



## **BOARD OF GOVERNORS ROLE AND RESPONSIBILITIES**

### **Board Members' Responsibilities**

- Governance: The Board sets the strategic vision for the organization, ensures resources are available to carry out the Mission, and hires and fires the CEO.
- Duty of Care, Duty of Loyalty, Duty of Obedience

### **CEO's Responsibilities**

- Operations: The Board supervises the CEO. The CEO, however, manages the State Bar staff, oversees the advancement of the strategic plan, and conducts the daily operations of the organization.

### **Board Meetings**

- The Board currently meets nine (9) times per year:
  - one of those meetings is held in conjunction with the Annual State Bar Convention
  - one of those meetings is held in conjunction with the Board's Annual two-day Retreat
  - the remaining meetings are hybrid - in-person at the State Bar offices in Phoenix and virtual
  - meetings run approximately three hours
- Board members' advance meeting preparation and attendance are expected.
- Three unexcused absences during a Bar year (June to June) may warrant removal from the Board.
- Meeting-related expenses are covered for Board members, however, there is no other remuneration provided for these volunteer positions.

### **Board Committees/Working Groups**

- Each Board member also serves on one of the 10 standing Board committees/working groups:
  - Discipline System Oversight Committee+
  - Diversity and Inclusion Panel
  - Finance and Audit Committee+
  - Human Resources, Subcommittee of Finance and Audit Committee
  - Nominating Committee+
  - Program Review Working Group
  - Retirement Fiduciaries
  - Rules Review Committee+
  - Special Constitutional Appointments Committee+
  - Strategic Planning Working Group

+Subject to the State Bar's Open Meetings Policy



## **Board of Governors Code of Conduct**

To participate effectively on the Board of Governors, each Board member is expected to:

1. Uphold the Supreme Court Rules governing the Bar, and the Bar's Articles of Incorporation, Bylaws, and Mission Statement.
2. Participate in Meetings:
  - a. Attend all Board and Committee meetings, absent unavoidable emergencies.
  - b. Attend all meetings of Committees and/or Sections assigned as liaisons, unless prior arrangement made to share information.
  - c. Participate actively, freely, openly, and courteously in discussions.
  - d. Read all Board and Committee materials received in advance of meetings.
  - e. Raise concerns and seek additional information, if needed for making timely and reasoned decisions.
  - f. Make decisions based on the merits of each matter, after taking into account the views of others.
3. Respect the confidentiality of sensitive matters discussed in executive session.
4. Act honorably, honestly, diligently, in good faith, and in the best interest of the Bar.
5. Foster open and constructive communication among Board members in an effort to achieve the goals of the Board and to avoid unnecessary misunderstandings.
6. Encourage and support a positive, open and collaborative atmosphere among the Board and the Bar's Senior Management.
7. Encourage and support all staff in their efforts to implement Board policy and the Strategic Plan.
8. Be loyal to the Bar and comply with the Bar's conflict of interest policy.
9. Respect the validity of the Board's decisions and their value to the organization, even if not in the voting majority.
10. Uphold and enhance the reputation and public image of the Bar.

Each Board member expects the following:

1. To be provided timely and accurate information concerning the finances and operations of the Bar.
2. To be provided with adequate orientation and training.
3. To have time used constructively and not wasted.
4. To be provided interesting assignments, and to be accountable for their completion.
5. To be given opportunities for personal and professional growth.
6. To be recognized for his or her work and accomplishments.

Signed:

Date:



**Board of Governors**

**Nominating Petition for**

**(Candidate's Name)**

We, the undersigned Active Members of the State Bar of Arizona, whose main offices are in

District \_\_\_\_\_, hereby nominate

to be a candidate for election to membership on the Board of Governors to represent District

\* in the 2025 election.

Name (Print)	Signature (Digital Acceptable)	Bar No.

Petitions must be signed by at least five (5) Active Members, and each candidate named in a petition and all members signing such petition must have their main offices in the Board District in which the candidate seeks to be elected.

**\*Districts holding elections in 2025:**

District 3 - 1 Board Seat Available: Gila, Graham, Greenlee Counties

District 6 - 3 Board Seats Available: Maricopa County

District 8 - 1 Board Seat Available: Pinal County

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**YOUR NOMINATION “PACKAGE” SHOULD INCLUDE THE FOLLOWING ITEMS:**

- your nominating petition signed by at least five (5) active members in your district;
- your response to the questions being asked of all the candidates (maximum of 200 words);
- your biographical sketch/statement (maximum of 125 words);
- your discipline disclosure statement;
- your photograph—digital preferred—acceptable formats: individual (not embedded) jpg, tiff or eps file; photo size should be a minimum 2” x 3” at 300 dpi (high-resolution).

**YOU MAY SUBMIT YOUR NOMINATION MATERIALS IN ANY OF THE FOLLOWING FORMATS:**

- on the forms provided herein;
- attached in an email to [genna.barela@staff.azbar.org](mailto:genna.barela@staff.azbar.org);
- mailed to either State Bar of Arizona office:

4201 N. 24<sup>th</sup> Street, Suite 100  
Phoenix, AZ 85016-6288

270 N. Church Avenue  
Tucson, AZ 85701-1113

**DEADLINE: 5:00 P.M., FRIDAY, JANUARY 31, 2025.**



## BOARD OF GOVERNORS CANDIDATE BIOGRAPHICAL SKETCH/STATEMENT

Please provide a biographical statement, **NOT TO EXCEED 125 WORDS.** The suggested format may include: education, law-related professional activities and/or any other statement or information you deem appropriate.

(Candidate's Name)

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**BOARD OF GOVERNORS CANDIDATE  
DISCIPLINE DISCLOSURE STATEMENT\***

- I. Please disclose any disciplinary sanction entered against you in this or any other jurisdiction that has resulted in censure, reprimand, suspension, disbarment, or the equivalent.

<b>Date of Action</b>	<b>Type of Action</b>	<b>Brief Summary of Facts</b>
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- II. Please disclose any current disciplinary investigation or proceeding in this or any other jurisdiction.

<b>Date of Action</b>	<b>Type of Action</b>	<b>Brief Summary of Facts</b>
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(continued)

III. Please disclose any criminal conviction(s) for any misdemeanor or felony offense. The President of the State Bar of Arizona shall determine whether a past conviction is sufficiently relevant to Board of Governor's service to require disclosure.

Date of Action	Type of Action	Brief Summary of Facts
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\*For five (5) years prior to election to the Board, each elected Governor must have been an Active State Bar Member and have had no record of disciplinary sanctions under Rule 60 (Rule 32(e)(2)(B), Ariz. R. Sup. Ct.).

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## QUESTIONS OF BOARD OF GOVERNORS CANDIDATES

Your response to the following questions, **NOT TO EXCEED 200 WORDS IN LENGTH**, will be printed in the April 2025 issue of *Arizona Attorney*.

Why are you interested in running for election to the Board of Governors? What do you believe are the significant issues facing the members today? If elected, how would you hope to address these issues?

(Candidate's Name)

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