

**MEETING OF THE
BOARD OF GOVERNORS
OF THE
STATE BAR OF ARIZONA**

January 17, 2025

BOARD MEMBERS PRESENT: Robyn M. Austin, Public Member, Tucson; Heather Baker-Muschkatel, Sun City; Diandra Day Benally, Fountain Hills; Jena Decker-Xu, Phoenix; Louis S. Fidel, Tucson; Denis M. Fitzgibbons, Casa Grande; Amy P. Hernandez, Tucson; David J. Johns, Flagstaff; Justice Kathryn King, Supreme Court Liaison, Phoenix; Dean Stacy Leeds, Ex-Officio Member, ASU; Doreen N. McPaul, Vice-President, Gilbert; Robert J. McWhirter, Phoenix; David B. Rosenbaum, Phoenix; D. Christopher Russell, Sierra Vista; Samuel J. Saks, President-Elect, Tempe; Ted Schmidt, President, Tucson; Cortez W. Smith, Public Member, Casa Grande; and Chloé Woods, Phoenix.

BOARD MEMBERS ON ZOOM: Cedric Dave, Public Member, Chandler; David K. Byers, At-Large Member, Scottsdale; Interim Dean Jason Kreag, Ex-Officio Member, UofA; Kelsi Lane, Secretary-Treasurer, Tempe; Cristina Poletti, YLD President, Scottsdale; Preston L. Pollock, Globe; and Jimmie Dee Smith, Yuma.

BOARD MEMBERS WITH EXCUSED ABSENCES: Mike Baumstark, At-Large Member, Scottsdale; Mignonne Hollis, Public Member, Sierra Vista; John W. Moody, Phoenix; and Benjamin Taylor, Ex-Officio Member, Phoenix.

STAFF: Joel England, CEO/Executive Director; Genna Barela, Manager of Board Operations; Deanna Commack, Executive Assistant; Noah Coakley, Chief of Staff and Director of Community Impact; Joe Hengemuehler, Chief Communications Officer; Jessica Iennarella, Chief Financial Officer; Trish McCarty, HR Director; Lisa Panahi, Chief Legal and Compliance Officer; Amy Rehm, Deputy Chief Bar Counsel; Patricia Seguin, Legal Services Manager; Roberta Tepper, Chief Member Services Officer; Maret Vessella, Chief Bar Counsel; and Chris Wyatt, IT Lead.

GUESTS: Scott Boncoskey

MEET & GREET: Bar Leadership Institute Class, Affinity Bar Leaders, and the Board of Governors. Noah Coakley gave a brief presentation regarding the Bar Leadership Institute.

1. Call to Order – Ted Schmidt

President Schmidt called the meeting to order at 9:15 a.m.

2. Call to the Public – Ted Schmidt

President Schmidt made a Call to the Public and hearing nothing, moved on to the next item on the agenda.

3. President's Report – Ted Schmidt

- President Schmidt thanked the board members for attending the in-person December meeting at Hacienda del Sol.
- Schmidt attended the Arizona Chamber of Commerce legislative update.
- Provided an update on the Road Show – the CLE in Cochise County last spring was well

received.

- President Schmidt is scheduled to visit Mohave County at the end of the month.
- President Schmidt is planning a trip to Yuma – the date is TBD.
- Sandra Bensley will be sworn in January.
- President Schmidt noted that the ABA will be held in Phoenix this year.
- Recognized first quarter Board Birthdays.
- President Schmidt reminded members of the mandatory in-person meeting in February.

a) Bar Leadership Institute

A short video regarding the Bar Leadership Institute was shown.

4. CEO's Report – Joel England

- General Counsel Lisa Panahi was promoted to Chief Legal and Compliance Officer to assist with oversight of efficiency and compliance for the organization. She will now also oversee board operations. The Legal Services Division has been restructured to the Legal and Public Service Division. Noah, who serves as Chief of Community Impact, will oversee public services and continue his efforts with respect to access to justice public outreach.
- CEO England announced that Fabi will move from Communications to Legal and Public Services Division.
- CEO England is engaged with Luke Air Force Base alongside Justices Montgomery & King.
- CEO England has continued outreach efforts with Maret, Amy and Justice Montgomery through AAPAC engagement; collaborative Bar event scheduled for the end of the month.
- CEO England reminded the Board that it is Board Elections season –seats are open in Maricopa, Graham, Pima.

5. Consent Agenda – Ted Schmidt

President Schmidt asked if there were any matters that needed to be removed from the Consent Agenda and hearing nothing,

MOTION to approve the Consent Agenda by: Sam Saks

Seconded by: Robert McWhirter

Unanimous.

- a) Approval of December 6, 2024, Board Meeting Minutes.
- b) Approval of Resignations in Good Standing.
- c) Resignations in Lieu of Reinstatement.
- d) Approval of Reinstatement of Member(s) suspended for Non-Compliance with Annual Membership Fees and/or Trust Account Compliance (Rule 32(c)(10) and/or Rule 43, Ariz. R. Sup. Ct.).
- e) Approval of Summary Suspension for Non-Compliance with Annual Membership Fees and/or Trust Account Compliance.

6. Appointments Committee – Doreen McPaul

a) Commission on Judicial Conduct

Doreen McPaul presented the applicants for the one lawyer opening on the Commission. The Appointments Committee recommended that the incumbent, Denise Aguilar be reappointed.

MOTION to appoint Denise Aguilar to the Commission on Judicial Conduct by: Robert J. McWhirter

Seconded by: Denis M. Fitzgibbons
Unanimous.

7. Rule Petition to Amend Rule 32 – Lisa M. Panahi

Lisa Panahi presented and reminded the Board that the Arizona Supreme Court issued its decision on the Goldwater Petition in December of 2024. The Court modified Supreme Court Rule 32 to clarify that the State Bar's compliance with *Keller* extends beyond lobbying activities to all activities, which must relate to regulating the legal profession or improving the quality of legal services. The State Bar already applies *Keller* to its activities generally; therefore, we do not anticipate any significant changes to our operations.

This new Petition seeks to amend Rule 32 to make the State Bar a voluntary association without regulatory authority and transfer that authority to the Administrative Office of the Courts under a new Rule 32.2. The Board discussed.

MOTION that Lisa draft proposed comment for the Board to review for filing by: Robert J.

McWhirter

Seconded by: Louis Fidel

Unanimous.

8. Proposed Petition to Amend Rule 39(b)(12), Ariz. R. Crim. P. – Scott Boncoskey, Ammon Barker

Scott Boncoskey presented the proposed petition. The Board discussed.

MOTION to file the proposed petition by: Sam Saks

Seconded by: David Johns

Unanimous.

9. Rule of Law Task Force – Mike Murphy, Joe Hengemuehler

Mike Murphy, former Board member presented, he is the chair of the task force.

Report issued –, *Keller* followed.

Mike presented on the importance of the day-to-day life of a lawyer, trusted, ethical responsibilities.

Board discussed – specifically re CLE credit for lawyers to get out there and educate the public.

1. Amend Rule 32, SBA mission should include promotion of the Rule of Law.
2. Create a working group to determine how best to motivate lawyers to actively promote and educate on the Rule of Law, an important duty. Investigate utilizing CLE in other ways to get lawyers involved.

MOTION to nominate Lisa Panahi to draft a petition to change Rule 32 by: Robert J. McWhirter

Seconded by: Chris Russell

Unanimous.

MOTION to [allow CLE credit for Rule of Law activities based on new rule petition that will be filed in the 2026 rules cycles](#)~~support the expenses~~ by: Samuel Saks

Seconded by: Chris Russell

Unanimous. [JE1]

Working Group Volunteers: Kelsi Lane

10. Legislative Update – Joe Hengemuehler

Joe Hengemuehler presented there is nothing State Bar focused. Bar Track Newsletter will go out starting today January 17, 2025.

11. Finance and Audit Committee – Jessica Iennarella, Chris Russell

Jessica Iennarella provided the 2024 Year End Update:

- As of November 30th financial statements, operating surplus of \$1,268K.
- Anticipate will end year with \$1,417K operating surplus.
- Revenue anticipated to end within 2% of budget.
- Personnel and depreciation expenses will come in materially close to budget. Operating expenses are anticipated to be less than budgeted by around \$790K.

Financial statements will be produced for year-end in two phases. First set will have normal month-end procedures. Second set will have year-end adjustments needed for GAAP compliance.

12. CEO Evaluation

Kelsi Lane presented, CEO evaluations will go out via email shortly, it is a 5–10-minute survey.

13. Mark Harrison Memorial 10-Minute Topics – Robert J. McWhirter

Bob McWhirter presented on Birthright Citizenship

MOTION to adjourn the meeting by: Robert J. McWhirter

Seconded by: Diandra Day Bennally

Unanimous

Meeting adjourned at 10:53 a.m.