

WOMEN'S BAR ASSOCIATION OF THE STATE OF NEW YORK
Executive Committee Meeting
November 16, 2019
Syracuse University College of Law, Syracuse, NY

A quorum being present, the Executive Committee was called to order at 10:07 am.

Approval of Minutes

A motion was made by Danielle Bernard, seconded by Deborah Rosenthal to approve the minutes of the September 21, 2019 and October 28, 2019 Executive Committee meetings. The motion passed.

President's Report

President Hay thanked the Equal Opportunity in the Profession Committee and its Co-Chairs Elizabeth Kraengel and Ravi Cattray for a fabulous Women's Suffrage Celebration the previous night.

President Hay noted that Virginia is likely to ratify the ERA. She noted that Supreme Court Justice Ruth Bader Ginsburg has also come out in favor of the ERA, and that Justice Ginsburg will greet WBASNY's admittees to SCOTUS. President Hay renewed her request that all chapters screen the film "Equal Means Equal," which was provided to the chapters in September.

President Hay thanked the Children's Right's Committee and its Co-Chairs for their diligent work on WBASNY's written testimony on the rights of children in court.

She announced that Chief Administrative Judge Lawrence Marks will speak to members at WBASNY's January board meeting.

President Hay congratulated recent award winners, including Hon. Marilyn Hoffman O'Connor for a Lifetime Achievement Award, Kelly Pressler for a Rising Star Award, and Diane Dwyer for an Honorable Alumni award and all members who ran for or were elected to office, including Hon. Lourdes Ventura, J.S.C. elect.

President Hay offered a "state of the association" of all the incredible work WBASNY has done and continues to do. She encouraged member involvement on committees and encouraged members to answer the call for nominations. She also asked presidents to report about WBASNY Board Meetings to their chapters.

Treasurer's Report

Treasurer Pressler reported WBASNY has total assets of \$295,566.06. She thanked chapter treasurers for their timely reporting and noted that three chapters had not paid membership dues. She noted that insurance premium invoices went out two weeks ago, and many payments are missing to date.

Treasurer Pressler noted that some Board members submitted extraordinary taxi expenses of several hundred dollars. She explained that WBASNY does not cover the cost of upgrades or tips and asked that people try to take yellow cabs or public transportation and if a rideshare is necessary, to please be cognizant of costs.

Access to Justice Task Force

Co-Chair Irene Villaci announced that the committee is reinvigorated and will be working to create a CLE to train chapters on how to open their own pro bono legal clinics. Interested chapters should reach out to Co-Chairs Irene Villaci and Leigh Ann Chute or committee liaison Heather Neu. She also noted that Camille Siano Enders continues to be WBASNY representative on the Chief Judge's Permanent Commission on Access to Justice. Ms. Villacci noted that the reason WBASNY received a permanent seat on this Commission was because of our landmark pro bono clinics.

Nominations Guidelines

Immediate Past President Greta Kolcon discussed the new policies and procedures implemented as a result of the Nominations Task Force and advised all members to review them on the website. The primary changes include prohibitions on lobbying until the deadline for applications passes and binding chapters for subsequent years. She also noted that the task force is on-going with remaining issues which were larger in scope and that the Nominations Committee is working on questions set out in the applications packet.

Court Simplification

Vice President Rosenthal gave a presentation about Chief Judge Janet DiFiore's proposed restructuring of the New York State's trial court system. The proposed restructuring or simplification would consolidate New York's 11 trial courts into a 3 level structure, including a Supreme Court with 6 parts (family, probate, criminal, commercial, state and general).

Several chapters noted that they oppose the proposal as written, including Del-Chen-O, Brooklyn, New York, Central New York, Capital District, Rochester, Western New York, and Nassau. Several chapters indicated they would like more time to more fully vet the proposal.

It was decided that WBASNY was not in a position to take a position at this time. Chapters will consider this issue and provide positions and/or comments to Deborah Rosenthal, Heather Neu, and Sarah Cowen, who will draft WBASNY's position statement.

Capital District WBA

President Hay explained that there were several discrete issues surrounding CDWBA; the first of which is that CDWBA is in arrears to WBASNY for approximately \$7,000 and that such results in consequences under the By-Laws including losing rights to vote on nominations and at Board meetings on issues.

Discussion ensued; notably:

- Virginia LoPretto announced that the New York chapter would donate \$1,000 towards Capital District WBA's arrears.
- Leyla Kiosse presented a spreadsheet created by Capital District WBA regarding certain expenditures by WBASNY on an absolute basis not reflecting the 10% increase in membership.
- Concerns were expressed regarding the increased cost of travel, etc. related to increased member involvement, and the desire was expressed to review these expenses.
- The Nominations Task Force is continuing its work, including investigating potential By-Laws amendments.
- Leyla Kiosse noted that past Boards have dealt with chapters in arrears differently; several requests were made for her to specify such examples. None were provided.
- The idea for WBASNY to "loan" Capital District WBA the amount of its arrears was presented; questions were raised including the effect of such in relation to a fiduciary duty by Recording Secretary Heather Neu.

A motion was made by Alicia Lendon, seconded by Danielle Bernard, subject to a determination that such would be legal and non-violative of any fiduciary duties or the Not-for-Profit Corporation Law, for WBASNY to loan Capital District WBA the amount of its outstanding debt, a maximum of \$7,106.43, prior to WBASNY's Nomination Meeting such that it is in good standing and can participate in the same and for Capital District WBA will repay the same pursuant to an agreed-upon payment plan.

Discussion ensued; notably:

- A request was made for the terms of Capital District WBA's payment plan.
- A request was made for the terms of any proposed loan; including whether there will be interest or penalties for non-payment.
- Leyla Kiosse noted that Capital District WBA's payment plan was created after the formation and investigation by a chapter budget committee and its plans it to complete payment by September 1, 2021 if not sooner.
- Questions were raised regarding the access to financial information by Board members.

A motion was made by Alicia Lendon, seconded by Jacqueline Ricciani, to table the original motion until the next Executive Committee conference call. The motion passed with 1 abstention (Treasurer Pressler absent for vote).

A motion was made by Tina Hartwell, seconded by Meryl Schwartz, to create a task force to look into the issue of WBASNY's finances and spending, ways to cut cost/modernize, and report back to EC and that such task force shall solicit information from every chapter. The motion passed with 1 abstention (Treasurer Pressler absent for vote).

A motion was made by Shari Lee Sugarman, seconded by Irene Angelakis to adjourn the meeting. The motion passed. The meeting was adjourned at 12:44 pm.

Respectfully Submitted,



Heather Neu
Recording Secretary