

THE WEST VIRGINIA BAR FOUNDATION
BOARD OF DIRECTORS MEETING
STATE BAR CENTER - CHARLESTON
JUNE 14, 2007

MINUTES

The meeting of the West Virginia Bar Foundation's Board of Directors was called to order by President Al Emch on June 14, 2007 at the State Bar Center in Charleston.

Members of the Board of Director present were Secretary/Treasurer Cheryl Riley, Janet Preston, Jerry Jones, Bob Goldenberg, Steve Crislip Carl Harris and Joe Long. Participating by telephone conference call were Vice President Bill File, Jane Moran, Tracey Rohrbaugh and John Tinney. IOLTA Advisory Committee Chairperson Scott Segal and State Bar Executive Director were also in attendance.

The first item on the Agenda was a review of the Minutes of the last Board of Directors Meeting which was held on March 8, 2007. There were no additions or corrections to be made to the Minutes.

Secretary/Treasurer Riley then gave the financial report for the organization including the 2006-07 budget, the actual revenue and expenses through the first eleven months of the fiscal year, projected amounts for the end of the fiscal year on June 30 and a budget proposal for the fiscal year of July 1, 2007 to June 30, 2008. There was a great deal of discussion relating to the financial report.

Then, a motion was duly made, seconded and passed to accept the financial report for the current fiscal year and approve the budget proposal for the 2007-08 fiscal year with the inclusion of increasing the Board of Directors meeting expenses to a total of \$2,000 and to increase the grants line item to a total of \$15,000 and increase the total expenses by almost \$12,000. Finally, a motion was duly made, seconded and passed to authorize the transfer of the Youth and Government Program, the We The People Program and the consultant contract activities from the Bar Foundation to the WV State Bar beginning at the start of the fiscal year on July 1, 2007. These actions had already been agreed upon by the current State Bar Officers.

President Emch then led a lengthy discussion regarding the employment of a full-time executive director position by the Bar Foundation. There were many comments made. Mr. Tinder was requested to leave the room. After more discussion, Mr. Tinder was called back into the room and a motion was duly made, seconded and passed, unanimously, to offer the new full-time position of executive director to Mr. Tinder and that the appropriate search process and transition period be utilized in cooperation with the West Virginia State Bar. In addition, President Emch appointed Mr. Tinney, as Chairperson and Ms. Preston, Mr. Crislip and Mr. Long to serve as a committee to work with Mr. Tinder regarding employment terms, salary and benefits.

Page Two

The next item on the Agenda was a report from the IOLTA Advisory Committee. Committee Chairperson Segal stated that the U.S. House of Representatives has made a budget proposal to increase the level of funding for the Legal Services Corporation by \$28 million and that Legal Aid of West Virginia would be opening up its first new office in many years in Elkins.

The Committee members then reviewed the financial report for the IOLTA Program. There was an amount of \$324,000 to distribute with \$87,500 of that amount being set aside for the Rainy Day Fund and \$37,500 being set aside for the management fee. After some comments were made, a motion was duly made, seconded and passed to increase the Rainy Day Fund by \$12,500 to a total amount of \$100,000, to pay the total amount of the management fee of \$50,000 to the West Virginia State Bar by the end of June, 2007 and to distribute the remaining amount of \$174,000 to the grantees and special grantees in accordance with the formula in the Supreme Court Order.

He went on to state that the IOLTA Advisory Committee has set a budget of \$801,900 for the 2007-08 fiscal year and that it is reviewing the possibility of implementing a filing fee for cases that are appealed to the WV Supreme Court.

The next item on the Agenda was a report from the Grant Making Committee. In the absence of Mr. Burton, it was reported that no grant applications had been received since the last Board of Directors Meeting.

Mr. Goldenberg then led a discussion concerning the activities of the Foundation Fellows Committee. There had not been any particular action taken recently.

President Emch reported that the Foundation Fellows Dinner had been a very successful event in April. It is an outstanding event to honor members of the judiciary and lawyers who meet the Foundation Fellows' high standards.

President Emch made some comments regarding the fund raising campaign. With a full-time executive director coming on board, there will be the opportunity to make dramatic improvements in the Bar Foundation's fund raising efforts.

There were comments made regarding a letter that had been received from IOLTA Advisory Committee Chairperson Segal regarding the judiciary system in the state. Each member of the Board of Directors had received a copy of the letter. There was no action taken regarding the letter.

President Emch then requesting a report from the Bar Foundation Officers Nominating Committee. Vice President File stated that the Nominating Committee which consisted of Vice President Riley (who did not participate in the discussion concerning the position of President), Ms. Rohrbaugh and he served on the Nominating Committee and that the recommendation from the Committee was as follows:

Page Three

President - Cheryl Riley
Vice President - Carl Harris
Secretary/Treasurer - John Tinney

A motion was duly made, seconded and passed that the nominations for Bar Foundation Officers be closed and that there be an unanimous ballot on behalf of the three individuals nominated for the positions of President, Vice President and Secretary/Treasurer.

Under the topic of Other Business, President Emch distributed a letter of resignation that had been received from Board member Joe Farrell of Huntington. He had been recently been elected as a member of the State Bar's Board of Governors and wished to resign his position on the Bar Foundation's Board of Directors. A motion was duly made, seconded and passed to accept the resignation of Mr. Farrell. After some discussion, a motion was duly made, seconded and passed to appoint Steve Nord of Huntington to serve the unexpired term on the Board of Directors of Mr. Farrell.

President Emch announced the upcoming meetings of the Bar Foundation's Board of Directors as follows:

September 13, 2007 - 12:00 noon - State Bar Center - Charleston
December 6, 2007 - 12:00 noon - State Bar Center - Charleston
March 13, 2008 - 12:00 noon - State Bar Center - Charleston
June 12, 2008 - 12:00 noon - State Bar Center - Charleston

Vice President Riley led comments that were made regarding the outstanding leadership and performance by President Emch during the past three years. It was agreed that a proper Resolution would be put together in honor of the excellent job done by Mr. Emch as President.

There being no further business to transact, the meeting was adjourned.