

THE WEST VIRGINIA BAR FOUNDATION
BOARD OF DIRECTORS MEETING
STATE BAR CENTER - CHARLESTON
DECEMBER 6, 2007

MINUTES

The meeting of the West Virginia Bar Foundation's Board of Directors was called to order by Cheryl Riley, who was participating by telephone conference call, on December 6, 2007 at the State Bar Center in Charleston.

Members of the Board of Directors in attendance were Vice President Carl Harris, Janet Preston, Neva Lusk, Larry Skeen, Steve Nord and Steve Crislip. Participating by telephone conference call were J. Franklin Long and Jerry Jones. IOLTA Advisory Committee Chairperson Scott Segal and State Bar Executive Director Tom Tinder 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 September 13, 2007. A motion was duly made, seconded and passed that the Minutes be approved as presented.

President Riley requested a report from IOLTA Advisory Committee Chairperson Segal. He informed the Board that the Committee had agreed upon a funding goal of \$200,000 for the Rainy Day Fund. He stated that there was \$307,000 for distribution and that the Committee proposed to place an additional \$12,500 in the Rainy Day Fund for a total of \$125,000 and to set aside an additional \$12,500 for the Management Fee for a total of \$25,000 and to distribute the remaining \$157,000 in accordance with the Supreme Court Order. A motion was duly made, seconded and passed to approve the distribution of the IOLTA funds.

In addition, Chairperson Segal informed the Board of a proposed policy for future IOLTA funding. He explained the policy to the Board as follows:

“Upon receipt of an application from an organization for IOLTA funding, the IOLTA Advisory Committee shall consider the application in light of a variety of factors including, but not limited to, whether the services would be effective in aiding the poor and others without access to the legal system, whether the same or similar services are being offered by other providers, whether the organization is fully capable of providing the services, and whether the need for the services proposed outweighs the needs for other services.”

A motion was duly made, seconded and passed to approve this IOLTA funding policy.

President Riley then requested a financial report. The Board members reviewed the income and expenses for the first four months of the fiscal year - July 1, 2007 through October 31, 2007. After some comments were made, a motion was duly made, seconded and passed to approve the financial report.

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Mr. Tinder informed the Board that the independent audit had not been completed by the auditing firm in time for this meeting and that it would be presented at the next Board of Directors Meeting. The auditing firm was unable to begin the audit in enough time to have it prepared for this meeting.

The Board went into Executive Session to discuss personnel matters. Upon returning to the Open Session, a motion was duly made, seconded and passed to set a salary level for the new full-time Bar Foundation Executive Director at a level of \$75,000 per year and an additional annual deferred compensation payment of \$10,000. After more comments were made, a motion was duly made, seconded and passed to add a new expense line item to the budget as "Executive Director Salary" with the amount of \$37,500.

The next item on the Agenda related to the Executive Director Employment Agreement. In the absence of Secretary/Treasurer Tinney, who was unable to attend because of illness, there were some comments made regarding the need to finalize a formal Agreement with the new Executive Director. A motion was duly made, seconded and passed to authorize the Executive Director Employment Agreement Committee to finalize an Agreement with the new Executive Director and enter into it prior to January 1, 2008.

Vice President Harris, on behalf of the Grant Making Committee, stated that there had been no applications for grants received since the last Board of Directors Meeting.

Mr. Jones then gave the report from the Foundation Fellows Nominating Committee. The Board members reviewed the list of 18 possible names for the 2008 class which had been distributed in the Board materials. After extended discussion, a motion was duly made, seconded and passed to approve the following 18 names from the Committee:

Michael Albert - Charleston
Judge Donald Cookman - Romney - Circuit Court Judge
K. Paul Davis - Charleston
Judge Martin J. Gaughan - Wheeling - Circuit Court Judge
David Jividen - Wheeling
C.J. Kaiser - Wheeling
Judge John Kaull - Clarksburg - Federal Magistrate Court Judge
J. Davitt McAteer - Shepherdstown
Professor Marjorie McDiarmid - Morgantown - WVU College of Law
Wes Metheney - Morgantown
Ken Miller - Fairmont
John Nesius - Charleston
Gary Nickerson - Clarksburg
Charles Printz - Martinsburg
Louis Southworth - Charleston
Susan Snowden - Martinsburg

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Gail Henderson Staples - Huntington
Robert Trumble - Martinsburg

As well as the following 4 individuals:

Steve Davis - Summersville
Ed Hill - Charleston
Susan McLaughlin - Fairmont
Catherine Munster - Clarksburg

as well as 4 individuals who had been previously selected as Bar Foundation Fellows but had been unable to attend the Foundation Fellows Dinner:

Steve Crislip - Charleston
Carl Frankovitch - Weirton
Janet Preston - Parsons
Marc Williams - Huntington

Under the topic of Other Business, the Board members reviewed a letter of appreciation from Wheeling Jesuit University for the Bar Foundation grant that had been provided to it previously to assist with its Constitution Day activities.

President Riley announced that the next meetings of the Board of Directors would be March 13, 2008 and June 12, 2008 at 12:00 noon at the State Bar Center in Charleston.

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