

THE WEST VIRGINIA BAR FOUNDATION
BOARD OF DIRECTORS MEETING
STATE BAR CENTER - CHARLESTON
SEPTEMBER 13, 2007

MINUTES

The meeting of the West Virginia Bar Foundation's Board of Directors was called to order by Cheryl Riley on September 13, 2007 at the State Bar Center in Charleston.

Members of the Board of Directors in attendance were Vice President Carl Harris, Secretary/Treasurer John Tinney, Larry Skeen and Steve Nord. Participating by telephone conference call were Joe Long, Jerry Jones and Neva Lusk. IOLTA Advisory Committee Chairperson Scott Segal and State Bar Executive Director Tom Tinder were also in attendance.

President Riley began the meeting by welcoming Mr. Nord and Ms. Lusk who were attending their first official Board of Directors Meetings after being elected to serve three year terms at the Annual Business Meeting in May.

The first item on the Agenda was a review of the Minutes of the last Board of Directors Meeting which was held on June 14, 2007. A motion was duly made, seconded and passed that the Minutes be approved as presented.

President Riley called upon Mr. Segal to give a report on behalf of the IOLTA Advisory Committee. He stated that the Committee had agreed to move forward on reviewing the implementation of a Comparability Rule for West Virginia lawyers as has been implemented in several other states in the nation. The Comparability Rule would be a part of the Supreme Court's IOLTA Rule and would require law offices to have IOLTA interest bearing accounts at the same interest rate as what their banks provide to regular interest bearing checking accounts. In addition, he stated that he would be willing to go to Washington, D.C. to talk with West Virginia's Congressional leaders about an increase in the funding for the Legal Services Corporation.

He went on to state that the IOLTA Advisory Committee was recommending to the Board of Directors that it make the following IOLTA distribution - as of August 31, 2007, there was \$269,000 available for distribution with \$100,000 being held aside in the Rainy Day Fund. The recommendation from the Committee is to add \$12,500 to the Rainy Day Fund and to set aside a quarterly amount of \$12,500 for the Management Fee in accordance with the Supreme Court Order with a distribution of \$144,000 to the Legal Services Programs in accordance with the Supreme Court Order. Then, a motion was duly made, seconded and passed to approve the recommendation from the IOLTA Advisory Committee for the distribution of the IOLTA funds.

Secretary/Treasurer Tinney then gave the financial report for the organization. He reviewed the financial documents for the end of the 2006-07 fiscal year. The organization ended the year with a surplus based upon the funds that were available from the Youth In Government

and the We The People Program. He then went over the financial report for the two months of the 2007-08 fiscal year - July and August, 2007. After some comments were made, a motion was duly made, seconded and passed to add \$25,000 in revenue for the IOLTA Management Fee for the last six months of the fiscal year, add \$2,000 on the travel expense line item for travel by the new full-time Executive Director and add \$10,000 in the office expense line item for the necessary office equipment and office expenses once the full-time Executive Director begins working at approximately the beginning of 2008. The budgeted surplus for the 2007-08 fiscal year will increase by \$13,000.

President Riley then called upon Secretary/Treasurer Tinney to give a report regarding the Executive Director Employment Agreement. He said that the Board Committee which is working on this matter had a conference call recently. There will be a meeting with Mr. Tinder to negotiate the Executive Director Employment Agreement that will occur in the near future. Then, a final proposed Employment Agreement will be presented for the Board of Directors for its action at the next Board Meeting in December, 2007.

Vice President Harris then gave a report on behalf of the Grant Making Committee. The Committee had received two grant proposals and had thoroughly reviewed them at a recent meeting of the Committee. After some comments were made, a motion was duly made, seconded and passed to approve a grant in the amount of \$1,500 for the Junior Achievement Program in West Virginia and to deny a request for a grant from the Temple of Democracy project relating to a DVD on the history of the West Virginia State Capitol Building since it did not meet the grant making criteria of improving the administration of justice and the provision of legal services for citizens in the state. Mr. Tinder distributed to the Board members a letter of appreciation from Wheeling Jesuit University for the \$2,000 grant the Bar Foundation had provided for its 2006 Constitution Day activities.

The next item on the Agenda related to the Foundation Fellows Activities Committee. In the absence of Mr. Goldenberg, there was no report on this matter.

President Riley then presented to the Board of Directors a Board Resolution honoring Immediate Past President Al Emch for the leadership that he had provided to the Bar Foundation during his years as a member of the Board of Directors and as an Officer. A motion was duly made, seconded and passed to approve the Resolution as presented and to provide it to Mr. Emch.

President Riley then led a discussion concerning the Foundation Fellows Program and the need for there to be increased time and effort provided for the 2008 Foundation Fellows class. She appointed the Foundation Fellows Nominating Committee consisting of Mr. Jones as Chairperson, Secretary/Treasurer Tinney and Ms. Rohrbaugh. A motion was duly made, seconded and passed to approve these appointments to the Foundation Fellows Nominating Committee. The Committee will provide a proposed list of Foundation Fellows for consideration at the December meeting of the Board of Directors.

Page Three

Under the topic of Other Business, a motion was duly made, seconded and passed to appointment Board member Crislip to serve as a member of the IOLTA Advisory Committee. After some discussion, a motion was duly made, seconded and passed to approve President Riley to sign the three year building leases for 2006 Kanawha Boulevard, East and 2008 Kanawha Boulevard, East with the West Virginia State Bar as the lessee. Finally, a motion was duly made, seconded and passed to authorize President Riley, Secretary/Treasurer Tinney, Board member Lusk, Board member Crislip and Mr. Tinder to sign Bar Foundation checks with each of the checks requiring two signatures from these individuals.

Chairperson Riley announced that the next meetings of the Board of Directors would be as follows:

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

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