

Motion D

Offered by Dan Clark

MOTION: Regarding Increasing the length of service of Governors from (3) to (4) years, and recommending the Supreme Court amend, or allow the Board of Governors to amend the bylaws regarding permitting current or former Governors, and WSBA Presidents to serve additional terms.

The 2014 Final Governance Task Force recommended to increase the length from three to four years. It stated on page 17 of the report in pertinent part:

Increasing the term length from three to four years would improve institutional knowledge and continuity. Adjusting the election cycle accordingly (so only one-fourth of the members are elected or appointed in any given year) would result in a smaller portion of the Board of Governors being "in training" in any given year. The WSBA would benefit from the additional experience and maturity of the Board....

In addition, the Board of Governors would benefit from the experience of individuals who have served in the past...

Increased Term Length:

Having had the absolute honor of serving almost two (2) years as District 4 Governor, I can personally attest that the longer that you serve on the BOG, the more institutional knowledge, better understanding of the vast complexity of WSBA's operations you have, and certainly the more trust and relationships you establish not only with fellow Governors, but also with WSBA staff and other volunteers on other boards.

Having heard from current Governors that are getting ready to "slide out" which is a term used on the BOG to describe outgoing Governors, as well as prior Governor alumni, there are several that have made comments that by the 3L year, you start to really get good at your job, and then you time out and are "done." I don't think that is a best practice for the entity. Thus, it would make sense to look to adopt the recommendation of the work group and change the length of terms from 3 to 4 years. Those that did not wish to serve the 4 years, would always have the option of resigning after 3 years, in which case WSBA's normal process is to solicit member candidates to serve in the Governor position to fulfill the remainder of the term of the elected Governor. I had that honor of being selected to be appointed to the BOG to fulfill Bill Pickett's remaining 14 months after he was elected WSBA President-Elect in the spring of 2017 and had to immediately be sworn into service after the sudden resignation of former President Miss. Haynes.

Amendment of Bylaws to Increase pool of qualified volunteers to serve on the BOG to benefit service to the public and WSBA as an organization.

It is my sincere belief that I hope is shared by the other work group members that volunteering of membership of WSBA as well as the public member volunteers are the

lifeblood of WSBA and are critical to WSBA's success. The 2014 Governance Task Force recommended that as stated above that the bylaws be amended to allow for members to be allowed to serve more than one thirty-six (36) month term in a lifetime.

I sincerely strongly believe that this bylaw makes no sense, unjustly and unnecessary limits qualified and experienced members that have a proven history of service and dedication to WSBA as an organization and the profession and certainly this bylaw should be recommended by this work group to be changed.

Under the current BOG bylaws, Mark Johnson, and Andrea Jarmon would not be able to volunteer to serve again on the BOG. No would any of the other committed volunteers that over several decades have dedicated thousands of hours each to serve on behalf of WSBA. The current rule makes absolutely no practical sense and definitely seems if we are looking at best practices for governance to need to be amended.

I'd offer as an example the sheer insanity of the current bylaw provision, the following hypothetical. Let's say that a member served in the new/young Governor position. Later in their career, they wanted to return and volunteer for another term of service on the BOG. The bylaws prohibit them from ever serving again. So despite whatever professional growth that the member had, and/or accomplishments that the member had, the current bylaws would simply artificially and arbitrary and capriciously refuse this member from service on the BOG.

Additionally, allowing current Governors that have current institutional knowledge to be eligible to be potentially re-elected by membership and/or re-appointed by the BOG or Supreme Court seems to help improve the operations of the Board of Governors.

The below motion would be sincerely made to try to increase the pool of qualified and willing members that want to serve on the BOG, to improve service to the public, service to members, interaction with WSBA staff and to help strengthen the overall entity of WSBA.

Based on this, I hereby move that this Work Group recommend to the Supreme Court the following:

- 1. That the term of Governors that are elected to the Board of Governors be changed from three (3) years to (4) years.**
- 2. That the current bylaws that limit service of a member on the BOG to no more than one (1) thirty-six month (36) term be eliminated.**
- 3. That the current bylaws be either allowed to be changed by the current Board of Governors, and/or be ordered changed by the Supreme Court to allow for members to serve more than one term on the Board of Governors, and to allow for prior members that have served on the Board of Governors**

***and/or in the WSBA Presidency role to be eligible for future service if
elected or appointed to the Board of Governors.***

I firmly believe that they are in the best interest of WSBA and this work group I sincerely hope will agree and vote to approve the above motion and to recommend adoption to the Supreme Court.

Respectfully submitted by:

A handwritten signature in dark ink, appearing to read "Dan Clark", written over a horizontal line.

Daniel D. Clark
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District 4, Governor