

AGENDA ITEM

**NOV 54-113A
Conflict Waiver - Report
of Action Taken on
Behalf of Board**

DATE: October 23, 2007
TO: Members, Board of Governors
FROM: Cathy Torney, Committee Coordinator
SUBJECT: Conflict Waiver, Report of Action Taken on Behalf of the Board of Governors in Between Meetings

The President has the authority to conduct or to request to be conducted, e-mail polls of the Board of Governors on matters of urgency that require Board approval, between regularly scheduled meetings of the Board. The Board Committee on Operations has the authority to act on behalf of the Board of Governors in between regular meetings. The President authorized an e-mail poll to be conducted on October 19, 2007, to consider a waiver under Rule of Professional Conduct 3-310(C) in the retention of an outside counsel firm.

A quorum was reached and the Board Committee voted unanimously to adopt the following resolution:

RESOLVED that, pursuant to its authority to act on behalf of the Board of Governors of the State Bar of California in between regular meetings, the Committee on Board Operations agrees to waive the conflict as described in the letter this date before the committee, and authorizes the General Counsel or her designee to execute any necessary documents.

All members, except James Penrod responded and all members responding, voted "yes".