



The State Bar *of California*

180 Howard Street, San Francisco, CA 94105

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The State Bar of California is submitting its 2018 Financial Statement and Independent Auditor's Report to the Chief Justice of the Supreme Court, and to the Assembly and Senate Judiciary Committees in accordance with Business and Professions Code section 6145. This financial statement is certified under oath by the Chief Financial Officer of the State Bar.

This report consists of an independent auditor's report, management's discussion and analysis, the basic financial statements, the notes to the basic financial statements, and the required supplementary information. The basic financial statements provide information and understanding of the State Bar's Enterprise Fund.

This report is based on an audit conducted by an independent auditor for the purpose of forming opinions on the financial statements that collectively comprise the State Bar's financial statements as a whole. In the auditor's opinion, the State Bar's financial statements present fairly, in all material respects, in conformity with accounting principles generally accepted in the United States of America.

In addition, the management's discussion and analysis section of the financial statements presents the highlights of financial activities and financial position of the State Bar. The analysis is designed to provide readers with information that the State Bar's management believes to be necessary to an understanding of its financial condition, changes in financial condition and results of operations.

The full report is available at: <http://www.calbar.ca.gov/AboutUs/Reports.aspx>.

A printed copy of the report may be obtained by calling 415-538-2352.



The State Bar *of California*

State Bar of California Financial Statement and Report of Independent Auditors

**Years Ended December 31, 2018 and 2017 and Supplementary
Information Year Ended December 31, 2018**

April 30, 2019

THE STATE BAR OF CALIFORNIA
Financial Statements
Year Ended December 31, 2018

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Independent Auditor's Report

To the Board of Trustees
The State Bar of California

We have audited the accompanying financial statements of the State Bar of California ("State Bar") as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the State Bar's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the State Bar's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net position of the State Bar as of December 31, 2018, and the changes in net position and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

Change in Accounting Principles

As discussed in Note 3 to the financial statements, effective as of January 1, 2018, the State Bar adopted the provisions of Governmental Accounting Standards Board (GASB) Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*. The State Bar's financial statements as of and for the year ended December 31, 2017 were not restated because the State Bar's postemployment healthcare plan information prepared in accordance with the requirements of GASB Statement No. 75 was not available for periods prior to January 1, 2018. Our opinion is not modified with respect to this matter.

Other Matters

Prior Period Financial Statements

The financial statements of the State Bar as of and for the year ended December 31, 2017 were audited by other auditors, whose report dated April 27, 2018, expressed an unmodified opinion on those 2017 financial statements.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, the schedule of changes in net pension liability and related ratios, the schedule of plan contributions – pension, the schedule of changes in net OPEB liability (asset) and related ratios, the schedule of contributions – OPEB Plan, and the schedule of funding progress – OPEB Plan, identified in the accompanying table of contents, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the GASB, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the State Bar's basic financial statements. The program funds schedule of net position and program funds schedule of revenues, expenses, and changes in net position, presented as supplementary information, are presented for purposes of additional analysis and are not a required part of the basic financial statements.

The program funds schedule of net position and program funds schedule of revenues, expenses, and changes in net position, presented as supplementary information, are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records

used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the supplementary information is fairly stated in all material respects in relation to the basic financial statements as a whole.

Macias Gini & O'Connell LLP

San Francisco, California
April 29, 2019

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THE STATE BAR OF CALIFORNIA
Management's Discussion And Analysis – Unaudited
Years Ended December 31, 2018 And 2017

Introduction

Management's Discussion and Analysis ("MD&A") is presented as a supplement to the financial statements and is based on currently known facts, decisions, and conditions that existed as of the date of the report of independent auditors. This discussion and analysis presents the highlights of financial activities and financial position for the State Bar of California ("State Bar"). The analysis is designed to provide readers with information that the State Bar's management believes to be necessary to obtain an understanding of its financial condition, changes in financial condition, and results of operations. It is intended to help readers see the State Bar through the eyes of management. It is further designed to provide context for the financial statements and information about the State Bar's operations and cash flows.

The State Bar of California

Created by the state legislature in 1927, the State Bar is a public corporation within the judicial branch of government, serving as an arm of the California Supreme Court. In 1960, California voters approved a ballot measure adding the State Bar as an entity in the State Constitution. The State Bar's programs are financed primarily by fees paid by attorneys and applicants to practice law. At the end of 2018, the State Bar had approximately 270,200 licensees, an increase of 1.6% compared to 265,900 licensees in 2017.

Licensing fees for 2018 and 2017 were allocated to the following funds:

	<u>2018</u>		<u>2017</u>	
	<u>Active Fee</u>	<u>Inactive Fee</u>	<u>Active Fee</u>	<u>Inactive Fee</u>
General Fund - Attorney Licensing	\$ 308	\$ 68	\$ 297	\$ 70
General Fund-Discipline Activity	25	25	25	25
Legal Services Trust Fund	40	40	40	40
Legislative Activity Fund	5	5	-	5
Elimination of Bias Fund	2	2	-	-
Client Security Fund	40	10	40	10
Lawyers Assistance Program Fund	10	5	10	5
Total	<u>\$ 430</u>	<u>\$ 155</u>	<u>\$ 412</u>	<u>\$ 155</u>

The State Bar's fees are set annually by the State Legislature. In August 2016, the State Legislature adjourned without enacting a fee bill authorizing the State Bar to collect the annual fee for the 2017 billing cycle of \$315 per licensee, representing the \$305 attorney licensing fee allocated to the General Fund, \$5 Legislative Activity Fund fee, and \$5 Bar Relations and Elimination of Bias Fund fee. As a result, the California Supreme Court issued an order authorizing an interim 2017 special regulatory assessment in the amount of \$297. This assessment level represented a 6% reduction from the historical annual fee and reflected full support for the State Bar's core discipline functions but not other programs and activities. The 2018 statutorily approved annual fee returned to \$315.

Financial Statement Overview

The State Bar's financial report consists of MD&A, the financial statements, the notes to the financial statements, and the required supplementary information. The financial statements provide information and understanding of the State Bar's Enterprise. The financial statements and related information are organized in this report as follows:

THE STATE BAR OF CALIFORNIA
Management's Discussion And Analysis – Unaudited
Years Ended December 31, 2018 And 2017

The Statement of Net Position – presents the financial position of the State Bar at the end of the fiscal year. The statement reports all assets, deferred outflows of resources, liabilities, deferred inflows of resources, and the difference as net position. The net position section is displayed in three components – restricted; invested in capital assets; and unrestricted. Changes in net position over time are an indicator of whether the financial condition of the organization is improving or declining

The Statement of Revenues, Expenses, and Changes in Net Position – discloses the sources of revenues, the various expenses, and the impact on net position for the State Bar.

The Statement of Cash Flows – reflects the sources and uses of cash for the State Bar using the direct method which includes a reconciliation of operating income to net cash provided by or used in operating activities.

Notes to the Financial Statements – provides integral information needed to explain the basis for the financial statement presentation and numbers used with the basic financial statements.

Required Supplementary Information – presents schedule of changes in pension liability and related ratios, schedule of plan contributions – pension, schedule of changes in net OPEB Liability and related ratios, schedule of contributions – OPEB Plan, and schedule of funding progress – OPEB Plan.

Financial Highlights

The following is a summary comparison of the State Bar's Statements of Net Position as of December 31, 2018, 2017, and 2016:

	2018	2017	2016
Cash, cash equivalents, and investments	\$ 118,099,525	\$ 125,241,792	\$ 125,914,483
Restricted cash	7,105,000	7,105,000	7,105,000
Other assets	24,759,687	27,078,256	22,761,108
Capital assets, net	101,127,936	94,988,637	96,275,743
Deferred outflows of resources	14,602,756	24,566,049	33,237,651
Total assets and deferred outflows of resources	<u>\$ 265,694,904</u>	<u>\$ 278,979,734</u>	<u>\$ 285,293,985</u>
Current liabilities	\$ 39,281,424	\$ 32,606,260	\$ 29,499,769
Noncurrent liabilities	22,420,751	25,146,169	27,524,829
Net pension liability	59,363,071	73,531,695	59,917,510
Deferred inflows of resources	10,878,281	2,305,896	11,970,255
Total liabilities and deferred inflows of resources	<u>\$ 131,943,527</u>	<u>\$ 133,590,020</u>	<u>\$ 128,912,363</u>
Net position			
Net investments in capital assets	\$ 76,308,352	\$ 67,759,779	\$ 66,937,664
Restricted for:			
Enabling legislation	72,614,976	79,291,188	81,634,880
Other restrictions	7,706,309	19,452,889	20,519,187
Unrestricted	(22,878,260)	(21,114,142)	(12,710,109)
Total net position	<u>\$ 133,751,377</u>	<u>\$ 145,389,714</u>	<u>\$ 156,381,622</u>

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Management's Discussion And Analysis – Unaudited
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Fiscal Year 2018 Compared to Fiscal Year 2017

Assets and Deferred Outflows of Resources – As of December 31, 2018, the State Bar's total assets and deferred outflows of resources were \$265.7 million, down by \$13.3 million or 4% compared to \$279.0 million last year. The decrease is primarily due to a \$11.1 million decrease in deferred outflows of resources from the Governmental Accounting Standards Board Statement No. 68 ("GASB 68") pension liability adjustments and a \$4 million dollar decrease in the recognition of a net OPEB asset; partially offset by a \$6.1 million increase in capital assets.

The State Bar records deferred outflows of resources in its financial statements for consumption of net pension assets that is applicable to future reporting periods. This balance consisted of actuarially determined deferred inflows of resources as it relates to pension reporting under GASB 68. As of December 31, 2018, the deferred outflows of resources were \$14.6 million, decreased by \$10 million compared to \$24.6 million last year. See accompanying note 8 to the financial statements for additional information.

Liabilities and Deferred Inflows of Resources – The State Bar's total liabilities and deferred inflows of resources consisted of accounts payable to vendors, unearned fees collected in advance, grants payable, loans payable, net pension liability, employee vacation and sick leave accruals and deferred inflows of resources from GASB 68 adjustments. As of December 31, 2018, State Bar's total liabilities and deferred inflows of resources were \$131.9 million, down by \$1.6 million or 1.2% compared to \$133.6 million last year. The decrease is due primarily to a \$14.2 million decrease in pension liabilities; partially offset by a \$6.7 million increase in accounts payable and unearned fees collected in advance and a \$8.6 million increase in deferred inflows of resources from GASB 68 adjustments.

The State Bar's total pension liability as of December 31, 2018 was \$380.6 million and the plan fiduciary net position was \$321.7 million resulting in a net pension liability of \$59.4 million, or 15.6% of the total pension liabilities. Compared to the \$73.5 million net pension liability in 2017, the 2018 net pension liability decreased by \$14.2 million or 19.3%.

Deferred inflows of resources as of December 31, 2018 are \$10.9 million, representing an increase of \$8.6 million compared to \$2.3 million last year. This balance consisted of actuarially determined deferred inflows of resources as it relates to pension under GASB 68. See accompanying note 8 to the financial statements for additional information.

Net Position – The State Bar's total net position as of December 31, 2018 is \$133.8 million, down by \$11.6 million or 8.0% compared to \$145.4 million in 2017. The decrease represents the excess of expenses over revenues from various programs. The components of net position are:

Restricted Net Position – The part of net position that is subject to internal constraints and external constraints imposed by grantors, or law through constitutional provisions or enabling legislation decreased by \$18.4 million or 18.6% from \$98.7 million in 2017 to \$80.3 million in 2018. The decrease is due largely to a \$6.7 million decrease in enabling legislation and a \$11.7 million decrease in other restrictions.

Net Investments in Capital Assets – The part of net position that consists of capital assets, net of accumulated depreciation, outstanding balances of borrowings that are attributable to the acquisition, construction, and improvement of those assets increased by \$8.5 million or 12.5% from

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Management's Discussion And Analysis – Unaudited
Years Ended December 31, 2018 And 2017

\$67.8 million in 2017 to \$76.3 million in 2018. The net increase is primarily due to capitalization of new software partially offset by loan repayments and normal depreciation of capital assets.

Unrestricted Net Position – The part of net assets/liabilities that are used for day-to-day operations without constraints established by debt covenants, enabling legislation, or other legal requirements. As of December 31, 2018, the unrestricted net position was negative \$22.8 million, an increase of \$1.7 million or 8.3% compared to \$21.1 million negative unrestricted net position in 2017. The change is substantially due to the excess of expenses over revenue as detailed on the statements of revenues, expenses, and changes in net position.

Fiscal Year 2017 Compared to Fiscal Year 2016

Assets and Deferred Outflows of Resources – As of December 31, 2017, the State Bar's total assets and deferred outflows of resources were \$279.0 million, down by \$6.3 million or 2% compared to \$285.3 million last year. The decrease primarily due to a \$8.7 million decrease in deferred outflows of resources from the Government Accounting Standards Board Statement No. 68 ("GASB 68") pension liability adjustments; partially offset by a \$3 million increase in grants receivable. The increase in grants receivable results from a higher Legal Services Trust Fund (the "LTSF") Program grant award from the State of California for the 2017 and 2018 period.

The State Bar records deferred outflows of resources in its financial statements for consumption of net pension assets that is applicable to future reporting periods. This balance consisted of actuarially determined deferred inflows of resources as it relates to pension reporting under GASB 68. As of December 31, 2017, the deferred outflows of resources were \$24.6 million, decreased by \$8.7 million compared to \$33.2 million last year. See accompanying note 8 to the financial statements for additional information.

Liabilities and Deferred Inflows of Resources – The State Bar's total liabilities and deferred inflows of resources consisted of accounts payable to vendors, unearned fees collected in advance, grants payable, loans payable, net pension liability, employee vacation and sick leave accruals and deferred inflows of resources from GASB 68 adjustments. As of December 31, 2017, State Bar's total liabilities and deferred inflows of resources were \$133.6 million, up by \$4.7 million or 3.6% compared to \$128.9 million last year. The increase is due primarily to a \$13.6 million increase in pension liabilities; partially offset by a \$9.7 million decrease in deferred inflows of resources from GASB 68 adjustments.

The State Bar's total pension liability as of December 31, 2017 was \$377.6 million and the plan fiduciary net position was \$304.0 million resulting in a net pension liability of \$73.5 million, or 19.5% of the total pension liabilities. Compared to the \$59.9 million net pension liability in 2016, the 2017 net pension liability increased by \$13.6 million or 22.7%.

Deferred inflows of resources as of December 31, 2017 are \$2.3 million, representing a decrease of \$9.7 million compared to \$12.0 million last year. This balance consisted of actuarially determined deferred inflows of resources as it relates to pension under GASB 68. See accompanying note 8 to the financial statements for additional information.

Net Position – The State Bar's total net position as of December 31, 2017 is \$145.4 million, down by \$11.0 million or 7% compared to \$156.4 million in 2016. The decrease represents the excess of expenses over revenues from various programs. The components of net position are:

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Years Ended December 31, 2018 And 2017

Restricted Net Position – The part of net position that is subject to internal constraints and external constraints imposed by grantors, or law through constitutional provisions or enabling legislation decreased by \$3.5 million or 3.4% from \$102.2 million in 2016 to \$98.7 million in 2017. The decrease is due largely to a \$2.3 million decrease in enabling legislation and a \$1.1 million decrease in other restrictions.

Net Investments in Capital Assets – The part of net position that consists of capital assets, net of accumulated depreciation, outstanding balances of borrowings that are attributable to the acquisition, construction, and improvement of those assets increased by \$0.9 million or 1.3% from \$66.9 million in 2016 to \$67.8 million in 2017. The net increase is primarily due to capitalization of new software partially offset by loan repayments and normal depreciation of capital assets.

Unrestricted Net Position – The part of net assets/liabilities that are used for day-to-day operations without constraints established by debt covenants, enabling legislation, or other legal requirements. As of December 31, 2017, the unrestricted net position was negative \$21.1 million, a decrease of \$8.4 million or 66.1% compared to \$12.7 million negative unrestricted net position in 2016. The change is substantially due to the excess of expenses over revenue as detailed on the statements of revenues, expenses, and changes in net position.

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Management's Discussion And Analysis – Unaudited (Continued)
Years Ended December 31, 2018 And 2017

Statements of Revenues and Expenses

Following is a summary comparison of the State Bar's statements of revenues and expenses for the years ended December 31, 2018, 2017, and 2016:

	<u>2018</u>	<u>2017</u>	<u>2016</u>
OPERATING REVENUES			
Program revenues	\$ 159,196,676	\$ 144,763,770	\$ 141,847,127
Settlement grants	-	-	44,778,670
Affinity Insurance revenue	289,375	1,865,401	2,283,203
Other revenue	4,403,050	3,968,549	2,866,328
Total operating revenues	<u>163,889,101</u>	<u>150,597,720</u>	<u>191,775,328</u>
OPERATING EXPENSES			
Program expenses	153,597,426	146,169,564	136,465,085
Unallocated pension expense	5,492,536	12,621,428	4,987,638
General and administration	7,367,657	4,856,701	6,897,374
Payment to California Lawyers Association	8,337,741	500,000	-
Total operating expenses	<u>174,795,360</u>	<u>164,147,693</u>	<u>148,350,097</u>
OPERATING INCOME	(10,906,259)	(13,549,973)	43,425,231
NONOPERATING REVENUES			
Special item - OPEB change in benefit terms	10,325,826	-	-
CHANGE IN NET POSITION	2,789,196	(10,991,908)	45,183,853
NET POSITION - beginning of year	145,389,714	156,381,622	111,197,769
Restatement due to GASB 75 implementation	(14,427,533)	-	-
NET POSITION - end of year	<u>\$ 133,751,377</u>	<u>\$ 145,389,714</u>	<u>\$ 156,381,622</u>

Fiscal Year 2018 Compared to Fiscal Year 2017

Operating and NonOperating Revenues – For the year ended December 31, 2018, the State Bar's total operating and non-operating revenues were \$167.3 million, up by \$14.1 million or 9.2% compared to \$153.2 million in 2017. The increase is due largely to a \$13.9 million increase in trust account revenue because of rising interest rates; a \$2.9 million increase in grant revenue; a \$3.2 million increase in licensee fees; a \$1.7 million increase in legal specialization fees; offset by a \$6.0 million decrease law practice fees and a \$1.6 million decrease in affinity insurance revenue.

Operating Expenses – For fiscal year 2018, the State Bar's total operating expenses were \$174.7 million, an increase of \$10.6 million or 6.5% from \$164.1 million last year. The increase is due largely to a \$10.5 million increase in grants expense; a \$4.0 million increase in personnel cost as a result of additional Office of the Chief Trial Counsel (the "OCTC") employees; a \$3.0 million increase in Client Security Fund (the "CSF") payouts in 2018; offset by a \$7.1 million decrease in unallocated pension expense.

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Management's Discussion And Analysis – Unaudited (Continued)
Years Ended December 31, 2018 And 2017

Operating Expenses by Natural Classification	2018	2017	Increase (Decrease)
Personnel cost	\$ 68,963,235	\$ 66,371,535	\$ 2,591,700
Grant expense	49,418,707	39,010,055	10,408,652
Employer pension contribution	4,905,661	4,906,044	(383)
Unallocated Pension Expense	5,492,536	12,621,428	(7,128,892)
Other postemployment benefits	975,455	644,049	331,406
Supplies	1,385,537	1,687,364	(301,827)
Professional services	6,944,543	4,675,090	2,269,453
Examination	5,191,040	5,895,613	(704,573)
CSF Disbursement	9,186,376	6,339,398	2,846,978
Training & travel	1,569,160	2,720,984	(1,151,824)
Building operations	5,543,271	5,151,701	391,570
Outside services	4,134,551	4,017,766	116,785
Other	11,085,288	10,106,666	978,622
Total expenses by natural classification	\$ 174,795,360	\$ 164,147,693	\$ 10,647,667

Fiscal Year 2017 Compared to Fiscal Year 2016

Operating and NonOperating Revenues – For the year ended December 31, 2017, the State Bar's total operating and non-operating revenues were \$153.2 million, down by \$40.3 million or 20.8% compared to \$193.5 million in 2016. The decrease is due largely to a \$44.8 million decrease in settlement grants offset (which is a one-time event in 2016) by a \$2.9 million increase in program revenues; a \$1.1 million increase in other revenue; a \$0.8 million increase in non-operating revenues; and a \$0.4 decrease in affinity insurance revenue.

Operating Expenses – For fiscal year 2017, the State Bar's total operating expenses were \$164.1 million, an increase of \$15.7 million or 10.6% from \$148.4 million last year. The increase is due largely to a \$8.2 million increase in grants resulting from a \$6 million dollar increase in Equal Access Fund grant expenses and approximately \$2 million increase in Bank of America Settlement funds; a \$7.6 million increase in pension expense; a \$2.2 increase in personnel cost as a result of additional Office of the Chief Trial Counsel (the "OCTC") employees; partially offset by a \$1.7 million decrease in Client Security Fund (the "CSF") payouts in 2017.

Economic Factors Facing the State Bar

In 2017, Senate Bill 36 mandated the separation of the Sections (the portion of the State Bar dedicated to providing educational programs, publications and events) from the State Bar on January 1, 2018 into an independent non-profit corporation, called the California Lawyers Association (the "CLA"). It required the State Bar to transfer the Sections' financial reserves, contracts, and intellectual property assets to CLA and to collect ongoing membership dues on behalf of CLA. On January 31, 2018, the State Bar remitted approximately \$8.3 million to CLA representing the Sections' financial reserves as of December 31, 2017. The separation had an approximate \$2.7 million impact on the State Bar's General Fund for 2018. The negative financial impact will continue in 2019.

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Management's Discussion And Analysis – Unaudited (Continued)
Years Ended December 31, 2018 And 2017

On January 25, 2019, the Board of Trustees approved the 2019 Budget. The budget reflects the impact of transformative changes to the State Bar that have placed new financial pressures on the organization, which is entering its 21st year without a licensing fee increase. The Bar's ability to continue to advance its reform agenda, improve the performance of its discipline system, and support foundationally critical investments in information technology and capital infrastructure, are becoming increasingly jeopardized by a static licensing fee. Nonetheless, the State Bar has made significant progress toward the goals outlined in its 2017-2022 Strategic Plan.

The 2019 Final Budget has total revenues of \$167.9 million with expenses of \$188.9 million. The budget relies on reserve spending, most notably in the General Fund. General Fund expenses, which are supported by mandatory licensing fees, total \$86.9 million. This represents an increase of 1.5 percent from 2018 budgeted expense levels, and compares to \$76.5 million in 2019 projected revenue. Most of the \$10.4 million in budgeted reserve spending is to fund on-going operations. General Fund operating reserves are projected to be \$11.5 million or 13.2% of budgeted expenses by the end of 2019. The projected General Fund reserves will be \$3.3 million under the Board's Reserve Policy of 17 percent or 60 days operations.

As a result of no licensing fee increase for almost 20 years, operating revenues are not adequate to address operating needs as well as maintaining capital assets and upgrading technology infrastructure. Even with continued deferrals of capital maintenance, without a fee increase for 2020, significant reductions in operating costs, including personnel, will need to occur as part of the next budget process.

Financial Contact

The State Bar's financial statements are designed to present readers with a general overview of the State Bar's finances and to demonstrate the State Bar's accountability. If you have any questions about the report or need additional financial information, please contact the State Bar's Chief Financial Officer, John Adams at john.adams@calbar.ca.gov.

THE STATE BAR OF CALIFORNIA
Business-Type Activity – Enterprise Fund
Statements of Net Position
December 31, 2018 And 2017

	2018	2017
ASSETS		
Current assets		
Cash and cash equivalents	\$ 46,439,784	\$ 82,920,673
Investments	71,659,741	42,321,119
Accounts and other receivables, net of allowance for uncollectible accounts of \$1,844,955 in 2018 and \$1,834,852 in 2017	14,954,251	13,163,853
Other current assets	1,801,067	1,766,182
Total current assets	134,854,843	140,171,827
Noncurrent assets		
Restricted cash	7,105,000	7,105,000
Other postemployment benefits (OPEB) asset	-	12,148,221
Net OPEB asset	8,004,369	-
Capital assets		
Nondepreciable	19,537,615	19,537,615
Depreciable, net	81,590,321	75,451,022
Total noncurrent assets	116,237,305	114,241,858
Total assets	251,092,148	254,413,685
DEFERRED OUTFLOWS OF RESOURCES		
Pension items	13,477,274	24,566,049
Other postemployment benefits items	1,125,482	-
Total deferred outflows of resources	14,602,756	24,566,049
Total assets and deferred outflows of resources	265,694,904	278,979,734
LIABILITIES		
Current liabilities		
Accounts payable and other liabilities	15,429,867	12,550,626
Unearned fees collected in advance	21,334,358	17,646,360
Loans payable	2,517,199	2,409,274
Total current liabilities	39,281,424	32,606,260
Noncurrent liabilities		
Loans payable	22,302,385	24,819,584
Compensated absences	118,366	326,585
Net pension liability	59,363,071	73,531,695
Total noncurrent liabilities	81,783,822	98,677,864
Total liabilities	121,065,246	131,284,124
DEFERRED INFLOWS OF RESOURCES		
Pension items	10,878,281	2,305,896
Total liabilities and deferred inflows of resources	131,943,527	133,590,020
NET POSITION		
Restricted for:		
Enabling legislation	72,614,976	79,291,188
Other restrictions	7,706,309	19,452,889
Net investments in capital assets	76,308,352	67,759,779
Unrestricted	(22,878,260)	(21,114,142)
Total net position	\$ 133,751,377	\$ 145,389,714

See accompanying notes to the financial statements.

THE STATE BAR OF CALIFORNIA
Business-Type Activity – Enterprise Fund
Statements of Revenues, Expenses, And Changes in Net Position
Years Ended December 31, 2018 And 2017

	<u>2018</u>	<u>2017</u>
OPERATING REVENUES		
Licensee fees and donations	\$ 88,070,309	\$ 84,868,954
Examination application fees	20,022,016	20,077,228
Trust account revenue	20,910,031	7,036,095
Law practices (sections) fees	-	6,027,923
Seminar/workshop revenue	61,450	1,231,585
Advertising revenue	-	42,236
Convention income	-	460,504
Legal specialization fees	2,216,461	554,345
Law corporation registration fees	1,416,918	1,541,653
Continuing legal education fees	921,764	745,215
Grant revenue	20,651,054	17,744,476
EAF AB145 filing fee revenue	4,926,673	4,433,556
Affinity Insurance revenue	289,375	1,865,401
Other revenue	4,403,050	3,968,549
	<u>163,889,101</u>	<u>150,597,720</u>
OPERATING EXPENSES		
Chief Trial Counsel	44,895,235	40,931,692
State Bar Court	11,893,784	12,175,547
Attorney Regulation and Consumer Resources	4,883,781	4,327,641
Professional Competence	2,485,557	2,428,803
Probation	1,396,083	1,318,111
Mandatory Fee Arbitration	182,420	647,350
Judicial Evaluation	721,208	676,955
Commission on Access to Justice	24,136	14,651
Center on Access to Justice	1,302,377	1,557,378
California Young Lawyers Association	672	28,107
Communications	769,496	1,073,543
Governance	3,770,604	3,911,300
Lawyer Assistance Program	1,830,540	1,513,551
Client Security Fund	10,904,222	7,882,428
Admissions	19,108,919	20,912,754
Grants	49,418,707	38,960,055
Sections	9,685	7,809,698
Unallocated Pension Expense	5,492,536	12,621,428
General and Administration	7,367,657	4,856,701
Payment to California Lawyers Association	8,337,741	500,000
	<u>174,795,360</u>	<u>164,147,693</u>
	<u>(10,906,259)</u>	<u>(13,549,973)</u>
NONOPERATING REVENUES AND EXPENSES		
Investment income	2,349,711	1,130,713
Rental income	2,154,063	2,248,300
Interest expense on loan	(1,134,145)	(820,948)
	<u>3,369,629</u>	<u>2,558,065</u>
Special item - OPEB effect of change in benefit terms	<u>10,325,826</u>	<u>-</u>
CHANGE IN NET POSITION	<u>2,789,196</u>	<u>(10,991,908)</u>
NET POSITION—beginning of year	145,389,714	156,381,622
Restatement - GASB Statement No. 75 Implementation	(14,427,533)	-
NET POSITION—beginning of year, as restated	<u>130,962,181</u>	<u>156,381,622</u>
NET POSITION—end of year	<u>\$ 133,751,377</u>	<u>\$ 145,389,714</u>

See accompanying notes to the financial statements.

THE STATE BAR OF CALIFORNIA
Business-Type Activity – Enterprise Fund
Statements of Cash Flows
Years Ended December 31, 2018 And 2017

	2018	2017
CASH FLOWS FROM OPERATING ACTIVITIES		
Receipts from members, applicants, grants, and other professionals	\$ 165,786,701	\$ 152,097,248
Payments to suppliers and service providers	(103,809,195)	(91,495,396)
Payments to employees	(60,494,563)	(59,193,026)
Net cash provided by operating activities	1,482,943	1,408,826
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from maturity and sale of investments	43,056,230	28,951,649
Purchases of investments	(72,394,852)	-
Interest received from investments	2,349,711	1,130,713
Cash received from rental income	2,154,063	2,248,300
Net cash (used in) provided by investing activities	(24,834,848)	32,330,662
CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES		
Purchase of capital assets	(9,585,565)	(2,530,361)
Payment of obligations under loan agreement	(2,409,274)	(2,109,221)
Interest paid on debt	(1,134,145)	(820,948)
Net cash used in capital and related financing activities	(13,128,984)	(5,460,530)
CHANGE IN CASH AND CASH EQUIVALENTS	(36,480,889)	28,278,958
CASH AND CASH EQUIVALENTS—Beginning of year	90,025,673	61,746,715
CASH AND CASH EQUIVALENTS—End of year	\$ 53,544,784	\$ 90,025,673
RECONCILIATION OF OPERATING LOSS TO NET CASH PROVIDED BY OPERATING ACTIVITIES		
Operating loss	\$ (10,906,259)	\$ (13,549,973)
Adjustments to reconcile operating loss to net cash provided by operating activities		
Depreciation and amortization	3,446,266	3,817,467
OPEB change in benefit terms	10,325,826	-
Changes in assets and liabilities		
Net pension liability	(14,168,624)	13,614,185
Deferred outflows and inflows of resources related to pension items	19,661,160	(992,757)
Other postemployment benefits assets	-	(1,355,951)
Net OPEB asset/liability	(11,492,939)	-
Deferred outflows of resources related to OPEB items	83,776	-
Accounts and other receivables	(1,790,398)	(3,039,296)
Other current assets	(34,885)	78,099
Accounts payable and other liabilities	2,671,022	(1,685,019)
Unearned fees collected in advance	3,687,998	4,538,824
Grants payable	-	(16,753)
Net cash provided by operating activities	\$ 1,482,943	\$ 1,408,826
RECONCILIATION OF CASH AND CASH EQUIVALENTS TO THE STATEMENTS OF NET POSITION		
Cash and cash equivalents	\$ 46,439,784	\$ 82,920,673
Restricted cash	7,105,000	7,105,000
Total cash and cash equivalents	\$ 53,544,784	\$ 90,025,673

See accompanying notes to the financial statements.

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THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements
Years Ended December 31, 2018 And 2017

1. DESCRIPTION OF ENTITY

The State Bar of California (“State Bar”) is a public corporation established by the California Legislature on July 29, 1927. In 1960, a constitutional amendment was approved, which added the State Bar as a constitutional agency in the judicial branch of government. Licensing by the State Bar is required in order to practice law in the State of California (“State”). The State Bar’s activities relate primarily to admission, discipline, and regulation of attorneys, and to other programs that enhance lawyer ethics and competence or improve the quality of legal service and the justice system. The State Bar has engaged in such functions as administering the bar examination, formulating rules of professional conduct, disciplining licensees for misconduct, administering mandated continuing legal education requirements, administering other regulatory provisions affecting the profession or the practice of law, studying and recommending changes in legislation, cooperating with the Judicial Council, and providing various licensee services.

The State Bar is governed by a 13-member Board of Trustees. Five attorneys are appointed by the California Supreme Court and serve four year terms. Two attorneys are appointed by the Legislature, one by the Senate Committee on Rules and one by the Speaker of the Assembly. Six “public” or nonattorney members also serve. Four appointed by the Governor, and one by the Senate Committee on Rules and one by the Speaker of the Assembly. The Board is charged with the executive functions of the State Bar. Among other things it has the responsibility for fiscal policy, exercising contractual powers and administering the affairs of the State Bar through its chosen Executive Director.

2. BASIS OF PRESENTATION

The financial statements, providing information of the State Bar, have been prepared in accordance with accounting principles generally accepted in the United States of America as prescribed by the Governmental Accounting Standards Board (“GASB”). The State Bar reports its financial activities as one consolidated enterprise fund. Revenues are recorded when earned and expenses are recorded when liabilities are incurred, regardless of the timing of the related cash flows.

The accounts of the State Bar are organized on the basis of funds, each of which is considered a separate accounting entity with its own self-balancing set of accounts that comprise its assets, deferred outflows of resources, liabilities, deferred inflows of resources, fund net position, revenues and expenditures or expenses. The State Bar’s funds are established for the purpose of carrying out specific activities or certain objectives in accordance with specific regulations, restrictions or limitations. Revenues and expenses are tracked by funding source in 15 sub-funds, as described below:

General Fund – The General Fund accounts for resources that are generally available for State Bar purposes, subject to budget priorities set by the Board.

S.F. Tenant Improvement Fund – The Tenant Improvement Fund was established to support the tenant improvement work at the State Bar’s 180 Howard Street location. The State Bar secured a \$10 million dollar loan in 2016 to provide funding for tenant improvements.

Admissions Fund – The Admissions Fund accounts for fees and expenses related to administering the bar examination and other requirements for the admission to the practice of law in the State of California.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

2. BASIS OF PRESENTATION (Continued)

Annual Meeting Fund – The Annual Meeting Fund was part of the Offices of Education which included the Sections. The Annual Meeting was discontinued in year 2017

Grants Fund – The Grants Fund is used to account for the various grants received and special projects undertaken by the State Bar.

Sections Fund – The Sections Fund accounted for the activities of sixteen sections, which consisted of specific practice areas or areas of professional interest and provided members with a vehicle for communicating with each other, educating themselves, and commenting on relevant legislation. Resources were provided through assessments of the Sections' membership and revenue from seminars and workshops.

The State Bar remitted to the California Lawyer Association (“CLA”) \$500,000 on October 26, 2017, \$1.0 million on January 17, 2018 and approximately \$6.3 million on January 31, 2018. Together these payments represent transfer of the Sections' financial reserves to CLA in accordance with Senate Bill 36 (2017). Senate Bill 36 also redirects all of the State Bar's affinity program revenue and 75% of its insurance program revenue to other entities beginning January 1, 2018, resulting in revenue reduction of approximately \$1.5 million.

This fund was closed during 2018.

Client Security Fund – The Client Security Fund maintains funds from which licensees' clients can be reimbursed for pecuniary losses resulting from dishonest conduct on the part of their attorneys. Such reimbursement is discretionary and, currently, is not to exceed \$100,000 per application for reimbursement on any one transaction, as prescribed by the Board of Trustees. Obligations are accrued in the statement of net position based on final approved applications by the Client Security Fund Commission. This fund is replenished through annual assessments of \$40 per active member and \$10 per inactive member.

Elimination of Bias Fund – The Elimination of Bias Fund (formerly Elimination of Bias and Bar Relations) supports certain programs similar to those once undertaken by Access & Inclusion, Program Development, and Bar Relations Offices. The fee of \$5 was collected in 2016, but was an optional donation in 2017. Further, the Bar Relations Program was discontinued in 2017. In the 2018 bill year, the deduction for the remaining Elimination of Bias program was reset to \$2 by the Board of Trustees.

Equal Access Fund – Since 1999, the California Budget Act has included funds to provide free legal services in civil matters for indigent Californians. The funds are in the budget of the State Judicial Council for grants to be administered by the State Bar's Legal Services Trust Fund Commission through the Equal Access fund. The Administrative Office of the Courts contracts with the State Bar for the administration of these funds, which currently consist of grants to approximately 100 nonprofit legal aid organizations, and reimburses the State Bar for its administrative expenses.

In 2005, the Uniform Civil Fees and Standard Fee Schedule Act (AB 145) was approved by the Legislature and the Governor. The Act established a new distribution of \$4.80 per filing to the Equal Access Fund. These revenues were collected by the trial courts starting in January 2006 to fund grants to nonprofit legal aid organizations for the grant year.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

2. BASIS OF PRESENTATION (Continued)

Information Technology Special Assessment Fund – The Information Technology Special Assessment Fund is used to upgrade the information technology system, including purchasing and maintenance costs of both computer hardware and software. This fund is supported by a special assessment fee of \$10 from active licensees, which sunsetted after December 31, 2013.

Justice Gap Fund – The Justice Gap Fund is used to help close the justice gap for needy Californians by voluntary donations to legal aid, pursuant to AB 2301. Licensees may contribute more or less than the recommended donation or elect to make no donation.

Lawyers Assistance Program Fund – The Lawyers Assistance Program Fund was established for the protection of the public, the courts and the legal profession by providing education, remedial, and rehabilitative programs to those licensees of the State Bar who are in need of assistance as a result of disability related to substance abuse or mental illness. This fund is replenished through annual assessments of \$10 per active licensee and \$5 per inactive licensee.

Legislative Activities Fund – The Legislative Activities Fund accounts for the consideration of measures that are deemed outside the parameters established in Keller vs. the State Bar, the purview determination and any litigation in support or defense of that lobbying. Such activities are funded by licensees electing to support these activities. This fee of \$5 was collected in 2016 but was an optional donation in 2017 for active licensees. In 2018 the opt-out provision was reinstated for active licensees.

Legal Services Trust Fund – The Legal Services Trust Fund is used to expand the availability and improve the quality of existing free legal services in civil matters to indigent persons and to initiate new programs that would provide such services. Under this program, interest earned on certain client trust accounts held by California attorneys is legally required to be forwarded to the State Bar and, after deduction of the State Bar's administrative costs, the remainder is to be distributed as grants. In addition, the Trust Fund is supplemented by an increase in the annual fee mandated by Section 6140.03 of the Business and Professions Code. Section 6140.3 allocated \$40 of the licensee fee to the Trust Fund. Under the legislation, licensees may elect to reduce their fees by this amount if they choose not to support the activities authorized under this bill.

Legal Specialization Fund – The Legal Specialization Fund accounts for the certification of legal specialists in areas of family law; criminal law, taxation law, immigration and nationality law, workers' compensation law, personal and small business bankruptcy law, estate planning, trust and probate law, and appellate law. Resources are provided by application fees, certification fees, recertification fees and annual licensing fees.

Bank Settlement Fund – In March 2016, the State Bar's Legal Services Trust Fund (LSTF) Program received a \$44.8 million bank settlement grant award as a result of a settlement between the U.S. Department of Justice and Bank of America. A separate program fund is established to track future grant distribution activities.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies of the State Bar conform to accounting principles generally accepted in the United States of America as applicable to government units. The following is a summary of the significant accounting policies:

Cash and Cash Equivalents – Cash and cash equivalents includes all cash and liquid investments with initial maturity of three months or less at the date of purchase. At December 31, 2018 and 2017, cash equivalents consisted of demand deposit accounts, money market accounts, and deposits in the California LAIF.

Grant Revenues and Donations – The Legal Services Trust Fund Program administers three funds: Interest on Lawyers’ Trust Accounts, the state Equal Access Fund (“EAF”) and the Justice Gap Fund. These funds are granted to nonprofit organizations that provide free civil legal services to low-income Californians. The Legal Services Trust Fund receives interest on attorney-client trust accounts. Revenue is recognized as income when earned, and grant expense is recognized in the period in which the Legal Services Trust Fund Commission awards the grants. EAF receives grants from the State Judicial Council. Grant revenue and corresponding expense are recognized as income and expense in the year to which the grants apply, based on the grant contracts. The Justice Gap Fund receives contributions from licensees. Revenue is recognized as income when received.

Investments – The State of California’s statutes and the State Bar’s investment policy authorize the State Bar to invest its cash surplus in U.S. Treasury obligations, obligations of U.S. agencies, bankers’ acceptances, collateralized bank deposits, negotiable certificates of deposit, commercial paper, repurchase agreements secured by U.S. Treasury or agency obligations, reverse repurchase agreements, corporate bonds, medium term notes, and mortgage backed securities. Investment transactions are recorded on the trade date, and all investments are reported at estimated fair value. The fair value represents the amount the State Bar could reasonably expect to receive for an investment in a current sale between a willing buyer and seller. The fair value of investments is obtained by using quotations from independent published sources.

Restricted Cash – The State Bar’s loan agreement contains certain covenants that include the maintenance of a \$7.1 million deposit with Bank of America as a debt service reserve fund, which is classified as restricted cash as of December 31, 2018 and 2017.

Capital Assets – Capital assets are stated at cost, net of accumulated depreciation, determined using the straight-line method over the estimated useful lives of forty years for buildings, ten years for furniture and fixtures, and four to seven years for equipment and software. Leasehold improvements and equipment acquired under capital leases are amortized over the shorter of the term of the lease or its useful life. The State Bar’s policy is to capitalize acquisitions of capital assets with a useful life greater than one year and a cost of \$5,000 or more.

Unearned Fees Collected in Advance – Unearned fees collected in advance are recognized as income when earned. Accordingly, fees are recorded as revenue in the year to which the fees apply. Fees received but not yet earned are recorded as unearned fees collected in advance in the accompanying statements of net position.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Operating Revenues and Expenses – Operating revenues and expenses consist primarily of income earned or expenses incurred related to admission, discipline and regulation of attorneys, and other programs that enhance lawyer ethics and competence or improve the quality of legal services and the justice system. All other amounts are considered nonoperating. Expenses incurred for purposes for which restricted and unrestricted assets are available are first satisfied with restricted assets, to the extent available.

Nonoperating Revenues and Expenses – Nonoperating revenues and expenses consist of investment income, realized and unrealized gains or losses on investments, rental income, and interest expense on loan.

Accounts and Other Receivables – Accounts and other receivables consist of rental income receivable and State Bar Journal display advertising income receivable. Revenue is recognized as income when earned in the period to which the revenue applies.

Compensated Absences – Compensated absences reports earned but unused vacation and sick leave benefits. State Bar employees have a vested interest in accrued compensated absences.

Deferred Outflows/Inflows of Resources – In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resources (expense) until then.

In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resources (revenue) until that time.

Pension and Other Postemployment Benefits (OPEB) – For purposes of measuring the net pension liability and net OPEB liability (asset), deferred outflows/inflows of resources related to pension and OPEB, and pension and OPEB expenses, information about the fiduciary net position of the State Bar’s pension and OPEB plans and additions to/deductions from the plans’ fiduciary net positions have been determined on the same basis as they are reported by the California Public Employees’ Retirement System (CalPERS) and the California Employer’s Retiree Benefit Trust Fund Program (CERBT), respectively. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. CalPERS plan member contributions are recognized in the period in which the contributions are due. Investments are reported at fair value.

Client Security Fund (“CSF”) Application – CSF application liabilities are determined in accordance with Business and Professions Code section 6140.5. This section authorizes the State Bar to establish the CSF to “relieve or mitigate pecuniary losses caused by the dishonest conduct of those active licensees of the bar.” Payment from CSF is completely discretionary. The State Bar is free to prescribe applicable regulations and conditions for payments and no applicant to the program has any right to payment. In 2012, the State Bar conducted a legal analysis of CSF and the governing rules of the program and determined that when a CSF application is finally approved by the Committee, it will

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

be recognized as an outstanding obligation in the State Bar's financial statement. There are 2,891 applications pending for processing as of December 31, 2018, in the amount of \$57.7 million, and for December 31, 2017, there were 3,431 pending applications in the amount of \$52.3 million. As of December 31, 2018 and 2017, estimated application payout amounts were \$9.2 million and \$6.4 million, respectively, based on a rolling average of 24 months' historical applications payout ratio of 38.2% in 2018 and 44.6% in 2017. Cash and investments available for application reimbursement in the CSF were approximately \$0.4 million and \$3.1 million as of December 31, 2018 and 2017, respectively.

Restricted Net Position – Restricted net position reflects the net position that is subject to constraints either (1) externally imposed by creditors, grantors, contributors, trust agreements, or laws or regulations of other governments, or (2) imposed by law through constitutional provisions or enabling legislation. A legally enforceable enabling legislation restriction is one that a party external to a government – such as citizens, public interest groups, or the judiciary – can compel a government to honor. Restricted net position was \$80.3 million as of December 31, 2018, of which \$72.6 million was restricted by enabling legislation; and \$98.7 million as of December 31, 2017, of which \$79.2 million was restricted by enabling legislation.

Net Investments in Capital Assets – Net investments in capital assets consists of capital assets, including restricted capital assets, net of accumulated depreciation and reduced by the outstanding balances of borrowings that are attributable to the acquisition, construction, or improvement of those assets.

Unrestricted Net Position – Unrestricted net position includes all resources for which management or the Board of Trustees holds discretion over their use in advancement of the State Bar's objectives. Unrestricted Net Position was negative \$22.9 million as of December 31, 2018, and negative \$21.1 million as of December 31, 2017.

Reserve Policy – The State Bar's Reserve Policy requires it to maintain a working capital (current assets less current liabilities) balance that equates to two months or a level of 17 percent of operating expenses for all non-grant funds. Funds subject to the policy are the General Fund, Legislative Activities Fund, Elimination of Bias Fund, Lawyer Assistance Program Fund, Legal Specialization Fund, Client Security Fund, and Admissions Fund. Whenever reserve levels surpass 30 percent, for a consecutive six-month period, a reserve spend-down plan shall occur in accordance with the principles stated in the Reserve Policy. For purposes of the Minimum Reserve Target, operating expenses of the Client Security Fund shall exclude application payouts.

Special Items – Special items are transactions or events that are within the control of the State Bar and are either unusual in nature or infrequent in occurrence.

Use of Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions. These estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

Reclassifications – Certain amounts in the 2017 financial statements have been reclassified to conform to the 2018 presentation.

Effects of New Pronouncements

During the year ended December 31, 2018, the State Bar implemented the following GASB Statements:

GASB Statement No. 75 – In June 2015, GASB issued Statement No. 75, *Accounting and Financial Reporting for Post-Employment Benefits Other Than Pensions*. This Statement replaces the requirements of Statements No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*, as amended, and No. 57, *OPEB Measurements by Agent Employers and Agent Multiple-Employer Plans, for OPEB*. Statement No. 75, establishes new accounting and financial reporting requirements for OPEB plans. The scope of this Statement addresses accounting and financial reporting for OPEB that is provided to the employees of state and local governmental employers. This Statement establishes standards for recognizing and measuring liabilities, deferred outflows of resources, deferred inflows of resources, and expense/expenditures. For defined benefit OPEB, this Statement identifies the methods and assumptions that are required to be used to project benefit payments, discount projected benefit payments to their actuarial present value, and attribute that present value to periods of employee service. Note disclosure and required supplementary information requirements about defined benefit OPEB also are addressed.

The State Bar implemented Statement No. 75 for the fiscal year ended December 31, 2018, restated the beginning net position by \$14,427,533, to record (1) a beginning net OPEB liability of \$3,488,570; (2) deferred outflows of resources related to OPEB contributions made after the measurement date of \$1,209,258; and (3) removal of the other postemployment benefits asset recorded in accordance with GASB Statement No. 45 of \$12,148,221.

GASB Statement No. 81 – In March 2016, the GASB issued Statement No. 81, *Irrevocable Split-Interest Agreements*. The statement provides recognition and measurement guidance for situations in which a government is a beneficiary of these agreements. Implementation of this statement did not have a significant impact on the State Bar's financial statements for the year ended December 31, 2018.

GASB Statement No. 85 - In March 2017, the GASB issued Statement No. 85, *Omnibus 2017*. The objective of the statement is to address practice issues that have been identified during implementation and application of certain GASB Statements. The statement addresses a variety of topics including issues related to blending component units, goodwill, fair value measurement and application, and postemployment benefits (pensions and other postemployment benefits). Implementation of this statement did not have a significant impact on the State Bar's financial statements for the year ended December 31, 2018.

GASB Statement No. 86 - In May 2017, the GASB issued Statement No. 86, *Certain Debt Extinguishment Issues*. The primary objective of the statement is to improve consistency in accounting and financial reporting for in-substance defeasance of debt by providing guidance for transactions in which cash and other monetary assets acquired with only existing resources - resources other than the proceeds of refunding debt - are placed in an irrevocable trust for the sole purpose of extinguishing debt. Implementation of this statement did not have a significant impact on the State Bar's financial statements for the year ended December 31, 2018.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

The State Bar is currently analyzing its accounting practices to determine the potential impact on the financial statements for the following GASB Statements:

GASB Statement No. 83 – In November 2016, the GASB issued Statement No. 83, *Certain Asset Retirement Obligations*. The statement addresses accounting and financial reporting for certain asset retirement obligations (AROs). An ARO is a legally enforceable liability associated with the retirement of a tangible capital asset. A government that has legal obligations to perform future asset retirement activities related to its tangible capital assets should recognize a liability based on the guidance in this statement. The requirements of this statement are effective for the State Bar's year ending December 31, 2019.

GASB Statement No. 84 – In January 2017, GASB issued Statement No. 84 – *Fiduciary Activities*. This statement establishes criteria for identifying fiduciary activities of all state and local governments. The focus of the criteria generally is on (1) whether a government is controlling the assets of the fiduciary activity and (2) the beneficiaries with whom a fiduciary relationship exists. The Statement provides separate criteria to identify fiduciary component units and postemployment benefit arrangements that are fiduciary activities. If applicable, the Statement identifies four funds that should be reported: (1) pension (and other employee benefit) trust funds, (2) investment trust funds, (3) private-purpose trust funds, and (4) custodial funds. GASB 84 is not effective for the State Bar until year ending December 31, 2019.

GASB Statement No. 87 – In June 2017, GASB issued Statement No. 87 – *Leases*. This Statement requires recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions of the contract. It establishes a single model for lease accounting based on the foundational principle that leases are financings of the right to use an underlying asset. GASB 87 is not effective for the State Bar until year ending December 31, 2020.

GASB Statement No. 88 – In April 2018, GASB issued Statement No. 88 – *Certain Disclosures Related to Debt, Including Direct Borrowings and Direct Placements*. This Statement defines debt for purposes of disclosure in notes to financial statements as a liability that arises from a contractual obligation to pay cash (or other assets that may be used in lieu of cash) in one or more payments to settle an amount that is fixed at the date the contractual obligation is established. The Statement requires that additional essential information related to debt be disclosed in notes to financial statements, including unused lines of credit; assets pledged as collateral for the debt; and terms specified in debt agreements related to significant events of default with finance-related consequences, significant termination events with finance-related consequences, and significant subjective acceleration clauses. GASB 88 is not effective for the State Bar until year ending December 31, 2019.

GASB Statement No. 89 – In June 2018, GASB issued Statement No. 89, *Accounting for Interest Costs Incurred Before the End of a Construction Period*. This statement establishes accounting requirements for interest cost incurred before the end of a construction period. The objectives of this Statement are (1) to enhance the relevance and comparability of information about capital assets and the cost of borrowing for a reporting period and (2) to simplify accounting for interest cost incurred before the end of a construction period. This Statement requires that interest cost incurred before the

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

3. SIGNIFICANT ACCOUNTING POLICIES (Continued)

end of a construction period be recognized as an expenditure/expense in the period in which the cost is incurred. As a result, interest cost incurred before the end of a construction period will not be included in the historical cost of a capital asset. GASB 89 is effective for the State Bar's year ending December 31, 2020.

GASB Statement No. 90 – In August 2018, GASB issued Statement No. 90, *Minority Equity Interests- An Amendment of GASB Statement No. 14 and No. 61*. The primary objectives of this Statement are to improve the consistency and comparability of reporting a government's majority equity interest in a legally separate organization and to improve the relevance of financial statement information for certain component units. It defines a majority equity interest and specifies that a majority equity interest in a legally separate organization should be reported as an investment if a government's holding of the equity interest meets the definition of an investment. GASB 90 is effective for the State Bar's year ending December 31, 2019.

4. CASH, CASH EQUIVALENTS, AND INVESTMENTS

Cash and Cash Equivalents – Cash and cash equivalents are generally considered short-term, highly liquid investments with maturity of three months or less from the purchase date. Cash equivalents consisted of demand deposit accounts, money market accounts, and deposits in Local Agency Investment Fund. As of December 31, 2018, the carrying amount of the State Bar's unrestricted deposits is \$46,439,784 and the bank balance is \$46,420,966. At December 31, 2017, the carrying amount of the State Bar's unrestricted deposits is \$82,920,673 and the bank balance is \$86,070,113. At December 31, 2018 and 2017, the State Bar had restricted deposits held by the bank in the amount of \$7,105,000, respectively. The difference between the carrying amount and the bank balance represents outstanding checks and deposits in transit. The State Bar's deposits are insured up to \$250,000 by the Federal Deposit Insurance Corporation and the balance in excess of \$250,000 is fully collateralized per Government Code.

The State Bar invests in the Local Agency Investment Fund (LAIF). LAIF is part of the State of California Pooled Money Investment Account ("PMIA"). The value of the pool shares in LAIF is determined on an amortized cost basis, which approximates fair value. PMIA is not SEC-registered and is not rated, but is required to invest according to the California State Government Code. The Local Investment Advisory Board, which consists of five members designated by state statutes, has oversight responsibility for LAIF.

As of December 31, 2018, the PMIA balance is \$83.6 billion, of which 100% is invested in nonderivative financial products with 2.67% in structured notes and asset-backed securities. The total amount invested by all public agencies in LAIF is \$21.3 billion, and the State Bar's investment in LAIF is \$37.1 million. The average maturity of PMIA investments is 192 days as of December 31, 2018. As of December 31, 2017, the PMIA balance is \$74.3 billion, of which 96.4% is invested in nonderivative financial products with 1.1% in structured notes and 2.5% in asset-backed securities. The total amount invested by all public agencies in LAIF is \$21.2 billion, and the State Bar's investment in LAIF is \$64.3 million. The average maturity of PMIA investments was 186 days as of December 31, 2017.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

4. CASH, CASH EQUIVALENTS, AND INVESTMENTS (Continued)

The State Bar’s pooled cash and cash equivalents at December 31, 2018 and 2017 is composed of:

	2018	2017
LAIF	\$ 37,175,962	\$ 64,451,307
Money Market	5,901,795	5,787,303
Other Cash	3,362,027	12,682,063
Restricted Cash	7,105,000	7,105,000
Total Cash and Cash Equivalents	\$ 53,544,784	\$ 90,025,673

Investments – It is the investment policy of the State Bar to invest public funds in a manner which will provide the maximum security with best investment return, while meeting the daily cash flow demands of the State Bar, and conforming to all State statutes governing the investment of public funds and all resolutions of the Board of Trustees. The State Bar invests a substantial portion of its funds in fixed income securities, which limits the State Bar’s exposure to most types of risk. Investment of funds is governed by the State Bar’s investment policy, as discussed under note 3.

There are many factors that can affect the value of investments. Some, such as custodial credit risk, concentration of credit risk, interest rate risk, and credit risk, may affect both equity and fixed income securities. Equity and debt securities respond to such factors as economic conditions, individual company earnings performance, and market liquidity, while fixed income securities are particularly sensitive to credit risks and changes in interest rates.

Fair Value of Investments – Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Assets and liabilities reported at fair value are organized into a hierarchy based on the levels of inputs observable in the marketplace that are used to measure fair value. Inputs are used in applying the various valuation techniques and take into account the assumptions that market participants use to make valuation decisions. Inputs may include price information, credit data, liquidity statistics and other factors specific to the financial instrument. The three levels of this hierarchy are:

Level 1 – Quoted prices active markets for identical assets or liabilities.

Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in active markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.

Level 3 – Unobservable inputs that are supported by little or no market actively and that are significant to the fair value of the assets or liabilities.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

4. CASH, CASH EQUIVALENTS, AND INVESTMENTS (Continued)

The fair value measurements of investments for December 31, 2018 and 2017 are as follows:

Description	12/31/2018	Fair Value Measurements Using		
		Level 1	Level 2	Level 3
Investments by fair value level				
U.S. Government agencies	\$ 46,902,106	\$ -	\$ 46,902,106	\$ -
Municipal bond	2,990,659	-	2,990,659	-
Corporate bonds	21,638,316	-	21,638,316	-
Common stock	128,660	128,660	-	-
Total investments measured at fair value	\$ 71,659,741	\$ 128,660	\$ 71,531,081	\$ -

Description	12/31/2017	Fair Value Measurements Using		
		Level 1	Level 2	Level 3
Investments by fair value level				
U.S Government agencies	\$ 42,157,077	\$ -	\$ 42,157,077	\$ -
Common stock	164,042	164,042	-	-
Total investments measured at fair value	\$ 42,321,119	\$ 164,042	\$ 42,157,077	\$ -

Common stock is classified in Level 1 and valued using prices quoted in active markets for those securities. Government agency securities are classified in Level 2 and valued using quoted prices for identical securities in markets that are not active. Corporate bonds and Municipal bond are classified in Level 2 and valued using quoted prices for similar securities in active markets.

Custodial Credit Risk – The custodial credit risk for *deposits* is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The custodial credit risk for *investments* is the risk that, in the event of the failure of the counterparty to a transaction, a government will not be able to recover the value of investment or collateral securities that are in the possession of an outside party. The California Government Code and the State Bar’s investment policy do not contain legal or policy requirements that would limit the exposure to custodial credit risk for deposits or investments; however, the California Government Code requires that a financial institution secure deposits made by state or local government units by pledging securities in an undivided collateral pool held by a depository regulated under state laws (unless so waived by the governmental unit). The fair value of the pledged securities in the collateral pool must equal at least 110% of the total amount deposited by the public agencies. California law also allows financial institutions to secure government deposits by pledging first trust deed mortgage notes having a value of 150% of the secured public deposits.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

4. CASH, CASH EQUIVALENTS, AND INVESTMENTS (Continued)

Concentration of Credit Risk – Concentration of credit risk is the risk associated with a lack of diversification, such as having substantial investments in a few individual issuers, thereby exposing the State Bar to greater risks resulting from adverse economic, political, regulatory, geographic, or credit developments. The investment policy of the State Bar contains no limitations on the amount that can be invested in any one issuer beyond that stipulated by the California Government Code.

Investments in any one issuer (other than U.S. Treasury securities, mutual funds, and external investment pools) that represent 5% or more of the total State Bar’s investments subject to concentration of credit risk are as follows:

Issuer	Investment Type	2018		2017	
		Fair Value		Fair Value	
Federal Home Loan Bank	U.S. government agencies	\$ 25,306,358	35.3%	\$ -	-
Federal Farm Credit Bank	U.S. government agencies	3,109,531	4.4%	18,917,320	44.9%
Federal Home Loan Mortgage Corp	U.S. government agencies	12,280,092	17.1%	23,239,757	55.1%
Federal National Mortgage Assoc.	U.S. government agencies	6,206,125	8.7%	-	-
State of California	Municipal Bond	2,990,659	4.2%	-	-
Corporate Bonds	Corporate bonds	21,638,316	30.3%	-	-
		<u>\$ 71,531,081</u>	<u>100.0%</u>	<u>\$ 42,157,077</u>	<u>100.0%</u>

Interest Rate Risk – Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The terms of a debt investment may cause its fair value to be highly sensitive to changes in interest rates. Fixed income security investments subject to interest rate risk at December 31, 2018 and 2017, are as follows:

	Fair Value	Fair Value as a Percentage of Fixed Income Securities	Weighted Average Maturity (Years)
December 31, 2018			
U.S. government agencies	\$ 46,902,106	66.0%	1.75
Municipal Bonds	2,990,659	4.0%	3.25
Corporate Bonds	21,638,316	30.0%	2.21
	<u>\$ 71,531,081</u>	<u>100.0%</u>	
December 31, 2017			
U.S. government agencies	<u>\$ 42,157,077</u>	<u>100.0%</u>	0.45

Credit Risk – Credit risk is the risk that an issuer of an investment will not fulfill its obligation to the holder of the investment. This is measured by the assignment of a rating by a nationally recognized statistical rating organization. State law and the State Bar’s investment policy limit the State Bar’s investment in commercial paper to the rating of P-1 or better by Moody’s Investors Service, or A-1 or higher by Standard & Poor’s; corporate bonds to the rating of A by Moody’s Investors Service or Standards & Poor’s; and mutual funds to institutions rated within the top two ratings of a nationally recognized rating service. No limits are placed on U.S. government agency securities.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

4. CASH, CASH EQUIVALENTS, AND INVESTMENTS (Continued)

Fixed income security investments that are subject to credit risk at December 31, 2018 and 2017, are as follows:

	2018		2017	
	Fair Value	Fair Value as a Percentage of Fixed Income Securities	Fair Value	Fair Value as a Percentage of Fixed Income Securities
S & P's rating				
AAA	\$ 6,181,969	8.6%	\$ -	-
AA+	53,169,666	74.4%	42,157,077	100.0%
A+	3,109,125	4.3%	-	-
AA-	9,070,321	12.7%	-	-
Total fixed income securities	\$ 71,531,081	100.0%	\$ 42,157,077	100.0%

5. CAPITAL ASSETS

Capital asset activity for the years ended December 31, 2018 and 2017, are as follows:

	Balance January 1, 2018	Increases	Decreases	Balance December 31, 2018
Capital assets, not being depreciated:				
Land	\$ 19,537,615	\$ -	\$ -	\$ 19,537,615
Capital assets, being depreciated:				
Buildings and leasehold improvements	88,601,937	-	-	88,601,937
180 Howard Tenant Improvements	6,275,656	5,369,506	-	11,645,162
Equipment and software	10,657,312	4,216,059	-	14,873,371
Furniture and fixtures	5,512,099	-	-	5,512,099
Total capital assets, being depreciated	111,047,004	9,585,565	-	120,632,569
Less accumulated depreciation for:				
Buildings and leasehold improvements	(22,540,343)	(2,265,970)	-	(24,806,313)
180 Howard Tenant Improvements	(1,637,586)	(475,423)	-	(2,113,009)
Equipment and software	(8,242,370)	(321,201)	-	(8,563,571)
Furniture and fixtures	(3,175,683)	(383,672)	-	(3,559,355)
Total accumulated depreciation	(35,595,982)	(3,446,266)	-	(39,042,248)
Total capital assets, being depreciated, net	75,451,022	6,139,299	-	81,590,321
Capital assets, net	\$ 94,988,637	\$ 6,139,299	\$ -	\$ 101,127,936

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

5. CAPITAL ASSETS (Continued)

	Balance January 1, 2017	Increases	Decreases	Balance December 31, 2017
Capital assets, not being depreciated:				
Land	\$ 19,537,615	\$ -	\$ -	\$ 19,537,615
Capital assets, being depreciated:				
Buildings and leasehold improvements	88,601,937	-	-	88,601,937
180 Howard Tenant Improvements	5,779,487	496,169	-	6,275,656
Equipment and software	8,623,120	2,034,192	-	10,657,312
Furniture and fixtures	5,512,099	-	-	5,512,099
Total capital assets, being depreciated	<u>108,516,643</u>	<u>2,530,361</u>	<u>-</u>	<u>111,047,004</u>
Less accumulated depreciation for:				
Buildings and leasehold improvements	(20,284,924)	(2,255,419)	-	(22,540,343)
180 Howard Tenant Improvements	(1,214,710)	(422,876)	-	(1,637,586)
Equipment and software	(7,486,870)	(755,500)	-	(8,242,370)
Furniture and fixtures	<u>(2,792,011)</u>	<u>(383,672)</u>	<u>-</u>	<u>(3,175,683)</u>
Total accumulated depreciation	<u>(31,778,515)</u>	<u>(3,817,467)</u>	<u>-</u>	<u>(35,595,982)</u>
Total capital assets, being depreciated, net	<u>76,738,128</u>	<u>(1,287,106)</u>	<u>-</u>	<u>75,451,022</u>
Capital assets, net	<u>\$ 96,275,743</u>	<u>\$ (1,287,106)</u>	<u>\$ -</u>	<u>\$ 94,988,637</u>

Depreciation expense for the years ended December 31, 2018 and 2017 was \$3,446,266 and \$3,817,467 respectively.

The State Bar leases certain office space at its facilities in San Francisco and Los Angeles, California, to tenants under various lease agreements. The carrying amounts of the leased portions of the San Francisco and Los Angeles buildings have not been determined. Future minimum lease revenue under these noncancelable operating leases at December 31, 2018, are as follows:

Year Ending December 31:	Future Minimum Revenue	
	San Francisco	Los Angeles
2019	\$ 2,727,913	\$ 396,656
2020	3,516,169	396,656
2021	3,110,525	396,656
2022	3,106,313	396,656
2023	3,197,878	406,572
Thereafter	-	4,200,422
	<u>\$ 15,658,798</u>	<u>\$ 6,193,618</u>

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

6. ACCOUNTS PAYABLE AND OTHER LIABILITIES

At December 31, 2018 and 2017, accounts payable and other current liabilities consisted of the following:

	2018	2017
Accounts payable	\$ 9,756,306	\$ 8,514,043
Compensated absences	3,645,935	3,367,883
Other liabilities	2,027,626	668,700
Total accounts payable and other liabilities	\$ 15,429,867	\$ 12,550,626

Obligations that are due within a year are presented as current liabilities in the statements of net position. Compensated absences include noncurrent portions that are due beyond one year. The table below provides additional information for these balances:

	Balance January 1, 2018	Additions	Reductions	Balance December 31, 2018	Amount Due within One Year
Compensated absences	\$ 3,694,468	\$ 4,338,499	\$ (4,268,666)	\$ 3,764,301	\$ 3,645,935

	Balance January 1, 2017	Additions	Reductions	Balance December 31, 2017	Amount Due within One Year
Compensated absences	\$ 4,063,860	\$ 3,695,179	\$ (4,064,571)	\$ 3,694,468	\$ 3,367,883

7. LOANS PAYABLE

On November 1, 2012, the State Bar entered into a Real Estate Loan Agreement in the amount of \$25,500,000 with Bank of America, N.A. for the purpose of financing the costs of purchasing real property located at 845 South Figueroa Street, Los Angeles. The loan bears a tax-exempt fixed rate of 4.26% per year and is due on November 1, 2027, with a monthly payment of \$191,802. The loan agreement contains certain covenants including the maintenance of a \$4.6 million deposit with Bank of America as debt service reserve fund, which is reported as restricted cash on the accompanying Statement of Net Position. As of December 31, 2018 and 2017 the outstanding loan balance was \$17,050,127 and \$18,589,656, respectively.

On April 22, 2016, the State Bar entered into a Real Estate Loan Agreement in the amount of \$10,000,000 with Bank of America, N.A. for the purpose of financing the costs of Tenant Improvement located at 180 Howard Street, San Francisco. The loan bears a tax-exempt fixed rate of 4.26% per year and is due on April 1, 2026, with a monthly payment of \$104,218. The loan agreement contains certain covenants including the maintenance of a \$2.5 million deposit with Bank of America as debt service reserve fund, which is reported as restricted cash on the accompanying Statement of Net Position. As of December 31, 2018 and 2017, the outstanding loan balances of the San Francisco loan was \$7,769,457 and \$8,639,202, respectively.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

7. LOANS PAYABLE (Continued)

	San Francisco	Los Angeles	Total
Term loan - Bank of America, December 31, 2017	\$ 8,639,203	\$ 18,589,656	\$ 27,228,859
Additions	-	-	-
Repayments	(869,746)	(1,539,529)	(2,409,275)
Balance as of December 31, 2018	\$ 7,769,457	\$ 17,050,127	\$ 24,819,584
Current loan payable	\$ 910,791	\$ 1,606,408	\$ 2,517,199
Noncurrent loan payable	6,858,666	15,443,719	22,302,385
Balance as of December 31, 2018	\$ 7,769,457	\$ 17,050,127	\$ 24,819,584

	San Francisco	Los Angeles	Total
Term loan - Bank of America, December 31, 2016	\$ 9,398,798	\$ 19,939,281	\$ 29,338,079
Additions	70,956	125,809	196,765
Repayments	(830,552)	(1,475,434)	(2,305,986)
Balance as of December 31, 2017	\$ 8,639,202	\$ 18,589,656	\$ 27,228,858
Current loan payable	\$ 869,746	\$ 1,539,528	\$ 2,409,274
Noncurrent loan payable	7,769,457	17,050,127	24,819,584
Balance as of December 31, 2017	\$ 8,639,203	\$ 18,589,655	\$ 27,228,858

The annual repayment schedule as of December 31, 2018, is as follows:

Year Ending December 31, 2018	Principal	Interest
2019	\$ 2,517,199	\$ 1,035,034
2020	2,629,965	922,268
2021	2,747,791	804,442
2022	2,870,906	681,329
2023	2,999,544	552,691
2024-2027	11,054,179	882,650
Total	\$ 24,819,584	\$ 4,878,414

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN

Plan Description – The State Bar’s defined benefit plan, the Miscellaneous Plan of the State Bar of California (“Plan”), provides retirement and disability benefits, annual cost of living adjustments, and death benefits to Plan members and beneficiaries. The Plan is part of the Public Agency portion of CalPERS, an agent multiple-employer plan administered by CalPERS, which acts as a common investment and administrative agent for participating entities within the State of California. All full-time State Bar employees must participate in the Plan. Benefits vest after five years of service. Benefit provisions under the Plan are established by State statute. The State Bar has contracted with CalPERS for employee retirement benefits since the 1950’s. Amendments to the Plan are authorized by resolution of the Board of Trustees. CalPERS issues publicly available reports that include a full description of the pension plan regarding benefit provisions, assumptions, and membership information that can be found on the CalPERS website.

Benefits Provided – CalPERS provides service retirement and disability benefits, annual cost of living adjustments, and death benefits to plan members, who must be public employees and beneficiaries. Benefits are based on years of credited service, equal to one year of full time employment. Members who are hired prior to January 1, 2013, with five years of total service are eligible to retire at age 50 and members who were hired on or after January 1, 2013, with five years of total service are eligible to retire at age 52. As of December 31, 2018, the State Bar’s pension plan included 512 active members and 487 retirees and beneficiaries receiving benefits. All members are eligible for non-duty disability benefits after 10 years of service. As of December 31, 2017, the State Bar’s pension plan included 538 active members and 444 retirees and beneficiaries receiving benefits. All members are eligible for non-duty disability benefits after 10 years of service.

The death benefit is one of the following: the Basic Death Benefit, the 1957 Survivor Benefit, or the Optional Settlement 2W Death Benefit. The cost of living adjustments for each plan are applied as specified by the Public Employees’ Retirement Law. The State Bar has the right to modify the pension plan provisions prospectively at its discretion.

The Plan’s provisions and benefits in effect at December 31, 2018 and 2017, are summarized as follows:

	Miscellaneous	
	Prior to January 1, 2013	On or after January 1, 2013
Hire Date	1, 2013	January 1, 2013
Benefit formula	2% at 55	2% at 62
Benefit vesting schedule	5 years service	5 years service
Benefit payments	monthly for life	monthly for life
Retirement age	50	52
Monthly benefits, as a % of eligible compensation	1.426% to 2.418%	1.0% to 2.5%
Required employee contribution rates	7.0%	6.5%
Required employer contribution rates (2017)	9.743%	9.743%
Required employer contribution rates (2018)	9.186%	9.186%

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN (Continued)

Contributions – Section 20814(c) of the California Public Employees’ Retirement Law requires that the employer contribution rates for all public employers be determined on an annual basis by the actuary and shall be effective on the July 1 following notice of change in the rate. Funding contributions for the Plan are determined annually on an actuarial basis as of June 30 by CalPERS. The actuarially determined rate is the estimated amount necessary to finance the costs of benefits earned by employees during the year, with an additional amount to finance any unfunded accrued liability. The State Bar of California is required to contribute the difference between the actuarially determined rate and the contribution of employees. Employer contribution rates may change if plan contracts are amended. Payments made by the employer to satisfy contribution requirements that are identified by the pension plan member contribution requirements are classified as plan member contributions.

Net Pension Liability – The net pension liability for the Plan is measured as the total pension liability, less the pension plan’s fiduciary net position. For the year ended December 31, 2018, the net pension liability for the Plan is measured as of June 30, 2018, using an annual actuarial valuation as of June 30, 2017, rolled forward to June 30, 2018 using standard procedures. For the year ended December 31, 2017, the net pension liability for the Plan is measured as of June 30, 2017, using an annual actuarial valuation as of June 30, 2016, rolled forward to June 30, 2017 using standard procedures.

Actuarial assumptions – The total pension liability in the June 30, 2018, actuarial valuation was determined using the following actuarial assumptions:

	Miscellaneous
Valuation Date	June 30, 2017
Measurement Date	June 30, 2018
Actuarial Cost Method	Entry-Age Normal Cost
Actuarial Assumptions:	
Discount Rate	7.15%
Inflation	2.50%
Payroll Growth	2.87%
Projected Salary Increase	3.2% - 12.2% (1)
Investment Rate of Return	7.25% (2)
Mortality	(3)

- (1) Depending on age, service and type of employment
- (2) Net of pension plan investment expenses, including inflation
- (3) Derived using CalPERS' membership data for all Funds

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN (Continued)

The underlying mortality assumptions and all other actuarial assumptions used in the June 30, 2017, valuation were based on the results of a December 2017 actuarial experience study. Further details of the Experience Study can found on the CalPERS website.

The total pension liability in the June 30, 2017, actuarial valuation was determined using the following actuarial assumptions:

	Miscellaneous
Valuation Date	June 30, 2016
Measurement Date	June 30, 2017
Actuarial Cost Method	Entry-Age Normal Cost
Actuarial Assumptions:	
Discount Rate	7.15%
Inflation	2.75%
Payroll Growth	3.00%
Projected Salary Increase	3.2% - 12.2% (1)
Investment Rate of Return	7.50% (2)
Mortality	(3)

- (1) Depending on age, service and type of employment
- (2) Net of pension plan investment expenses, including inflation
- (3) Derived using CalPERS' membership data for all Funds

The underlying mortality assumptions and all other actuarial assumptions used in the June 30, 2016, valuation were based on the results of a January 2014 actuarial experience study for the period 1997 to 2011. Further details of the Experience Study can found on the CalPERS website.

Discount Rate – The discount rate used to measure the total pension liability as June 30, 2018 and 2017 was 7.15% for the Plan. To determine whether the municipal bond rate should be used in the calculation of a discount rate for each plan, CalPERS stress tested plans that would most likely result in a discount rate that would be different from the actuarially assumed discount rate. Based on the testing, none of the tested plans run out of assets. Therefore, the current 7.15% discount rate is adequate and the use of the municipal bond rate calculation is not necessary. The long term expected discount rate of 7.15% will be applied to all plans in the Public Employees Retirement Fund. The stress test results are presented in a detailed report that can be obtained from the CalPERS website.

The long-term expected rate of return on pension plan investments was determined using a building-block method in which best-estimate ranges of expected future real rates of return (expected returns, net of pension plan investment expense and inflation) are developed for each major asset class.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN (Continued)

In determining the long-term expected rate of return, CalPERS took into account both short-term and long-term market return expectations as well as the expected pension fund cash flows. Using historical returns of all the funds' asset classes, expected compound returns were calculated over the short-term (first ten years) and the long-term (11 to 60 years) using a building-block approach. Using the expected nominal returns for both short-term and long-term, the present value of benefits was calculated for each fund. The expected rate of return was set by calculating the single equivalent expected return that arrived at the same present value of benefits for cash flows as the one calculated using both short-term and long-term returns. The expected rate of return was then set equivalent to the single equivalent rate calculated above and rounded down to the nearest one quarter of one percent.

The following table reflects the long-term expected real rate of return by asset class. The rate of return was calculated using the capital market assumptions applied to determine the discount rate and asset allocation. These rates of return are net of administrative expenses.

As of June 30, 2018 measurement date, using a long-term rate of return on investments with a valuation date of June 30, 2017:

<u>Asset Class</u>	<u>Current Strategic Allocation</u>	<u>Real Return Years 1 - 10(a)</u>	<u>Real Return Years 11+(b)</u>
Global Equity	50.00%	4.80%	5.98%
Global fixed Income	28.00%	1.00%	2.62%
Inflation Sensitive	0.00%	0.77%	1.81%
Private Equity	8.00%	6.30%	7.23%
Real Estate	13.00%	3.75%	4.93%
Liquidity	1.00%	0.00%	-0.92%
Total	<u>100%</u>		

(a) An expected inflation of 2.0% used for this period.

(b) An expected inflation of 2.92% used for this period.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN (Continued)

As of June 30, 2017 measurement date, using a long-term rate of return on investments with a valuation date of June 30, 2016:

<u>Asset Class</u>	<u>Current Strategic Allocation</u>	<u>Real Return Years 1 - 10(a)</u>	<u>Real Return Years 11+(b)</u>
Global Equity	47.00%	4.90%	5.38%
Global fixed Income	19.00%	0.80%	2.27%
Inflation Sensitive	6.00%	0.60%	1.39%
Private Equity	12.00%	6.60%	6.63%
Real Estate	11.00%	2.80%	5.21%
Infrastructure and Forestland	3.00%	3.90%	5.36%
Liquidity	2.00%	-0.40%	-0.90%
Total	<u>100.0%</u>		

(a) An expected inflation of 2.5% used for this period.

(b) An expected inflation of 3.0% used for this period.

Changes in the Net Pension Liability – The changes in the Net Pension Liability for the Miscellaneous Plan for the year ended December 31, 2018 and 2017 are as follows:

	<u>Increase (Decrease)</u>		
	<u>Total Pension Liability</u>	<u>Plan Fiduciary Net Position</u>	<u>Net Pension Liability/(Asset)</u>
Balance at June 30, 2017	\$ 377,563,978	\$ 304,032,283	\$ 73,531,695
Changes in the year:			
Service cost	\$ 8,413,051	\$ -	\$ 8,413,051
Interest on the total pension liability	25,675,376	-	25,675,376
Changes of Assumptions	(11,012,926)		(11,012,926)
Differences between actual and expected experience	(3,317,028)	-	(3,317,028)
Net Plan to Plan Resource Movement		(745)	745
Contribution - employer	-	6,191,049	(6,191,049)
Contribution - employee	-	3,726,557	(3,726,557)
Net investment income	-	25,383,692	(25,383,692)
Administrative expenses	-	(473,766)	473,766
Benefit payments, including refunds of employee contributions	(16,688,769)	(16,688,769)	-
Other Miscellaneous ncome(Expense)	-	(899,690)	899,690
Net changes	<u>3,069,704</u>	<u>17,238,328</u>	<u>(14,168,624)</u>
Balance at June 30, 2018	<u>\$ 380,633,682</u>	<u>\$ 321,270,611</u>	<u>\$ 59,363,071</u>

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN (Continued)

	Increase (Decrease)		
	Total Pension Liability	Plan Fiduciary Net Position	Net Pension Liability/(Asset)
Balance at June 30, 2016	\$ 337,792,017	\$ 277,874,507	\$ 59,917,510
Changes in the year:			
Service cost	\$ 8,895,961	\$ -	\$ 8,895,961
Interest on the total pension liability	25,355,446	-	25,355,446
Changes of Assumptions	21,023,063	-	21,023,063
Differences between actual and expected experience	(1,780,377)	-	(1,780,377)
Contribution - employer	-	5,519,957	(5,519,957)
Contribution - employee	-	3,697,300	(3,697,300)
Net investment income	-	31,072,914	(31,072,914)
Administrative expenses	-	(410,263)	410,263
Benefit payments, including refunds of employee contributions	(13,722,132)	(13,722,132)	-
Net changes	39,771,961	26,157,776	13,614,185
Balance at June 30, 2017	\$ 377,563,978	\$ 304,032,283	\$ 73,531,695

Pension Expenses and Deferred Outflows/Inflows of Resources Related to Pensions – For the year ended December 31, 2018 the State Bar recognized pension expense of \$8,007,157. Deferred outflows of resources and deferred inflows of resources related to pensions were from the following sources:

	2018	
	Deferred Outflows of Resources	Deferred Inflows of Resources
Changes in assumptions	\$ 9,009,885	\$ (7,773,830)
Differences between actual and expected experience	1,123,822	(3,104,451)
Contributions made after the measurement date: June 30, 2018	2,514,621	-
Net differences between protected and actual earning on plan investments	828,946	-
Total	\$ 13,477,274	\$ (10,878,281)

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN (Continued)

For the year ended December 31, 2017, the State Bar recognized pension expense of \$17,527,473. Deferred outflows of resources and deferred inflows of resources related to pensions were from the following sources:

	2017	
	Deferred Outflows of Resources	Deferred Inflows of Resources
Changes in assumptions	\$ 15,016,474	\$ (1,034,198)
Differences between actual and expected experience	3,303,298	(1,271,698)
Contributions made after the measurement date: June 30, 2017	2,348,152	-
Net differences between protected and actual earning on plan investments	3,898,125	-
Total	\$ 24,566,049	\$ (2,305,896)

Deferred outflows of resources and deferred inflows of resources above represent the unamortized portion of changes to net pension liability to be recognized in future periods in a systematic manner. At December 31, 2018 and 2017, the State Bar reported \$2,514,621 and \$2,348,152, respectively, as deferred outflows of resources related to contributions subsequent to the measurement date, which will be recognized as a reduction related to net pension liability in the year ending December 31, 2019 and 2018, respectively.

Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized as pension expense as follows:

Year Ended December 31

2019	\$ 6,242,661
2020	(606,092)
2021	(4,759,622)
2022	(792,575)
	\$ 84,372

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

8. PENSION PLAN (Continued)

Sensitivity of the Net Pension Liability – The following present the net pension liability of the State Bar, calculated using the discount rate for each Plan, as well as what the Local Government’s net pension would be if it were calculated using a discount rate that is 1 – percentage point lower or 1 – percentage higher than the measurement date discount rate:

	1% Decrease	Current Discount Rate	1% Increase
As of December 31, 2018	6.15%	7.15%	8.15%
Plan's net pension liability	\$ 109,009,686	\$ 59,363,071	\$ 18,079,067

	1% Decrease	Current Discount Rate	1% Increase
As of December 31, 2017	6.15%	7.15%	8.15%
Plan's net pension liability	\$ 124,767,200	\$ 73,531,695	\$ 31,009,567

9. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 75

Plan Description – The State Bar administers an agent multiple-employer defined benefit Post-Retirement Welfare Benefits Plan for Employees (“OPEB Plan”). The OPEB Plan provides postretirement health care benefits for its eligible employees. Under the provisions of the OPEB Plan, a committee (“Committee”) was established to operate and administer the OPEB Plan in accordance with the terms of the OPEB Plan. The Committee is composed of the Chair of the Board of Trustees and the Executive Director, or their designees.

For executive staff employed as of August 19, 2006, eligibility requires 15 years of services to the State Bar as a regular employee. For employees who become executive staff after August 19, 2006, eligibility requires 15 years of service to the State Bar as a regular employee, with at least the last ten years of service preceding retirement as an executive staff employee. The employee must also elect to receive retirement benefits effective within 120 days of retirement from State Bar employment under CalPERS. Active executive employees who are not eligible for retirement benefits are assumed to have an equal portion of the present value of the benefits attributed to each year of service from date of hire to expected retirement age. The OPEB Plan included 42 and 50 active executive staff employees as of December 31, 2018 and 2017, respectively, and 80 and 64 retirees and beneficiaries received benefits as of December 31, 2018 and 2017, respectively. The State Bar has the right to modify plan provisions prospectively at its discretion.

On December 15, 2008, the State Bar created an irrevocable trust for the OPEB Plan (“OPEB Trust”) to set aside assets to fund the cost of retiree health care benefits to eligible executive employees. In 2012 and 2013 the State Bar transferred funds from the OPEB Trust to a higher-yielding CERBT managed by CalPERS. On an ongoing basis, the State Bar makes annual transfers to the CERBT to pay its Annual Required Contribution as determined by the State Bar’s actuary. The State Bar decided to leave the OPEB Trust dormant rather than terminating it so that there is flexibility to reactivate it in the future if necessary. CalPERS issues a publicly available financial report consisting of financial statements and required supplementary information for CERBT in aggregate. The report may be obtained by writing to CalPERS, Lincoln Plaza North, 400 Q Street, Sacramento, California, 95814.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

9. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 75 (Continued)

On January 27, 2018 the State Bar Board of Trustees approved the extension of postemployment benefits to non-executive staff. The statutory Public Employees’ Medical & Hospital Care Act (“PEMHCA”) retiree minimum is currently set at \$133 per month, but is adjusted by CalPERS on an annual basis. Beginning May 2018, the State Bar will contribute \$133 per month toward eligible retirees’ purchase of medical insurance coverage. The State Bar may, however, at its sole discretion and as part of its annual budgeting process, adjust upward the amount it contributes towards eligible retirees’ purchase of medical insurance coverage beyond the statutory PEMHCA minimum. At January 1, 2018, the most recent valuation date, the Plan included 460 active members and 101 retirees.

The State Bar contracts with CalPERS for health coverage and provides life time health coverage for eligible retirees. The portion of medical premiums paid by the State Bar depends on when an employee was hired, whether they were classified as executives, and the number of years of service at retirement.

The State Bar pays the full cost of retiree health coverage for Executive employees hired before January 1, 2018. The State Bar pays 80% of the cost of the premium for the plan and tier in which the retiree enrolls when the Executive employee is hired or promoted on or after January 1, 2018.

Non-Executive employees retiring with a CalPERS pension would be eligible to enroll in the CalPERS Health Plan. The State Bar would be required to pay the statutory minimum (\$133 per month for 2018) and the retiree would be required to pay the difference in plan premium.

The State Bar pays monthly vision plan premiums for Executives who are eligible for the Vision coverage in the amount of \$15.40, \$22.34, and \$40.06 for retiree, couple, and family, respectively.

Net OPEB Liability (Asset) and assumptions: The State Bar’s net OPEB liability (asset) was measured as of June 30, 2018 and the total OPEB liability used to calculate the net OPEB liability (asset) was determined by an actuarial valuation dated January 1, 2018.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

9. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 75 (Continued)

The total OPEB liability in the January 1, 2018 actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement, unless otherwise specified:

Actuarial Cost Method	Entry Age Normal, Level Percentage of Payroll
Asset Valuation Method	Investment gains and losses spread over 5-year rolling period
Actuarial Assumptions:	
Discount Rate	6.00%
Inflation	2.50%
Healthcare Trend Rate	Trend assumption based on the "Getsen" model developed by the Society of Actuaries. Assumed the vision cost would increase at a rate of 3.25% per year. Assumed the PEMCHA minimum contribution would grow with general medical inflation, and assumed the medical CPI to be 3.25% per year.
Mortality	CalPERS Mortality rates which include 15 years of projected on -going improvement using 90 percent of scale MP-16.

The long-term expected rate of return on OPEB plan investments was determined using a building-block method in which expected future real rates of return (expected returns, net of OPEB plan investment expense and inflation) are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future real rates of return by the target asset allocation percentage and by adding expected inflation. The target allocation and best estimates of geometric real rates of return for each major asset class are summarized in the following table:

Asset Class	Target Allocation	Long-Term Expected Rate of Return
Global Equity	22%	8.08%
U.S. Fixed Income	49%	5.88%
Treasury Inflation-Protected Securities	16%	3.67%
Real Estate Investment Trusts	8%	7.91%
Commodities	5%	5.38%
Total	100%	

2018 - Expected Geometric Return (5.0 yrs) 5.92%

The discount rate used to measure the total OPEB liability was 6.00 percent. The projection of cash flows used to determine the discount rate assumed that the State Bar’s contributions will be made at rates equal to the actuarially determined contribution rates. Based on those assumptions, the OPEB plan’s fiduciary net position was projected to be available to make all projected OPEB payments for current active and inactive employees and beneficiaries. Therefore, the long-term expected rate of return on OPEB plan investments was applied to all periods of projected benefit payments to determine the total OPEB liability.

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

9. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 75 (Continued)

Changes in the Net OPEB Liability (Asset): The changes in the net OPEB liability (asset) of the OPEB Plan, measured as of June 30, 2018 are as follows:

	Increase (Decrease)		
	Total OPEB Liability	Plan Fiduciary Net Position	Net OPEB Liability (Asset)
Balance at June 30, 2017	\$ 27,065,763	\$ 23,577,193	\$ 3,488,570
Changes in the year:			
Service cost	\$ 489,826	\$ -	\$ 489,826
Interest on the total OPEB liability	1,611,348	-	1,611,348
Changes in benefit terms	(10,325,826)	-	(10,325,826)
Benefit payments, including	(1,418,516)	(1,418,516)	-
Contributions from employer	-	2,168,516	(2,168,516)
Net investment income	-	1,111,880	(1,111,880)
Administrative expenses	-	(12,109)	12,109
Net changes	(9,643,168)	1,849,771	(11,492,939)
Balance at June 30, 2018	\$ 17,422,595	\$ 25,426,964	\$ (8,004,369)

During the year, the State Bar transitioned its health coverage to CalPERS health. The net impact is \$10,325,826 reported as a special item to the financial statements.

Sensitivity of the Net OPEB Liability to Changes in the Discount Rate: The following presents the net OPEB liability of the State Bar, as well as what the net OPEB liability would be if it were calculated using a discount rate that is 1-percentage-point lower (5.00 percent) or 1-percentage-point higher (7.00 percent) than the current discount rate:

	1% Decrease in Discount Rate 5.00%	Current Discount Rate 6.00%	1% Increase in Discount Rate 7.00%
Net OPEB Liability (Asset) for December 31, 2018	\$ (5,802,965)	\$ (8,004,369)	\$ (9,846,965)

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

9. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 75 (Continued)

Sensitivity of the Net OPEB Liability to Changes in the Healthcare Trend Rate: The following presents the net OPEB liability of the State Bar, as well as what the net OPEB liability would be if it were calculated using a healthcare cost trend rates that is 1-percentage-point lower or 1- percentage-point higher than the current healthcare cost trend rates:

	1% Decrease in Healthcare Costs Trend Rate	Current Healthcare Costs Trend Rate	1% Increase in Healthcare Costs Trend Rate
Net OPEB Liability (Asset) for year ended December 31, 2018	\$ (10,088,966)	\$ (8,004,369)	\$ (5,486,965)

Detailed information about the OPEB plan's fiduciary net position is available in the separately issued CERBT financial report, which may be obtained from CalPERS, Lincoln Plaza North, 400 Q Street, Sacramento, CA 95811

OPEB Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to OPEB - Most changes in the net OPEB liability are included in OPEB expense in the year of change, including changes resulting from current-period service cost, interest on the total OPEB liability, changes in benefit terms, and projected earnings on the OPEB plan’s investments. Gains and losses related to changes in total OPEB liability and fiduciary net position are recognized in OPEB expense systematically over time. Amounts are first recognized in OPEB expense for the year the gain or loss occurs. The remaining amounts are categorized as deferred outflows and deferred inflows of resources related to OPEB and are to be recognized in the future as OPEB expense. OPEB expense for the year ended December 31, 2018 is \$ 975,455.

As of fiscal year ended December 31, 2018, the State Bar reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources:

	Deferred Outflows of Resources	Deferred (Inflows) of Resources
Net difference between projected and actual earnings	\$ 259,652	\$ -
Contributions made subsequent to measurement date	865,830	-
Total	\$ 1,125,482	\$ -

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

9. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 75 (Continued)

The \$865,830 reported as deferred outflows of resources related to contributions subsequent to the measurement date will be recognized as a reduction (addition) to the net OPEB liability (asset) during the fiscal year ending December 31, 2019. Other amounts reported as deferred inflows of resources related to OPEB will be recognized in expense as follows:

Year Ending December 31,	Deferred (Inflows) and Outflows of Resources
2019	\$ 64,913
2020	64,913
2021	64,913
2022	64,913
	\$ 259,652

10. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 45

Annual OPEB Cost and Net OPEB Asset – The following table shows the calculation of the annual required contribution, annual OPEB cost, the amount contributed to the OPEB Plan, and changes in the State Bar’s OPEB asset.

Annual required contribution (ARC)	\$ 839,016
Interest on net OPEB Asset	(647,536)
Adjustment to annual required contribution	739,668
Annual OPEB cost	931,148
Contributions made:	
State Bar contributions made	2,287,099
Increase in net OPEB asset	1,355,951
Net OPEB Asset - January 1, 2017	10,792,270
Net OPEB Asset - December 31, 2017	\$ 12,148,221

The following table shows the annual OPEB cost, the percentage of annual OPEB cost contributed to the OPEB Plan and the net OPEB asset for the last three years.

Year Ended	Annual OPEB Cost	Percentage of OPEB Costs Contributed	Net OPEB Asset
12/31/2017	\$ 931,148	245.6%	\$ 12,148,221
12/31/2016	986,414	201.4%	10,792,270
12/31/2015	960,687	413.7%	9,792,271

THE STATE BAR OF CALIFORNIA
Notes to the Financial Statements (Continued)
Years Ended December 31, 2018 And 2017

10. OTHER POSTEMPLOYMENT BENEFITS (“OPEB”) UNDER GASB NO. 45 (Continued)

Funded Status and Funding Progress – As of December 31, 2017, the plan was 82.7% funded based on the January 1, 2017 actuarial valuation. The actuarial accrued liability for the benefits was \$26.7 million and the actuarial value of assets based on market value was \$22.1 million, resulting in an unfunded accrued liability of \$4.6 million.

Actuarial accrued liability (AAL)	\$ 26,671,277
Actuarial value of plan assets (Valuation basis: Market)	22,064,073
Unfunded actuarial accrued liability (UAAL)	\$ 4,607,204
Funded ratio (actuarial value of plan assets/AAL)	82.7%
Annual covered payroll (active plan members)	\$ 8,958,318
UAAL as a percentage of annual covered payroll	51.4%

11. RISK MANAGEMENT

The State Bar is exposed to various risks of loss, including those related to property loss or damage, torts, errors and omissions, employee theft, and workers’ compensation. The State Bar has purchased commercial insurance for these risks. Settled claims relating to the commercial insurance have not exceeded the amount of insurance coverage in any of the past three fiscal years

12. COMMITMENTS AND CONTINGENCIES

Litigation – The State Bar is a defendant in various lawsuits. It is management’s opinion, based on the advice of legal counsel, that the outcome of these matters will not have a material adverse effect on the financial position and results of operations of the State Bar. The outcome of certain lawsuits and tort claims related to disciplinary actions against licensees, attorney malpractice, and employee wrongful termination and discrimination is considered indeterminable and the range of possible loss is uncertain. As such, no provision has been recorded in the financial statements as of December 31, 2018 and 2017.

Major Projects – As of the first quarter of 2019, the State Bar had contracts and purchase order commitments for major projects of approximately \$3.9 million dollars. Those commitments consist of approximately \$0.8 million for implementation of an Admissions Information Management System, \$1.6 million for implementation of an Enterprise Resource Planning System, and \$1.5 million for implementation of a Case Management System.

At December 31, 2017 the State Bar had contracts and purchase order commitments of approximately \$2.7 million dollars. The most significant include a property management services contract for approximately \$1.4 million and an Enterprise Resources and Planning System commitment of approximately \$900,000.

REQUIRED SUPPLEMENTARY INFORMATION

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THE STATE BAR OF CALIFORNIA
Schedules of Changes in Net Pension Liability and Related Ratios (Unaudited)
As of December 31, 2018
Last 10 Years *

Measurement Period Ended June 30	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>
TOTAL PENSION LIABILITY					
Service Cost	\$ 8,413,051	\$ 8,895,961	\$ 7,565,782	\$ 7,286,606	\$ 7,138,657
Interest on total pension liability	25,675,376	25,355,446	24,173,396	22,279,424	20,821,887
Differences between expected and actual experience	(3,317,028)	(1,780,377)	6,742,939	1,619,738	-
Changes in assumptions	(11,012,926)	21,023,063	-	(5,466,470)	-
Benefit payments, including refunds of employee contributions	<u>(16,688,769)</u>	<u>(13,722,132)</u>	<u>(12,312,756)</u>	<u>(11,068,730)</u>	<u>(10,088,607)</u>
Net change in total pension liability	3,069,704	39,771,961	26,169,361	14,650,568	17,871,937
Total pension liability - beginning	<u>377,563,978</u>	<u>337,792,017</u>	<u>311,622,656</u>	<u>296,972,088</u>	<u>279,100,151</u>
Total pension liability - ending	<u>\$ 380,633,682</u>	<u>\$ 377,563,978</u>	<u>\$ 337,792,017</u>	<u>\$ 311,622,656</u>	<u>\$ 296,972,088</u>
PLAN FIDUCIARY NET POSITION					
Contributions - employer	\$ 6,191,049	\$ 5,519,957	\$ 4,864,102	\$ 4,167,567	\$ 4,166,043
Contributions - employee	3,726,557	3,697,300	3,437,015	3,387,652	3,262,781
Net investment income	25,383,692	31,072,914	1,591,381	6,203,991	41,450,031
Benefit payments, including refunds of employee contributions	(16,688,769)	(13,722,132)	(12,312,756)	(11,068,730)	(10,088,607)
Net Plan to Plan Resource Movement	(745)	-	-	-	-
Administrative expenses	(473,766)	(410,263)	(170,929)	(316,734)	-
Other Miscellaneous Income/(Expense)	<u>(899,690)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net change in plan fiduciary net position	17,238,328	26,157,776	(2,591,187)	2,373,746	38,790,248
Plan fiduciary net position - beginning	<u>304,032,283</u>	<u>277,874,507</u>	<u>280,465,694</u>	<u>278,091,948</u>	<u>239,301,700</u>
Plan fiduciary net position - ending	<u>\$ 321,270,611</u>	<u>\$ 304,032,283</u>	<u>\$ 277,874,507</u>	<u>\$ 280,465,694</u>	<u>\$ 278,091,948</u>
Net pension liability - ending	<u>\$ 59,363,071</u>	<u>\$ 73,531,695</u>	<u>\$ 59,917,510</u>	<u>\$ 31,156,962</u>	<u>\$ 18,880,140</u>
Plan fiduciary net position as a percentage of the total pension liability	84.40%	80.52%	82.26%	90.00%	93.64%
Covered - employee payroll	\$ 49,538,071	\$ 50,889,313	\$ 48,452,015	\$ 47,369,513	\$ 43,282,954
Net pension liability as percentage of covered-employee payroll	119.83%	144.49%	123.66%	65.77%	43.62%

Notes to Schedule:

Benefit Changes: The figures above do not include any liability impact that may have resulted from plan changes which occurred after the June 30, 2017 valuation date. This applies for voluntary benefit changes as well as any offers of Two Years Additional Service Credit (a.k.a. Golden Handshakes).

Changes of Assumptions: During measurement period 2014, the discount rate was 7.50%. During measurement period 2015, the discount rate was increased from 7.50% to 7.65%. There is no change in discount rate during measurement period 2016. During measurement period 2017, the discount rate was reduced from 7.65% to 7.15%. During measurement period 2018, the demographic assumptions and inflation rate were changed in accordance to the CalPERS Experience Study and Review of Actuarial Assumptions December 2017.

Other Miscellaneous Expenses: During Fiscal Year 2017-18, as a result of GASB Statement No. 75, Accounting and Financial reporting for Postemployment Benefit Plans Other than Pension (GASB 75), CalPERS reported its proportionate share of activity relate to postemployment benefits for participation in the State of California's agent OPEB plan. Accordingly, CalPERS recorded a one-time expense as a result of the adoption of GASB 75.

*Year 2014 was the first year of implementation of GASB Statement No. 68, therefore only five years of information is shown.

THE STATE BAR OF CALIFORNIA
Schedule of Plan Contributions - Pension (Unaudited)
As of December 31, 2018
Last 10 Years *

Employer Fiscal Year End	<u>2018</u>	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>
Actuarially Determined Contribution	\$ 6,191,049	\$ 5,519,957	\$ 4,864,102	\$ 4,167,567	\$ 4,166,043
Contributions in relation to the actuarially determined contributions	<u>(6,191,049)</u>	<u>(5,519,957)</u>	<u>(4,864,102)</u>	<u>(4,167,567)</u>	<u>(4,166,043)</u>
Contribution deficiency (excess)	<u>\$ -</u>				
Covered-employee payroll	<u>\$ 49,538,071</u>	<u>\$ 50,889,313</u>	<u>\$ 48,452,015</u>	<u>\$ 46,082,759</u>	<u>\$ 43,282,954</u>
Contributions as a percentage of covered-employee payroll	12.50%	10.85%	10.04%	9.04%	9.63%

Notes to Schedule

The actuarial methods and assumptions used to set the actuarially determined contributions for the year ended June 30, 2018 was derived from the June 30, 2015 funding valuation report.

Actuarial Cost Method	Entry Age Normal
Amortization Method	Level percent of payroll
Inflation	2.75%
Payroll Growth	3.00%
Projected Salary Increase	Varies by Entry Age and Service
Investment Rate of Return	7.5% net of pension plan investment and administrative expenses, includes inflation
Retirement Age	The probabilities of retirement are based on the 2014 CalPERS Experience Study for the period 1997 to 2011.
Mortality	The probabilities of mortality are based on the 2014 CalPERS Experience Study for the period from 1997 to 2011. Pre-retirement and Post-retirement mortality rates include 20 years of projected mortality improvement using Scale BB published by the Society of Actuaries.

*Year 2014 was the first year of implementation of GASB Statement No. 68, therefore only five years of information is shown.

THE STATE BAR OF CALIFORNIA
Schedules of Changes in Net OPEB Liability (Asset) and Related Ratios (Unaudited)
As of December 31, 2018
Last 10 Years *

	2018
Total OPEB Liability	
Service cost	\$ 489,826
Interest on total OPEB liability	1,611,348
Changes of benefit terms	(10,325,826)
Benefits payments, including refunds of employee contributions	(1,418,516)
Net change in total OPEB liability	(9,643,168)
Total OPEB liability - beginning	27,065,763
Total OPEB liability - ending	17,422,595
 Plan fiduciary net position	
Contributions - Employer	2,168,516
Net investment income	1,111,880
Benefits payments, including refunds of employee contributions	(1,418,516)
Administrative expense	(12,109)
Net change in plan fiduciary net position	1,849,771
Plan fiduciary net position - beginning	23,577,193
Plan fiduciary net position - ending	25,426,964
 Plan net OPEB liability (asset) - ending	\$ (8,004,369)
 Plan fiduciary net position as a percentage of the total OPEB liability	145.9%
 Covered-employee payroll	\$ 49,538,071
 Plan net OPEB (Asset) as a percentage of covered-employee payroll	-16.16%

Notes to Schedule:

Changes in assumptions - There were no changes in assumptions.

Changes in benefit terms: During Measurement Period 2018, the State Bar transitioned its health coverage to CalPERS health.

*Year 2018 was the first year implementation of GASB Statement No. 75, therefore only one year of information is shown.

THE STATE BAR OF CALIFORNIA
Schedules of Contribution - OPEB Plan (Unaudited)
As of December 31, 2018

	2018
Actuarially determined contribution	\$ -
Contractually in relation to the actuarially determined	2,179,258
Contribution deficiency (excess)	\$ (2,179,258)
Covered payroll	\$ 49,538,071
Contribution as a percentage of covered-employee payroll	4.4%

*Year 2018 was the first year implementation of GASB Statement No. 75, therefore only one year of information is shown.

THE STATE BAR OF CALIFORNIA
Schedule of Funding Progress - OPEB Plan (Unaudited)
As of December 31, 2017

The schedule of funding progress for State Bar's other postemployment benefits (OPEB) plan presents a consolidated snapshot of its ability to meet current and future liabilities with its plan assets. Of particular interest to most is the funded status ratio. This ratio conveys a plan's level of assets to liabilities, an important indicator to determine the financial health of the pension plan. The closer the plan is to a 100% funded status, the better position it will be in to meet all of its future liabilities.

The following table shows a schedule of funding progress for State Bar's OPEB plan, as required under GASB Statement No. 45:

Valuation Date	Actuarial Accrued Liability	Actuarial Value of Assets	Unfunded AAL (UAAL)	Funded Ratio	Annual Covered Payroll	UAAL as a % of Covered Payroll
January 1, 2017	\$ 26,671,277	\$ 22,064,073	\$ 4,607,204	82.7%	\$ 8,958,318	51.4%
June 30, 2015	\$ 22,645,246	\$ 18,788,226	\$ 3,857,020	83.0%	\$ 8,751,565	44.1%
June 30, 2013	\$ 25,857,708	\$ 14,251,590	\$ 11,606,118	55.1%	\$ 8,433,008	137.6%

THE STATE BAR OF CALIFORNIA
Supplementary Information
Program Funds Schedule of Net Position
December 31, 2018

	General Fund	SF Tenant Improvement	Admissions	Annual Meeting	Grants
ASSETS					
Current assets					
Cash and cash equivalents	\$ (27,901,101)	\$ 199,153	\$ 13,452,116	\$ -	\$ 470,068
Investments	71,659,741	-	-	-	-
Accounts and other receivables, net	740,139	-	-	-	-
Other current assets	1,544,840	-	234,087	-	-
Total current assets	46,043,619	199,153	13,686,203	-	470,068
Noncurrent assets					
Restricted cash	4,610,000	2,495,000	-	-	-
Other postemployment benefits assets	8,004,369	-	-	-	-
Capital assets					
Nondepreciable	19,537,615	-	-	-	-
Depreciable, net	76,774,770	4,815,551	-	-	-
Total noncurrent assets	108,926,754	7,310,551	-	-	-
Total assets	154,970,373	7,509,704	13,686,203	-	470,068
Deferred outflows of resources	14,602,756	-	-	-	-
Total assets and deferred outflows of resources	169,573,129	7,509,704	13,686,203	-	470,068
LIABILITIES					
Current liabilities					
Accounts payable and other liabilities	9,120,315	29,912	318,300	-	595
Unearned fees collected in advance	12,235,964	-	5,207,564	-	-
Loans payable	1,606,408	910,791	-	-	-
Total current liabilities	22,962,687	940,703	5,525,864	-	595
Noncurrent liabilities					
Loans payable	15,443,719	6,858,666	-	-	-
Compensated absences	100,614	-	10,076	-	20
Net pension liability	59,363,071	-	-	-	-
Total noncurrent liabilities	74,907,404	6,858,666	10,076	-	20
Total liabilities	97,870,091	7,799,369	5,535,940	-	615
Deferred inflows of resources	10,878,281	-	-	-	-
Total liabilities and deferred inflows of resources	108,748,372	7,799,369	5,535,940	-	615
NET POSITION					
Net investment in capital assets	79,262,258	(2,953,906)	-	-	-
Restricted for:					
Enabling legislation	-	-	8,150,263	-	-
Other restrictions	4,610,000	2,495,000	-	-	469,453
Unrestricted	(23,047,501)	169,241	-	-	-
Total net position	\$ 60,824,757	(289,665)	\$ 8,150,263	\$ -	\$ 469,453

THE STATE BAR OF CALIFORNIA
Supplementary Information
Program Funds Schedule of Net Position
December 31, 2018

	Sections	Client Security	Elimination of Bias	Equal Access	Information Technology Special Assessment	Justice Gap Fund	Lawyers Assistance Program
ASSETS							
Current assets							
Cash and cash equivalents	\$ 5,516	\$ 2,057,104	\$ 193,170	\$ (3,046,099)	\$ -	\$ 4,331,834	\$ 3,956,087
Investments	-	-	-	-	-	-	-
Accounts and other receivables, net	-	-	-	11,539,093	-	-	-
Other current assets	(5,516)	-	-	-	-	-	27,656
Total current assets	-	2,057,104	193,170	8,492,994	-	4,331,834	3,983,743
Noncurrent assets							
Restricted cash	-	-	-	-	-	-	-
Other postemployment benefits assets	-	-	-	-	-	-	-
Capital assets							
Nondepreciable	-	-	-	-	-	-	-
Depreciable, net	-	-	-	-	-	-	-
Total noncurrent assets	-	-	-	-	-	-	-
Total assets	-	2,057,104	193,170	8,492,994	-	4,331,834	3,983,743
Deferred outflows of resources							
Total assets and deferred outflows of resources	-	2,057,104	193,170	8,492,994	-	4,331,834	3,983,743
LIABILITIES							
Current liabilities							
Accounts payable and other liabilities	-	139,597	-	5,730,775	-	-	37,632
Unearned fees collected in advance	-	1,425,885	61,314	-	-	230,424	376,033
Loans payable	-	-	-	-	-	-	-
Total current liabilities	-	1,565,482	61,314	5,730,775	-	230,424	413,665
Noncurrent liabilities							
Loans payable	-	-	-	-	-	-	-
Compensated absences	-	4,501	-	-	-	-	1,367
Net pension liability	-	-	-	-	-	-	-
Total noncurrent liabilities	-	4,501	-	-	-	-	1,367
Total liabilities	-	1,569,983	61,314	5,730,775	-	230,424	415,032
Deferred inflows of resources							
Total liabilities and deferred inflows of resources	-	1,569,983	61,314	5,730,775	-	230,424	415,032
NET POSITION							
Net investment in capital assets	-	-	-	-	-	-	-
Restricted for:							
Enabling legislation	-	487,121	-	2,762,219	-	4,101,410	3,568,711
Other restrictions	-	-	131,856	-	-	-	-
Unrestricted	-	-	-	-	-	-	-
Total net position	\$ -	\$ 487,121	\$ 131,856	\$ 2,762,219	\$ -	\$ 4,101,410	\$ 3,568,711

THE STATE BAR OF CALIFORNIA
Supplementary Information
Program Funds Schedule of Net Position
December 31, 2018

	Legislative Activities	Legal Services Trust	Legal Specialization	Bank Settlement	Total
ASSETS					
Current assets					
Cash and cash equivalents	\$ 533,778	\$ 18,560,224	\$ 3,861,167	\$ 29,766,767	\$ 46,439,784
Investments	-	-	-	-	71,659,741
Accounts and other receivables, net	-	2,675,019	-	-	14,954,251
Other current assets	-	-	-	-	1,801,067
Total current assets	<u>533,778</u>	<u>21,235,243</u>	<u>3,861,167</u>	<u>29,766,767</u>	<u>134,854,843</u>
Noncurrent assets					
Restricted cash	-	-	-	-	7,105,000
Other postemployment benefits assets	-	-	-	-	8,004,369
Capital assets					
Nondepreciable	-	-	-	-	19,537,615
Depreciable, net	-	-	-	-	81,590,321
Total noncurrent assets	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>116,237,305</u>
Total assets	533,778	21,235,243	3,861,167	29,766,767	251,092,148
Deferred outflows of resources					
Total assets and deferred outflows of resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>14,602,756</u>
	<u>533,778</u>	<u>21,235,243</u>	<u>3,861,167</u>	<u>29,766,767</u>	<u>265,694,904</u>
LIABILITIES					
Current liabilities					
Accounts payable and other liabilities	2,087	43,303	7,351	-	15,429,867
Unearned fees collected in advance	144,640	1,209,334	443,200	-	21,334,358
Loans payable	-	-	-	-	2,517,199
Total current liabilities	<u>146,727</u>	<u>1,252,637</u>	<u>450,551</u>	<u>-</u>	<u>39,281,424</u>
Noncurrent liabilities					
Loans payable	-	-	-	-	22,302,385
Compensated absences	90	1,430	268	-	118,366
Net pension liability	-	-	-	-	59,363,071
Total noncurrent liabilities	<u>90</u>	<u>1,430</u>	<u>268</u>	<u>-</u>	<u>81,783,822</u>
Total liabilities	146,817	1,254,067	450,819	-	121,065,246
Deferred inflows of resources					
Total liabilities and deferred inflows of resources	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>10,878,281</u>
	<u>146,817</u>	<u>1,254,067</u>	<u>450,819</u>	<u>-</u>	<u>131,943,527</u>
NET POSITION					
Net investment in capital assets	-	-	-	-	76,308,352
Restricted for:					
Enabling legislation	386,961	19,981,176	3,410,348	29,766,767	72,614,976
Other restrictions	-	-	-	-	7,706,309
Unrestricted	-	-	-	-	(22,878,260)
Total net position	<u>\$ 386,961</u>	<u>\$ 19,981,176</u>	<u>\$ 3,410,348</u>	<u>\$ 29,766,767</u>	<u>\$ 133,751,377</u>

THE STATE BAR OF CALIFORNIA
Supplementary Information
Program Funds Schedule of Revenues, Expenses and Changes in Net Position
Year Ended December 31, 2018

	Consolidated General Fund	SF Tenant Improvement	Admissions	Annual Meeting	Grants	Sections
OPERATING REVENUES						
Licensee fees and donations	\$ 68,926,393	\$ -	\$ 817,808	\$ -	\$ -	\$ -
Examination application fees	-	-	20,022,016	-	-	-
Trust account revenue	-	-	-	-	-	-
Seminar/workshop revenue	58,491	-	-	-	-	-
Legal specialization fees	-	-	-	-	-	-
Law corporation registration fees	1,416,918	-	-	-	-	-
Continuing legal education fees	908,975	-	-	-	-	-
Grant revenue	-	-	-	-	125,250	-
EAF AB145 filing fee revenue	-	-	-	-	-	-
Affinity Insurance revenue	289,375	-	-	-	-	-
Other revenue	1,838,254	-	1,600,862	-	-	-
Total operating revenues	<u>73,438,406</u>	<u>-</u>	<u>22,440,686</u>	<u>-</u>	<u>125,250</u>	<u>-</u>
OPERATING EXPENSES						
Chief Trial Counsel	44,895,235	-	-	-	-	-
State Bar Court	11,893,784	-	-	-	-	-
Attorney Regulation and Consumer Resources	4,883,781	-	-	-	-	-
Professional Comptence	2,485,557	-	-	-	-	-
Probation	1,396,083	-	-	-	-	-
Mandatory Fee Arbitration	182,420	-	-	-	-	-
Judicial Evaluation	721,208	-	-	-	-	-
Commission on Access to Justice	24,136	-	-	-	-	-
Center on Access to Justice	1,302,377	-	-	-	-	-
California Young Lawyers Association	672	-	-	-	-	-
Communications	769,496	-	-	-	-	-
Governance	3,770,604	-	-	-	-	-
Lawyer Assistance Program	-	-	-	-	-	-
Client Security Fund	-	-	-	-	-	-
Admissions	-	-	19,108,919	-	-	-
Grants	-	-	-	-	-	-
Sections	9,685	-	-	-	-	-
Unallocated Pension Expense	5,492,536	-	-	-	-	-
General and Administration	1,249,091	-	-	-	78,223	-
Payment to California Lawyers Association	-	-	-	-	-	8,337,741
Total operating expenses	<u>79,076,665</u>	<u>-</u>	<u>19,108,919</u>	<u>-</u>	<u>78,223</u>	<u>8,337,741</u>
OPERATING INCOME/(LOSS)	<u>(5,638,259)</u>	<u>-</u>	<u>3,331,767</u>	<u>-</u>	<u>47,027</u>	<u>(8,337,741)</u>
NONOPERATING REVENUES						
Investment income	1,201,866	38,918	150,466	-	-	-
Rental income	2,154,063	-	-	-	-	-
Interest expense on loan	(756,626)	(377,519)	-	-	-	-
Total nonoperating revenues	<u>2,599,303</u>	<u>(338,601)</u>	<u>150,466</u>	<u>-</u>	<u>-</u>	<u>-</u>
INCOME/(LOSS) BEFORE TRANSFERS	<u>(3,038,956)</u>	<u>(338,601)</u>	<u>3,482,233</u>	<u>-</u>	<u>47,027</u>	<u>(8,337,741)</u>
Transfers in	8,139,943	-	1,000,000	17,710	-	-
Transfers out	(5,817,606)	-	(1,101,314)	-	-	-
Nonoperating Income (loss) before Special Item	<u>(716,619)</u>	<u>(338,601)</u>	<u>3,380,919</u>	<u>17,710</u>	<u>47,027</u>	<u>(8,337,741)</u>
Special item - OPEB change in benefit terms	10,325,826	-	-	-	-	-
Change in net position	<u>9,609,207</u>	<u>(338,601)</u>	<u>3,380,919</u>	<u>17,710</u>	<u>47,027</u>	<u>(8,337,741)</u>
NET POSITION—beginning of year	<u>65,643,083</u>	<u>48,936</u>	<u>4,769,344</u>	<u>(17,710)</u>	<u>422,426</u>	<u>8,337,741</u>
Restatement - GASB Statement No. 75 Implementation	<u>(14,427,533)</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
NET POSITION—beginning of year, as restated	<u>51,215,550</u>	<u>48,936</u>	<u>4,769,344</u>	<u>(17,710)</u>	<u>422,426</u>	<u>8,337,741</u>
NET POSITION—end of year	<u>\$ 60,824,757</u>	<u>\$ (289,665)</u>	<u>\$ 8,150,263</u>	<u>\$ -</u>	<u>\$ 469,453</u>	<u>\$ -</u>

THE STATE BAR OF CALIFORNIA
Supplementary Information
Program Funds Schedule of Revenues, Expenses and Changes in Net Position
Year Ended December 31, 2018

	Client Security	Elimination of Bias	Equal Access	Information Technology Special Assessment	Justice Gap	Lawyers Assistance Program
OPERATING REVENUES						
Licensee fees and donations	\$ 8,012,838	\$ 314,036	\$ -	\$ -	\$ 980,045	\$ 2,099,896
Examination application fees	-	-	-	-	-	-
Trust account revenue	-	-	-	-	-	-
Seminar/workshop revenue	-	2,959	-	-	-	-
Legal specialization fees	-	-	-	-	-	-
Law corporation registration fees	-	-	-	-	-	-
Continuing legal education fees	-	-	-	-	-	-
Grant revenue	-	-	20,508,876	-	-	-
EAF AB145 filing fee revenue	-	-	4,926,673	-	-	-
Affinity Insurance revenue	-	-	-	-	-	-
Other revenue	10,700	-	487,904	-	-	-
Total operating revenues	<u>8,023,538</u>	<u>316,995</u>	<u>25,923,453</u>	<u>-</u>	<u>980,045</u>	<u>2,099,896</u>
OPERATING EXPENSES						
Chief Trial Counsel	-	-	-	-	-	-
State Bar Court	-	-	-	-	-	-
Attorney Regulation and Consumer Resources	-	-	-	-	-	-
Professional Comptence	-	-	-	-	-	-
Probation	-	-	-	-	-	-
Mandatory Fee Arbitration	-	-	-	-	-	-
Judicial Evaluation	-	-	-	-	-	-
Commission on Access to Justice	-	-	-	-	-	-
Center on Access to Justice	-	-	-	-	-	-
California Young Lawyers Association	-	-	-	-	-	-
Communications	-	-	-	-	-	-
Governance	-	-	-	-	-	-
Lawyer Assistance Program	-	-	-	-	-	1,830,540
Client Security Fund	10,904,222	-	-	-	-	-
Admissions	-	-	-	-	-	-
Grants	-	-	25,677,762	-	-	-
Sections	-	-	-	-	-	-
Unallocated Pension Expense	-	-	-	-	-	-
General and Administration	-	187,893	486,762	-	6,552	-
Payment to California Lawyers Association	-	-	-	-	-	-
Total operating expenses	<u>10,904,222</u>	<u>187,893</u>	<u>26,164,524</u>	<u>-</u>	<u>6,552</u>	<u>1,830,540</u>
OPERATING INCOME/(LOSS)	<u>(2,880,684)</u>	<u>129,102</u>	<u>(241,071)</u>	<u>-</u>	<u>973,493</u>	<u>269,356</u>
NONOPERATING REVENUES						
Investment income	41,189	963	(45,597)	17,603	51,313	55,923
Rental income	-	-	-	-	-	-
Interest expense on loan	-	-	-	-	-	-
Total nonoperating revenues	<u>41,189</u>	<u>963</u>	<u>(45,597)</u>	<u>17,603</u>	<u>51,313</u>	<u>55,923</u>
INCOME/(LOSS) BEFORE TRANSFERS	<u>(2,839,495)</u>	<u>130,065</u>	<u>(286,668)</u>	<u>17,603</u>	<u>1,024,806</u>	<u>325,279</u>
Transfers in	254,820	-	-	-	-	1,230
Transfers out	(1,532)	-	-	(1,243,078)	-	(349,682)
Nonoperating Income (loss) before Special Item	<u>(2,586,207)</u>	<u>130,065</u>	<u>(286,668)</u>	<u>(1,225,475)</u>	<u>1,024,806</u>	<u>(23,173)</u>
Special item - OPEB change in benefit terms	-	-	-	-	-	-
Change in net position	<u>(2,586,207)</u>	<u>130,065</u>	<u>(286,668)</u>	<u>(1,225,475)</u>	<u>1,024,806</u>	<u>(23,173)</u>
NET POSITION—beginning of year	<u>3,073,328</u>	<u>1,791</u>	<u>3,048,887</u>	<u>1,225,475</u>	<u>3,076,604</u>	<u>3,591,884</u>
Restatement - GASB Statement No. 75 Implementation	-	-	-	-	-	-
NET POSITION—beginning of year, as restated	<u>3,073,328</u>	<u>1,791</u>	<u>3,048,887</u>	<u>1,225,475</u>	<u>3,076,604</u>	<u>3,591,884</u>
NET POSITION—end of year	<u>\$ 487,121</u>	<u>\$ 131,856</u>	<u>\$ 2,762,219</u>	<u>\$ -</u>	<u>\$ 4,101,410</u>	<u>\$ 3,568,711</u>

THE STATE BAR OF CALIFORNIA
Supplementary Information
Program Funds Schedule of Revenues, Expenses and Changes in Net Position
Year Ended December 31, 2018

	Legislative Activities	Legal Services Trust	Legal Specialization	Bank Settlement	Interfund Elimination	Total
OPERATING REVENUES						
Licensee fees and donations	\$ 733,695	\$ 6,185,598	\$ -	\$ -	\$ -	\$ 88,070,309
Examination application fees	-	-	-	-	-	20,022,016
Trust account revenue	-	20,910,031	-	-	-	20,910,031
Seminar/workshop revenue	-	-	-	-	-	61,450
Legal specialization fees	-	-	2,216,461	-	-	2,216,461
Law corporation registration fees	-	-	-	-	-	1,416,918
Continuing legal education fees	-	-	12,789	-	-	921,764
Grant revenue	-	5,000	-	11,928	-	20,651,054
EAF AB145 filing fee revenue	-	-	-	-	-	4,926,673
Affinity Insurance revenue	-	-	-	-	-	289,375
Other revenue	-	463,845	1,485	-	-	4,403,050
Total operating revenues	<u>733,695</u>	<u>27,564,474</u>	<u>2,230,735</u>	<u>11,928</u>	<u>-</u>	<u>163,889,101</u>
OPERATING EXPENSES						
Chief Trial Counsel	-	-	-	-	-	44,895,235
State Bar Court	-	-	-	-	-	11,893,784
Attorney Regulation and Consumer Resources	-	-	-	-	-	4,883,781
Professional Competence	-	-	-	-	-	2,485,557
Probation	-	-	-	-	-	1,396,083
Mandatory Fee Arbitration	-	-	-	-	-	182,420
Judicial Evaluation	-	-	-	-	-	721,208
Commission on Access to Justice	-	-	-	-	-	24,136
Center on Access to Justice	-	-	-	-	-	1,302,377
California Young Lawyers Association	-	-	-	-	-	672
Communications	-	-	-	-	-	769,496
Governance	-	-	-	-	-	3,770,604
Lawyer Assistance Program	-	-	-	-	-	1,830,540
Client Security Fund	-	-	-	-	-	10,904,222
Admissions	-	-	-	-	-	19,108,919
Grants	-	13,849,656	-	9,891,289	-	49,418,707
Sections	-	-	-	-	-	9,685
Unallocated Pension Expense	-	-	-	-	-	5,492,536
General and Administration	645,502	1,920,791	2,638,166	154,677	-	7,367,657
Payment to California Lawyers Association	-	-	-	-	-	8,337,741
Total operating expenses	<u>645,502</u>	<u>15,770,447</u>	<u>2,638,166</u>	<u>10,045,966</u>	<u>-</u>	<u>174,795,360</u>
OPERATING INCOME/(LOSS)	<u>88,193</u>	<u>11,794,027</u>	<u>(407,431)</u>	<u>(10,034,038)</u>	<u>-</u>	<u>(10,906,259)</u>
NONOPERATING REVENUES						
Investment income	5,515	92,521	80,812	658,219	-	2,349,711
Rental income	-	-	-	-	-	2,154,063
Interest expense on loan	-	-	-	-	-	(1,134,145)
Total nonoperating revenues	<u>5,515</u>	<u>92,521</u>	<u>80,812</u>	<u>658,219</u>	<u>-</u>	<u>3,369,629</u>
INCOME/(LOSS) BEFORE TRANSFERS	93,708	11,886,548	(326,619)	(9,375,819)	-	(7,536,630)
Transfers in	-	-	-	-	(9,413,703)	-
Transfers out	-	(108)	(900,383)	-	9,413,703	-
Nonoperating Income (loss) before Special Item	<u>93,708</u>	<u>11,886,440</u>	<u>(1,227,002)</u>	<u>(9,375,819)</u>	<u>-</u>	<u>(7,536,630)</u>
Special item - OPEB change in benefit terms	-	-	-	-	-	10,325,826
Change in net position	<u>93,708</u>	<u>11,886,440</u>	<u>(1,227,002)</u>	<u>(9,375,819)</u>	<u>-</u>	<u>2,789,196</u>
NET POSITION—beginning of year	293,253	8,094,736	4,637,350	39,142,586	-	145,389,714
Restatement - GASB Statement No. 75 Implementation	-	-	-	-	-	(14,427,533)
NET POSITION—beginning of year, as restated	<u>293,253</u>	<u>8,094,736</u>	<u>4,637,350</u>	<u>39,142,586</u>	<u>-</u>	<u>130,962,181</u>
NET POSITION—end of year	<u>\$ 386,961</u>	<u>\$ 19,981,176</u>	<u>\$ 3,410,348</u>	<u>\$ 29,766,767</u>	<u>\$ -</u>	<u>\$ 133,751,377</u>

THE STATE BAR OF CALIFORNIA

Statement of Expenditures of Mandatory Fees and
Independent Accountant's Report
Year Ended December 31, 2018

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Independent Accountant's Report

To the Board of Trustees
State Bar of California

We have examined the State Bar of California's Statement of Expenditures of Mandatory Licensee Fees (the "Statement") for the year ended December 31, 2018 and the State Bar of California's compliance with the United States Supreme Court's decision in *Keller v. State Bar of California* (1990) 496 U.S. 1, which held that the State Bar of California cannot use mandatory fees paid by its licensees for political or ideological activities not related to regulation of the legal profession or improvement of quality of legal services in California.

The Statement is the responsibility of the State Bar of California's management. Our responsibility is to express an opinion based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence supporting the Statement and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. However, our audit does not provide a legal determination of the State Bar of California's compliance.

In our opinion, the Statement presents, in all material respects, chargeable program expenditures of the State Bar of California for the year ended December 31, 2018 and the State Bar of California complied with the United States Supreme Court's decision in *Keller v. State Bar of California* (1990) 496 U.S. 1, which held that the State Bar of California cannot use mandatory fees paid by its licensees for political or ideological activities not related to regulation of the legal profession or improvement of quality of legal services in California, based on the criteria set forth in the note to the Statement.

This report is intended solely for the information and use of the Board of Trustees and Management of the State Bar of California, and it is not intended to be, and should not be, used by anyone other than these specified parties.

Macias Gini & O'Connell LLP

San Francisco, California
April 29, 2019

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THE STATE BAR OF CALIFORNIA
Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

	Dollar Amount	Percentage of Total Program Expenses
CHARGEABLE EXPENSES AND RELATED		
PROGRAM REVENUES:		
Chief Trial Counsel	\$ 44,895,235	58.36%
State Bar Court	11,893,784	15.46%
Client Security Fund	10,904,222	14.17%
Attorney Regulations and Consumer Resources	4,883,781	6.35%
Professional Competence	2,485,557	3.23%
Lawyer Assistance Program	1,830,540	2.38%
Probation	1,396,083	1.81%
Access and Inclusion	1,302,377	1.69%
Communications	769,496	1.00%
Judicial Evaluation	721,208	0.94%
Mandatory Fee Arbitration	182,408	0.24%
Commission on Access to Justice	24,136	0.03%
California Young Lawyers Association	672	0.00%
Program Revenues	(4,358,093)	-5.66%
Total Chargeable Program Expenses	\$ 76,931,406	100.0%

See accompanying notes to the statement of expenditures of mandatory licensee fees.

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

1. SIGNIFICANT ACCOUNTING POLICIES

Description of Entity – The State Bar of California (“State Bar”) was first formed as a public corporation by the California State Legislature’s passage of the State Bar Act on July 29, 1927. On November 8, 1960, voters amended the California Constitution to add the State Bar as a constitutional agency in the judicial branch of government. A licensee from the State Bar and payment of an annual fees are required as a condition of the practice of law in the State of California.

Basis of Accounting – To ensure observance of limitations and restrictions placed on the use of resources available to the State Bar, the accounts of the State Bar are maintained in accordance with the accrual basis of accounting using principles of fund accounting. This is the procedure by which resources for various purposes are classified for accounting and reporting purposes into funds established according to their nature and purpose.

Accounting principles generally accepted in the United States of America are applied by the State Bar in conformance with pronouncements of the Governmental Accounting Standards Board. Amounts in the Statement of Expenditures of Mandatory Fees (“Statement”) were derived from the State Bar’s audited 2018 financial statements.

Use of Estimates – The preparation of the Statement requires management to make estimates and assumptions related to the amounts of chargeable expenditures during year. Actual results could differ from those estimates.

2. BASIS OF PRESENTATION

The accompanying Statement was prepared for the purpose of showing the allocation of certain expenditures into chargeable and non-chargeable categories. Although derived from the State Bar’s audited 2018 financial statements, the Statement is not a substitute for the financial statements, nor is it intended to be a complete presentation of the State Bar’s revenues and expenses in conformity with accounting principles generally accepted in the United States of America. Amounts reported in the Statement can be agreed to amounts reported in the State Bar’s financial statements.

The State Bar Act sets the amount of the annual fees that the State Bar may charge lawyers for the license to practice law in California. The amount of the annual fee, however, is subject to certain adjustments. The United States Supreme Court in *Keller v. State Bar of California*, 496 U.S. 1 (1990) (“*Keller*”) held that the State Bar could not require California lawyers to pay, as mandatory fees, the expense of the State Bar’s political or ideological activity that was not necessarily or reasonably related to the State Bar’s purpose of regulating the legal profession or improving the quality of legal services. The Statement provides a basis of determination for the mandatory fees that each licensee must pay in order to practice law in California. It describes and separates programs and activities that are “chargeable” and “non-chargeable” to licensees under the *Keller* standard. In calculating the chargeable and non-chargeable expenditures, absolute precision is not expected nor required pursuant to *Keller*, at 16, citing to procedural requirements outlined in *Chicago Teachers v. Hudson*, 475 U.S. 292, 310 (1986). Expenditures included in the Statement are derived from expenses included in the General Fund (except program costs funded by filing fees or other fees), Client Security Fund, the Lawyers Assistance Program Fund, and the Support and Administration Fund of the State Bar.

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

2. BASIS OF PRESENTATION (Continued)

Since January 1, 2000, amendments to the State Bar Act have provided each licensee with the option of deducting \$5 from the annual licensing fee for lobbying and related activities outside of the parameters established in *Keller* (Cal. Bus. & Prof. Code §6140.05). In addition to these changes, in 2001, the Board of Trustees provided licensees the option of an additional \$5 deduction from annual fees for certain other programs under Elimination of Bias program since reduced to \$2 deduction. Although reasonable persons may disagree whether some of these programs and activities may be chargeable under the criteria in *Keller*, the Board of Trustees has elected to make them optional in their entirety.

Since January 1, 2000, the amount of expenses that the State Bar may incur for legislative activity outside of the parameters of *Keller* was restricted by statute to the total revenue collected from those licensees electing to pay the \$5 and not take the deduction from the annual fee under Cal. Bus. & Prof. Code §6140.05. Instead of categorizing its programs as within or outside of *Keller*, the State Bar has elected to restrict the expenses of all of its legislative activity to voluntary funds. Similarly, the State Bar had a \$2 deduction for activities under the State Bar's Elimination of Bias program and limited its funding to voluntary fees paid by licensees not taking this deduction. The Bar Relations program was discontinued in 2017. In 2018, the deduction for the remaining Elimination of Bias program was reset to \$2 by the Board of Trustees. Licensees who do not wish to support either the State Bar's Legislative Activities or its Elimination of Bias program can deduct the amounts from their annual fees. As a result, no part of the mandatory annual fees that a lawyer must pay as a condition of practicing law are used to fund non-chargeable expenses. Therefore, for purposes of the Statement, there are no non-chargeable expenditures for mandatory licensing fees for the year ended December 31, 2018.

3. DESCRIPTION OF CHARGEABLE PROGRAMS

The following is a listing of the major expenses that the State Bar has categorized as chargeable, including a description of the programs or activities performed by category. The classification of a program expense as chargeable was based on the standards in *Keller* that have been applied to determine whether an expense was necessarily or reasonably incurred for the purpose of regulating the legal profession or improving the quality of legal services available to the people of the State of California. Non-chargeable expenditures, as stated above, were funded by voluntary fees paid at the option of licensees. Determining which State Bar programs and activities are chargeable and non-chargeable requires that judgments be made by the State Bar.

a. *Chief Trial Counsel*

The Office of the Chief Trial Counsel receives, reviews, and analyzes incoming communications which relate to disciplinary inquiries and complaints against attorneys. It investigates allegations of unethical and unprofessional conduct against attorneys who may have violated provisions of the State Bar Act, Rules of Professional Conduct, or other standards of professional conduct. Prosecute attorneys in formal disciplinary hearings in the State Bar Court for violations of the State Bar Act or Rules of Professional Conduct. Activities include, as appropriate, the preparation of formal disciplinary pleadings, conduct of formal and informal discovery, and representation of the State Bar as Trial Examiners in the actual hearings and subsequent review proceedings. (Bus. & Prof. Code §6043, 6044, 6049, 6077, 6078, 6092.5 et seq.)

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

3. DESCRIPTION OF CHARGEABLE PROGRAMS (Continued)

b. *State Bar Court*

The State Bar Court adjudicates formal disciplinary matters resulting in the final imposition of discipline or, in certain instances involving suspension or disbarment, the recommendation of discipline to the California Supreme Court. (Bus. & Prof. Code §6086.5, 6086.65; Cal. Rules of Court, rules 9.13, 9.16, 9.18)

c. *Client Security Fund*

The Client Security Fund receives, evaluates, and processes applications made by persons who have suffered monetary losses due to dishonest conduct of lawyers, and authorizes recovery to eligible clients out of funds collected for this purpose. (Bus. & Prof. Code §6140.5.)

d. *Attorney Regulations and Consumer Resources*

The Office of Attorney Regulations and Consumer Resources maintains the Court's roll of attorneys admitted to the practice of law by the court. It also bills and collects fees, costs, and penalties imposed on licensed attorneys, including reimbursements to the Client Security Fund and disciplinary costs. It also keeps track of all licensees of the Bar, including any record of discipline, and answers inquiries from courts, other governmental agencies, other states, and the public.

e. *Professional Competence*

The Office of Professional Competence maintains and improves the standards of the legal profession to enhance attorney competence through: (1) promulgating and strengthening professional standards to protect the public; (2) assisting licensees to comply voluntarily with such standards (e.g., Ethics Hotline, California Compendium on Professional Responsibility, Lawyers Personal Assistance Program); and (3) planning and development of programs to enhance attorney competence. (Bus. & Prof. Code §6076, 6077.)

f. *Lawyer Assistance Program*

The Lawyer Assistance Program provides an alternative to the traditional State Bar disciplinary mechanism, with the goal of the program being the identification and rehabilitation of attorneys with impairment due to abuse of drugs or alcohol, or due to mental illness. The Office of the Lawyer Assistance Program adopts reasonable rules and regulations as may be necessary or advisable for the purpose of implementing and operating the Lawyer Assistance program. (Bus. & Prof. Code §6231.)

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

3. DESCRIPTION OF CHARGEABLE PROGRAMS (Continued)

g. Probation

The Office of Probation (“OP”) monitors disciplined attorneys who have been ordered to comply with probation or reproof conditions pursuant to orders issued by the California Supreme Court and/or the State Bar Court. The OP also monitors cases where conditions have been imposed pursuant to Business and Professions Code, section 6007(h). Once these orders or agreements become effective, the OP establishes its own case files to maintain a record of compliance or non-compliance for each attorney. OP staff monitor participating attorneys’ compliance. The monitoring requires OP staff to contact the attorney being monitored and third parties such as former clients, service providers, and other departments of the State Bar. OP staff provides timely information to the attorney, Office of Chief Trial Counsel, and State Bar Court regarding non-compliance and are available to testify regarding such under oath in court.

h. Access and Inclusion

This program addresses the development of policy and initiatives in collaboration with other institutions working to expand access to justice for low income Californians (e.g. Judicial Council; legal services entities; local, state and national organizations such as the American Bar Association and National Legal Aid and Defender Association).

Programs that affect the public’s access to justice fall within the exclusive preserve of the judicial branch. (See Superior Court v. Mendocino (1996) 13 Cal.4th 45.)

i. Communications

The State Bar’s Office of Communications and Stakeholder Engagement is responsible for ensuring that the general public and the legal community are informed about the State Bar’s public protection role and know how to access the Bar’s services and resources. The Office is tasked with conveying critical information to Californians about how to protect themselves from attorney misconduct and what to do if that happens, including by filing complaints against attorneys or seeking compensation for harm through the Client Security Fund. A major emphasis is on activities that reach the public in California to ensure they know how to access the resources of the State Bar’s attorney discipline system, as well as to help attorneys understand their ethical obligations.

The Office of Communications and Stakeholder Engagement provides important updates for attorneys licensed in California regarding rules and ethics guiding the profession, as well as ongoing education to improve competence. This office provides information about how to find a lawyer and information about access to legal services for low-income Californians.

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

3. DESCRIPTION OF CHARGEABLE PROGRAMS (Continued)

j. *Judicial Evaluation*

The Commission on Judicial Nominees Evaluation, established pursuant to Government Code section 12011.5, is the State Bar agency which evaluates all candidates who are under consideration for a judicial appointment by the Governor. The mission of the Commission is to assist the Governor in the judicial selection process and thereby to promote a California judiciary of quality and integrity by providing independent, comprehensive, accurate, and fair evaluations of candidates for judicial appointment and nomination. As stated in *Hoffman v. State Bar of California* (2003) 113 Cal.App.4th 630, 635, the State Bar has the “constitutional responsibility, along with the Chief Justice of the Supreme Court and the houses of the Legislature, to appoint a specified number of licensees to the Judicial Council. (Cal. Const., art. VI, § 6.) Through the appropriate committee, the association is also required by statute to evaluate potential appointees for judicial office and report its recommendation to the Governor. (Gov.Code, § 12011.5, subds.(a), (c).) No candidate may be appointed until the State Bar has so reported, or the time for reporting has elapsed. (Id. at subd. (k).)” Having a strong judiciary evaluation system promotes public protection by helping ensure a fair legal system.

k. *Mandatory Fee Arbitration*

The Fee Arbitration Program (Business and Prof. Code § 6200 et seq.) provides for resolution of fee disputes between attorneys and clients. It is mandatory for the lawyer if the client requests arbitration. Most complaints come to the program independently of the Office of Trial Counsel's Intake Unit, and the availability of this service almost certainly prevents the filing of additional disciplinary complaints. Maintaining a program that decreases the number of additional complaints assists the disciplinary system in processing those cases that cannot otherwise be handled. Although it may be argued that the arbitration program is not necessarily an indispensable part of an attorney disciplinary process, the court held it is a valuable and justifiable component of a comprehensive disciplinary system. (Id., at 622.)

l. *Commission on Access to Justice*

The California Commission on Access to Justice was established in 1997 to pursue long-term fundamental improvements in our civil justice system so that it is truly accessible for all, regardless of income, geography, language ability, or other factors. The commission is comprised of members from all three branches of government, as well as business, labor, academic, religious and civic organizations.

The 26-member commission of lawyers and judges, as well as academic, business, labor, and community leaders, was established to explore ways to improve access to civil justice for Californians living on low and moderate incomes. The commission was instrumental in establishing the \$10 million Equal Access Fund for civil legal services to the indigent and works closely with the Judicial Council to improve access to the courts.

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

3. DESCRIPTION OF CHARGEABLE PROGRAMS (Continued)

The improvement of the administration of justice and the public's access to justice falls within the exclusive preserve of the judicial branch. (See *Superior Court v. Mendocino* (1996) 13 Cal.4th 45.) Further, this program improves the quality of legal services available to the people of California. (See *Keller*, supra, 497 U.S. at 14.)

m. *Program Development – California Young Lawyers Association*

California Young Lawyers Association (“CYLA”) is the nation's largest association of young lawyers. This program encompasses legal training and education, and involvement in the practice of law, all areas over which this court has inherent authority. (In re Attorney Discipline System, supra, 19 Cal.4th 582, 592 and *Warden v. State Bar* (1999) 21 Cal.4th 628, 653 [dissent opn. Kennard, J.].) This program also improves the quality of legal services available to the people of California. (See *Keller*, supra, 497 U.S. at 14.) Additionally, CYLA provides pro bono opportunities. Pro bono work is expected of attorneys. (See Bus. & Prof. Code, § 6073 and In re Glass (2014) 58 Cal.4th 500, 526.) Therefore, CYLA falls within the regulatory activities of the judiciary.

General Fund Allocated Support Service – General and administrative expenses are incurred to provide staff and operational support to all programs and activities of the State Bar including, but not limited to: human resources; finance; licensee billing; information technology; procurement; building maintenance; general services; legal counsel; the formulation, implementation, and administration of policies through the Board of Trustees and the Office of the Executive Director. The “Indirect Costs/Overhead Allocation” is the share of the administrative costs that are charged to the restricted fund programs for the support provided, using the methodology of the State of California for apportioning and recouping administrative support cost provided by the State's general fund to its special fund programs.

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

3. DESCRIPTION OF CHARGEABLE PROGRAMS (Continued)

The 2018 State Bar of California indirect cost allocation to chargeable programs is summarized below:

General Counsel	\$ 4,182,393
Finance	2,590,130
Licensee Billing	739,293
Human Resources	1,784,711
General Services - Los Angeles	3,975,129
General Services - San Francisco	5,675,627
Building Improvement/Property Related	2,287,845
Information Technology	7,967,773
Governance*	3,303,015
Other - Non Departmental**	273,400
Indirect Cost Pool	32,779,316
Less: Overhead Allocation charged to Other Programs	(8,928,786)
Overhead Allocation to Chargeable Programs	\$ 23,850,530

**Governance includes Office of Executive Director, Elections, Public Interest Task Force, Class and Comp WF Planning, ORIA, Appointments and Board of Trustees.*

***Other - Non Departmental costs include staff retirement benefit costs and chargebacks*

The amount of the Overhead Allocation to Chargeable Programs is included in the various Chargeable Program expenditures on the Statement of Expenditures of Mandatory Fees.

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

3. DESCRIPTION OF CHARGEABLE PROGRAMS (Continued)

Program Revenues – Program revenues related to chargeable expenses from the General Fund, Building Fund, Client Security Fund, Lawyers Assistance Fund, and the Support and Administration Fund of the State Bar are held to fund the related program expenses. Program revenues for 2018 are comprised of:

Law Corporation Registration Fees		\$ 1,416,918
Continuing Legal Education Fees		908,975
Seminar/Workshop Revenue		58,491
Other		1,973,709
Total		\$ 4,358,093

4. OPTIONAL DEDUCTIONS

The State Bar sets an amount that licensees are not required to pay and may deduct from the annual licensing fees. In 2018, these deductions were \$47 for both active and inactive attorneys. In 2017, there was no fee bill. Under the interim special regulatory assessment ordered by the Supreme Court of California, this amount included \$5 fixed by the court for legislative and related activities for inactive attorneys only; and \$40 set by the court for the Temporary Emergency Legal Services Voluntary Assistance Option for both active and inactive attorneys. Funding for elimination of bias as part of licensing fees was suspended under the assessment. Under the 2018 Fee Bill, these deductions are allowed for the following activities:

a. *Lobbying*

Licensees may deduct the \$5 from the annual fee which would otherwise fund the State Bar’s consideration of legislative measures (including proposals that improve the administration of justice, that may be outside the parameters of *Keller*) and related activities. All legislative activity by the State Bar is limited by statute and by action of its Board of Trustees to the amount paid by licensees who elect not to take the deduction. (Bus. & Prof. Code §6140.05.)

In 2018, under the new fee bill, the \$5 deduction was reinstated to include both active and inactive attorneys.

b. *Elimination of Bias*

Funding for elimination of bias as part of licensing fees was suspended under the assessment in 2017 for both active and inactive attorneys. In the prior year, licensees could deduct \$5 from the annual fee which would otherwise fund the elimination of bias program to eliminate bias in the judicial system and legal profession and to increase participation of attorneys who have been underrepresented in the administration and government of the State Bar’s programs and activities, such as women, ethnic minority, gay, lesbian, and disabled attorneys, and will not fund the cost of communicating and maintaining relations with local bars and other voluntary associations. In 2018, under the new fee bill, the deduction was reinstated for both active and inactive attorneys at a reduced level of \$2. The reduction reflects the closing of the Bar Relations program.

THE STATE BAR OF CALIFORNIA
Notes to the Statement of Expenditures of Mandatory Fees
Year Ended December 31, 2018

4. OPTIONAL DEDUCTIONS (Continued)

c. Legal Services Voluntary Assistance Option

Licensees are allowed to deduct \$40 from the annual licensing fee, which would otherwise fund the Legal Service Trust Fund Program to support nonprofit organizations that provide free civil legal services to low-income Californians. (Bus. & Prof. Code §6140.03.) This deduction was not suspended under the 2017 special regulatory assessment for either active or inactive attorneys.