers who are Vermont residents.

8. **Executive Session**. On motion of Matt Valerio, seconded by Bob Fletcher, the Board unanimously voted to go into Executive Session at 3:23 PM. The Board came out of Executive Session at 3:45PM.

9. **Adjourn**: There being no further business to conduct, on motion of Matt Valerio, seconded and unanimously voted, the meeting was adjourned at 3:45PM.

Respectfully submitted:

VBA Staff