

AGENDA ITEM

MAY 165

Proposed Changes to the California Young Lawyers Association Governance Structure – Return of Public Comment Action

DATE: April 28, 2008

TO: Members, Board of Governors
Members, Board Committee Stakeholder Relations (BCSR)

FROM: Patricia Lee, Director,
Office of Legal Services Access & Fairness Program

Carol Madeja, Director, Bar Relations Outreach

RE: Proposed Changes to the California Young Lawyers Association
Governance Structure – Return of Public Comment

EXECUTIVE SUMMARY

In January 2007, under the Board's directive, research and evaluation began to understand how to increase participation by young lawyers in bar activities, to provide leadership and professional development avenues, and to guide the creation of member services for new admittees and young attorneys.

In April 2007, Hertz Research created an online survey, in conjunction with State Bar staff and input from the CYLA Board. The survey was sent to randomly selected young lawyers and was offered to all lawyers through the website. Consensus Management Group (CMG) was engaged to research the current California young lawyer issues and to help prepare for the 2007 Spring Summit on Young Lawyers. CMG convened focus groups and conducted individual phone interviews gathering relevant information on this issue from a variety of perspectives. In June 2007, a two-day invitation only Young Lawyer Summit was held. The purpose was to convene stakeholders for open and candid dialogue on key strategies that would positively impact young lawyers and The State Bar of California.

After careful consideration of the broad spectrum of issues raised during the 2007 Spring Summit, the results of the individual and focus group interviews and the 2007 Young Lawyer Survey, CMG provided its final "Report to the Board of Governors: Recommendations from the 2007 Spring Summit of the State Bar of California."

(Continued)

Executive Summary (continued)

The key recommendations included the restructuring of CYLA, shifting from an elected board to an entity appointed by the Board of Governors and the renaming the new entity as the Council on California Young lawyers. The existing process providing for the election of a young lawyer representative to the Board of Governors would be preserved. Comments were solicited from all Spring Summit attendees, with the CYLA board and one other individual submitting comments.

At the January 2008 Board Retreat, the Board discussed the recommendations in the CMG report but only agreed to one change in CYLA's structure – to change CYLA to an appointed rather than elected body. The Board also agreed that the CYLA name would not be changed. At that time, the Board instructed staff to finalize the proposal for the appointment of CYLA's leadership for the Board's formal consideration in March

During the March 2008 meeting of the Board Committee on Stakeholder Relations, the Committee agreed to send out for public comment proposed rule changes to shift CYLA from an elected to an appointed entity. While most Board members believed CYLA should retain its name, the Committee also directed staff to seek public comment on the advisability of keeping or changing the entity's name. The proposal also would convert the existing bylaws into a Mission and Charge. The 45-day public comment period ended on April 26, 2008.

Based upon the public comments received, the revised proposed recommendations are submitted for review and approval.

BACKGROUND:

Recognizing the importance of providing an optimum path for the integration of recent law school graduates and new admittees into the legal profession and the organized bar, it was determined by the Board of Governors, at its 2007 Board Planning Retreat, that considerable resources would be devoted to focusing on the needs of this unique group of State Bar members. In 2007 the State Bar of California completed the following:

- Retention of Hertz Research and Consensus Management Group to assist the bar in identifying the most critical needs of young lawyers, determining how the State Bar might respond to those needs and considering how young lawyers could best contribute to the overall purpose and work of the State Bar.
- In April 2007, Hertz Research created an online survey with staff support and input from the CYLA Board. The survey was sent to randomly selected young lawyers and offered to all lawyers through the website. Information was collected to measure demographics, familiarity with CYLA, job satisfaction, work/life

balance, local bar membership and utilization of State Bar resources. The results regarding awareness and benefits of CYLA were as follows:

- o Fifty-seven percent of the respondents were unaware of CYLA and that they were members and,
 - o Seventy-nine percent were unaware of CYLA's electronic newsletter and,
 - o Eighty percent had not visited CYLA's web page.
- Simultaneously, CMG was engaged to examine the young lawyer issues, to interview people across age and practice settings, to research the literature in the field and to help the State Bar design and implement a seminar that would begin to address these issues and provide input on how the State Bar might respond.
- In June 2007, a two-day invitation only Young Lawyer Summit was held.
- After careful consideration of the broad spectrum of issues raised during the 2007 Spring Summit, the results of the individual and focus group interviews and the 2007 Young Lawyer Survey, CMG provided its final "Report to the Board of Governors: Recommendations from the 2007 Spring Summit of the State Bar of California."
- During the 2008 Board Retreat, the recommendations were reviewed and discussed by the Board with input from three CYLA Executive Committee members. Board approval was given to finalize and prepare for public comment the proposed changes to CYLA's governance structure, shifting from an elected to an appointed entity and retaining the CYLA name.
- The proposal of recommendations for changes to CYLA governance structure was released for 45-day public comment with the deadline date of April 26, 2008.

RETURN FROM PUBLIC COMMENT:

Individual members of ABA/YLD affiliate organizations, past CYLA Board members, California local bar associations and the CYLA Board submitted public comments. (See **Attachment 1** for the public comment summary) There was significant confusion about what proposals were actually pending before the Board. Although the CMG report and recommendations were attached only as background materials, some that commented were under the mistaken impression that the proposal was to disband CYLA and create a new entity with a new name, and to subsume CYLA into the State Bar Sections, consistent with the discussion and recommendations in the CMG report.

The Bar Association comments tracked the public comment proposal and deferred to the Board of Governors the issue of retaining the current name. (See **Attachment 2** for original notice of public comment and proposal)

On April 25, 2008, a special meeting of the CYLA Board was held by conference call. During the meeting State Bar staff explained the proposal and acknowledged the confusion. Staff confirmed that CYLA was not being disbanded nor was a new entity being created. It was further explained that converting the bylaws to a Mission and Charge, was to align CYLA with other State Bar appointed entities. Staff suggested revisions to the proposed recommendation to further clarify the intent of the Stakeholder Relations Committee and Board of Governors. The CYLA Board agreed with the revisions to the proposed recommendations to reflect more accurately the goals of the proposal.

The revised recommendations appear below and are proposed for the Stakeholder Relations Committee and full Board of Governors review and approval.

PROPOSED RECOMMENDATIONS:

To achieve the vision of a fully engaged State Bar entity that would champion the interests and needs of new lawyers, the following recommendations are proposed:

1. That CYLA and the State Bar take appropriate steps to transition selection of CYLA members from an election process to an appointment process, with 9 seats reserved, one for each State Bar District, and the remaining seats appointed consistent with the State Bar Appointments Policies and Procedures. Current members of the CYLA board will continue serving on the new entity until their current terms expire. The Board of Governors will fill the vacated seats through appointment.
2. CYLA will be expanded to 20 members, who are representative of the new lawyer constituents and who are interested in supporting the mission and charge of CYLA.
3. CYLA will convert the current CYLA bylaws into an official Mission and Charge, consistent with State Bar structure and format for other appointed entities, subject to Board of Governors approval.
4. CYLA will elect one new lawyer representative to a voting seat on the Board of Governors.
5. It will be understood that the current reference to new or young lawyers in all materials, rules, and procedures as "members" will refer to new and young lawyer "constituents," and changes to specific language will be made, as needed. The new lawyer "constituents" will be defined using the current criteria, e.g. attorneys age 36 and under or attorneys in practice for 5 years or less.
6. California Young Lawyers Association will retain its current name.

Proposed Implementation Schedule:

The following timetable is being recommended to enable the transition to be accomplished in 2008 and to open the appointments process for the 2009-2010 committee year:

May 2008: The report on public comment and proposed recommendations will be submitted to the Board Committee on Stakeholder Relations and to the Board of Governors for review and approval.

July 2008: Stakeholder Relations Committee and full Board review and approval of CYLA Mission and Charge.

May 2008 – September 2008: Staff to work with CYLA and the Board to complete steps for final transition of CYLA from an elected to an appointed entity.

September 2008 – February 1, 2009: The California Young Lawyer Association recruits for the 2009 appointments process.

February to March 2008: CYLA screening and review of CYLA applications and recommendations to Board of Governors. CYLA election of CYLA representative on Board of Governors.

May 2009: Appointment of new CYLA members.

October 2008 (Close of Annual Meeting): Newly appointed CYLA members terms begin. Newly Elected CYLA BOG representative term begins.

November 2009: Orientation of new CYLA members.

FISCAL AND PERSONNEL IMPACT:

The current General Fund operating budget for CYLA is \$82,962 with staff support provided by Bar Relations Outreach (BRO) staff, at .20 FTE BRO Director and .20 FTE BRO Project Coordinator.

It is anticipated that the budgetary and staff resources would increase to perform the tasks envisioned in these recommendations. Any increase in budget allocation and/or staff resources would be subject to Board approval.

BOARD BOOK/ADMINISTRATIVE MANUAL IMPACT:

- A. Deletion of Tab 13, Article 2 (Public Communications), Section 2 (b)(8) from the State Bar of California's Governors Policy Manual and,

- B. Deletion of Tab 4, §6013.1. (a) (Membership from Bar Districts and Young Lawyers Association; Operative Date of Section) and,

STATE BAR RULES IMPACT:

Impact on Article VIII of the Rules and Regulations of the State Bar to be determined.

PROPOSED BOARD COMMITTEE RESOLUTION

Should the Board Committee on Stakeholder Relations concur, the following resolution would be in order:

RESOLVED, that the Board Committee on Stakeholder Relations recommends that the Board of Governors approve the following recommendations to effectuate changes to CYLA governance:

To achieve the vision of a fully engaged State Bar entity that would champion the interests and needs of new lawyers, the following recommendations are proposed:

1. That CYLA and the State Bar take appropriate steps to transition selection of CYLA members from an election process to an appointment process, with 9 seats reserved, one for each State Bar District, and the remaining seats appointed consistent with the State Bar Appointments Policies and Procedures. Current members of the CYLA board will continue serving on the new entity until their current terms expire. The Board of Governors will fill the vacated seats through appointment.
2. CYLA will be expanded to 20 members, who are representative of the new lawyer constituents and who are interested in supporting the mission and charge of CYLA.
3. CYLA will convert the current CYLA bylaws into an official Mission and Charge, consistent with State Bar structure and format for other appointed entities, subject to Board of Governors approval.
4. CYLA will elect one new lawyer representative to a voting seat on the Board of Governors.
5. It will be understood that the current reference to new or young lawyers in all materials, rules, and procedures as "members" will refer to new and young lawyer "constituents," and changes to specific language will be made, as needed. The new lawyer "constituents" will be defined using the current criteria, e.g. attorneys age 36 and under or attorneys in practice for 5 years or less.
6. California Young Lawyers Association will retain its current name.

PROPOSED BOARD RESOLUTION:

Should the Board concur with the board committee's recommendation, the following resolution would be in order:

RESOLVED, upon recommendation of the Board Committee on Stakeholder Relations, that the Board of Governors approves the following recommendations to effectuate changes to CYLA governance:

To achieve the vision of a fully engaged State Bar entity that would champion the interests and needs of new lawyers, the following recommendations are proposed:

1. That CYLA and the State Bar take appropriate steps to transition selection of CYLA members from an election process to an appointment process, with 9 seats reserved, one for each State Bar District, and the remaining seats appointed consistent with the State Bar Appointments Policies and Procedures. Current members of the CYLA board will continue serving on the new entity until their current terms expire. The Board of Governors will fill the vacated seats through appointment.
2. CYLA will be expanded to 20 members, who are representative of the new lawyer constituents and who are interested in supporting the mission and charge of CYLA.
3. CYLA will convert the current CYLA bylaws into an official Mission and Charge, consistent with State Bar structure and format for other appointed entities, subject to Board of Governors approval.
4. CYLA will elect one new lawyer representative to a voting seat on the Board of Governors.
5. It will be understood that the current reference to new or young lawyers in all materials, rules, and procedures as "members" will refer to new and young lawyer "constituents," and changes to specific language will be made, as needed. The new lawyer "constituents" will be defined using the current criteria, e.g. attorneys age 36 and under or attorneys in practice for 5 years or less.
6. California Young Lawyers Association will retain its current name.

ATTACHMENT 1

Summary of Public Comments

For full text, please contact Carol Madeja at carol.madeja@calbar.ca.gov

Person	Affiliation	Email	Comment Summary
Jennifer G. Daughtery	Minnesota Attorney ABA/YLD affiliate	jgdaugherty@rkmc.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
Ryan C. Reed	ABA/YLD	rreed@hughesandcoleman.com	California will "get it wrong" if it proceeds to sunset the CYLA, rename it the "Council on Young Lawyers" and otherwise wholly replace the existing organization under a new mission and charge.
Danielle Mason Anderson	Michigan Attorney ABA/YLD Affiliate	Anderson@millercanfield.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
Tracy L. Deutmeyer	Nebraska Attorney ABA/YLD Affiliate	Tduetmeyer@mcgrathnorth.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
Julia Bahner	Seattle Attorney ABA YLD District 29 Representative	jbahner@landam.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
Rachel E. Kopp	Philadelphia Attorney ABA/YLD affiliate	rkopp@srk-law.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
Jessika Rovell	Pennsylvania Attorney ABA/YLD Affiliate	jessikarovell@hotmail.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
Justin Goldstein	ABA/YLD Chair	Yld@staff.abanet.org	Opposes the name and structure change. Council wouldn't meet the ABA YLD affiliate requirements.

Denny Sheppard for Karin Crump	Texas YLD	denny.sheppard@texasbar.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
William Miller, Jr.	Texas Attorney Texas YLD, President	bmiller@greermccasland.com	Opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.
Kenneth Wentz	Former CYLA officer	kenw@berenstate.com	Essentially dissolving CYLA in favor of integrating young lawyers into sections will not facilitate direct involvement as it currently does by being able to associate and openly discuss ongoing issues within the State Bar with other young lawyers. In favor of the proposal, but against the dissolution, or sunseting, of CYLA and the creation of a new "council."
Craig Nicholas	Former CYLA officer	cnicholas@nblaw.org	Supports the current proposed structural changes and governance changes to CYLA, and feels that amending CYLA bylaws is the appropriate means to accomplish those governance changes. To the extent those amendments create a new council that places young lawyers directly into sections is not in the interests of young lawyers.
Connie Merriett	Former CYLA board member-ABA-YLD Dist Rep	connie.merriett@dechert.com	<i>100% opposed to the sunseting of the California Young Lawyers Association and the creation of a new entity.</i>
Maralee MacDonald	Former CYLA board officer	Mmacdonald@boutindentino.com	<i>Does not support any of the proposed recommended changes to CYLA governance.</i>
Seth Levy	Former recipient of Jack Berman Award	sethlevy@dwt.com	Does not support the sunseting of CYLA in favor of a Council on Young Lawyers. SBC should reconsider this issue and not only maintain CYLA but provide greater support.

CYLA Board			Transition selection of CYLA members from an elected process to an appointment process, with 9 seats reserved, one for each BOG State Bar District. Convert current CYLA bylaws into an official Mission and Charge. California Young Lawyers Association will retain its current name. Allocation of 1.5 FTE with an annual budget of \$150,000 for a period of three years to provide sustained support.
Ann Wassam	Alameda County Bar Association	Ann@acba.org	The ACBA Board of Directors approves the proposed changes, specifically: ▪ transitioning CYLA from an elected entity to an entity appointed by the Board of Governors ▪ creating an entity with 20 members ▪ sunseting existing CYLA bylaws and operating under a new mission & charge ▪ providing one elected new lawyer representing with a voting seat on the Board of Governors ▪ clarifying new lawyer "constituents" as attorneys age 36 or in practice for five years or less Regarding a proposed name, the ACBA defers to the State Bar on that matter.

Lisa Reep	Contra Costa County Bar Association	lgreep@cccba.org	<i>The CCCBA Board approves specific proposed changes as follows:</i> ▪ transitioning CYLA from an elected entity to an entity appointed by the Board of Governors ▪ creating an entity with 20 members ▪ sunsetting existing CYLA bylaws and operating under a new mission and charge ▪ changing the name to remove "Association" to make it more reflective of its position within the overall State Bar ▪ providing one elected new lawyer representative with a voting seat on the Board of Governors ▪ clarifying new lawyer "constituents" as attorneys age 36 or under or in practice for five years or less Regarding a specific proposed name, the CCCBA defers to the State Bar on that matter.
-----------	---	--	--

ATTACHMENT 2
Full Public Comment Background and Proposal
Appearing on State Bar Website

SUBJECT: Proposed changes to California Young Lawyers Association (CYLA) governance structure

BACKGROUND: Recognizing the importance of providing an optimum path for the integration into the legal profession and the bar of recent law school graduates and new attorneys, it was determined by the Board of Governors that considerable resources should be devoted to focusing on the needs of this unique group of State Bar members.

2007 - Hertz Research and Consensus Management Group were retained to assist the bar in identifying:

- the most critical needs of new lawyers,
- how the State Bar might respond to those needs; and
- how new lawyers could best contribute to the overall purpose and work of the State Bar.

January 2007 - The CYLA Executive Committee attended the Board of Governors' Planning Retreat to discuss the issues and needs of new lawyers with members of the board.

During the retreat, it was determined that the State Bar would focus its 2007 efforts on activities that would result in recommendations to help increase the relevancy of The State Bar of California and CYLA to its constituents.

April 2007 - Information was collected, from new attorneys, to measure demographics, familiarity with CYLA, job satisfaction, work/life balance, local bar membership and utilization of State Bar resources.

Highlights of the results were:

- Fifty-seven percent of the respondents were unaware of CYLA and,
- Seventy-nine percent were unaware of CYLA's electronic newsletter and,
- Eighty percent had not visited CYLA's Web page.

These results were important to the analysis and development of the current proposed Recommendations.

June 2007 - A two-day invitation only Spring Summit was held to convene stakeholders for open and candid dialogue on key strategies that would positively impact new lawyers.

After careful consideration of the broad spectrum of issues raised during the Spring Summit, the results of the individual and focus group interviews and the 2007 Young Lawyer Survey, CMG provided its final “Report to the Board of Governors: Recommendations from the 2007 Spring Summit of the State Bar of California.”

October 2007 - The report and recommendations were circulated for comment among the Summit participants.

January 2008 - During the 2008 Board of Governors Retreat, the recommendations were reviewed and discussed with input from three CYLA Executive Committee members. Board approval was given to finalize and prepare the proposed changes to CYLA’s governance structure for public comment.

March 8, 2008 – The Board reviewed the proposed changes to be circulated for public comment. There was discussion among the Board regarding a suggested name change. It was agreed that comment would be solicited on changing the name of the California Young Lawyers Association to California Young Lawyers or some other name to better characterize and differentiate the newly proposed appointed entity.

PROPOSAL: To achieve the vision of a fully engaged State Bar entity that would champion the interests and needs of new lawyers and represent the issues as outlined in the “Report to the Board of Governors: Recommendations from the 2007 Spring Summit of the State Bar of California”, the following recommendations are proposed:

- 1.** That CYLA and the State Bar take appropriate steps to transition CYLA from an elected board to an entity appointed by the Board of Governors. Current members of the CYLA board will continue serving on the new entity until their current terms expire. The Board of Governors will fill the vacated seats through appointment.
- 2.** The newly created CYL entity is projected to consist of 20 members, who are representative of the new lawyer constituents and who are interested in supporting the newly created CYL entity’s Mission and Charge, and will be appointed by the Board of Governors.
- 3.** The existing California Young Lawyers Association will sunset its bylaws and will operate under the newly established Mission and Charge.

4. The newly appointed CYL entity will elect one new lawyer representative to a voting seat on the Board of Governors.

5. It will be understood that the current reference to new or young lawyers in all materials, rules, and procedures as “members” will refer to new and young lawyer “constituents,” and changes to specific language will be made, as needed. The new lawyer “constituents” will be defined using the current criteria, e.g. attorneys age 36 and under or attorneys in practice for 5 years or less.

6. The newly created entity will retain the name as California Young Lawyers Association, in the interim with comment sought as to whether a name change would be appropriate to better characterize and differentiate the new entity.

ANY KNOWN FISCAL/PERSONNEL IMPACT: The current General Fund operating budget for CYLA is \$82,962 with staff support provided by Bar Relations Outreach (BRO) staff, at .20 FTE BRO Director and .20 FTE BRO Project Coordinator.

It is anticipated that the budgetary and staff resources would increase to perform the tasks envisioned in these recommendations. Any increase in budget allocation and/or staff resources would be subject to Board approval.

ATTACHMENTS:

- Attachment A - Hertz Survey Results
- Attachment B - Final Summit Report
- Attachment C - Mission/Charge

SOURCE: Committee on Stakeholder Relations

COMMENT DEADLINE: April 26, 2008

DIRECT COMMENTS TO:

Carol Madeja

Office of Legal Services, Access & Fairness Programs
1149 S. Hill St., Flr 7
Los Angeles, CA 90015
213-765-1329
213-765-1705 Fax