

WEST VIRGINIA BAR FOUNDATION
BOARD OF DIRECTORS MEETING
TELEPHONE CONFERENCE CALL
MARCH 7, 2019-12:00 NOON

MINUTES

The meeting of the West Virginia Bar Foundation's Board of Directors, conducted by telephone conference call, was called to order by President Rich Ford, on March 7, 2019, at 12:00 Noon.

Board Members participating were Vice President Ellen Cappellanti, Secretary/Treasurer Mary Clare Eros, Judge Alan Moats, Judge Mary Ellen Griffith, Judge Joyce Morton, Teresa Dumire, Dave Jividen, Lucien Lewin, Christy Morris, Gerry Stowers and Tracey Weber, III. Bar Foundation Executive Director Tom Tinder was also on the call.

The first item on the Agenda was a review of the Minutes of the previous Board of Directors meeting which had been held on December 6, 2018. A motion was duly made, seconded and passed that the Minutes of the meeting be approved.

President Ford called upon Secretary/Treasurer Eros to present the financial report. She reviewed the financial document with the approved budget for the current fiscal year (July 1, 2018-June 30, 2019) and the financial report for the first eight months of this fiscal year. She stated that this is the best third quarter financial report in the Bar Foundation's history. The major reason is the anonymous \$25,000 donation made at the end of 2018, the early receipt of Antero's \$10,000 sponsorship fee for the Lawyer Leadership Institute, as well as income items being strong and expense items being appropriate.

In addition, the 2018 Lunch and Laughs event was basically breakeven with both income and expense items being less than anticipated. The distribution to Justice Starcher's designated charitable organizations was \$7,830. The checking account stands at a large amount of \$49,546, but the Board has approved the continuation of the Public Service Scholarship at the WVU College of Law in the

amount of approximately \$25,000, which will be paid in June, 2019, for the 2019-2020 academic year.

Finally, the Justice Fund is \$655,121----the \$60,000 loan was made to the WV Bar Association in June, 2018, with all monthly payments having been made. The Justice Fund amount was \$636,966 at the last Board meeting on December 6, 2018. After some comments, a motion was duly made, seconded and passed to approve the Financial Report.

The next item on the agenda was the report from the Strategic Planning Committee. President Ford mentioned a few activities, including the Bar Foundation Fellows Dinner is set for April 25, 2019, at the Charleston Marriott Hotel with seventeen Fellows to be inducted. There are three persons who will be carried over to next year because of prior commitments. The Antero Lawyer Leadership Institute is set for May 10-12, 2019, at Stonewall Resort. Antero Resources has agreed to be the Sponsor again this year and has paid the \$10,000 Sponsorship fee.

He said that the Lunch and Laughs for 2019 has been set for Friday, September 13, at the Erickson Alumni Center in Morgantown. Bar Foundation Past President Ken Gray will be the honoree with Kitty Dooley as the Master of Ceremonies, David Hardesty, John Fisher and Lyn Dotson as the "roasters" with special remarks from Gordon Gee. The Board members will be invited to attend as complimentary guests and the quarterly Board meeting will occur after the Lunch is concluded, as has been done for the past two years.

President Ford requested that Vice President Cappellanti provide the Grants Committee report. She reminded the Board members that the current 2018-19 Bar Foundation budget contains \$50,000 for grants. This Committee and the Board of Directors have already approved the following grants:

WVU College of Law-WV Bar Foundation Public Service Scholarship-\$25,000
WV Women Attorneys-Supreme Court Candidates Debate Forum-\$1,000
WV Prosecuting Attys Institute-Crimes Against Women Conference-\$4,800

With \$30,800 in commitments, there is the amount of \$19,200 available for grants to be awarded before June 30, 2019. A grant application from the WV Judicial Lawyer Assistance Program (WVJLAP) had been received for \$5,000. The funds will be used to support the first Annual Retreat for Board Members, Volunteers, Clients and bench/bar supporters in April, 2019 at Stonewall Resort. Three years ago, the Bar Foundation provided a \$25,000 grant to this Program to be paid out in \$5,000 increments over five years. This would be the third annual installment. The Program has made significant progress in assisting judges and lawyers who are suffering from drug and alcohol abuse, mental illness and incapacity. After some comments were made, a motion was duly made, seconded and passed that the WVJLAP grant request for \$5,000 be approved.

The next agenda item was the report from the Justice Fund Committee. Mr. Stowers reported that the Financial Analyst, Jamie O'Connor, informed the Committee that the Investment Fund was originally initiated in 2013, that the Investment Policy states that the maximum allocation for equities is 65% and that the "Investment Fund" needs to be changed to the "Justice Fund" in the Investment Policy. It was felt that the maximum amount of equities in the Fund should be increased to 80% to provide the greatest amount of flexibility and responsiveness. The Committee was recommending approval of those two actions. Therefore, motions were duly made, seconded and passed to update the Justice Fund language in the Investment Policy and to increase the maximum allocation of equities from 65% to 80% in the Policy.

President Ford requested the Nominating Committee report from Vice President Cappellanti. She said that the Committee considered the five Board members whose 3 year terms expire this June, 2019. They are:

Ellen Cappellanti-Charleston

Dave Jividen-Wheeling

Christy Morris-Charleston

Gerry Stowers-Charleston

Tracey Weber-Weston

The Committee had agreed that all of them are eligible to serve a second three year term and that they have all been active Board participants, as well as actively serving on at least one Committee. In addition, almost every Board member in the past has agreed to serve the maximum of two three year terms.

Then, she mentioned that the current Officers are President-Rich Ford, Vice President-Ellen Cappellanti and Secretary/Treasurer-Mary Clare Eros and that the Committee was recommending that the Officers for 2019-2020, be Ellen Cappellanti as President, Chip Shaffer as Vice President and Mary Clare Eros as Secretary/Treasurer.

Consequently, a motion was duly made, seconded and passed that the Nominating Committee report be approved and that the election of Officers would be set for the Board of Directors meeting in June 6, 2019, and that the Board elections would occur during the Annual Meeting on June 6, 2019.

Mr. Tinder gave the Executive Director's report by thanking the Board members for their stellar work during the Committee activities preceding the Board meeting and during all Board meetings, as well as requesting that they all consider attending the Bar Foundation Fellows Dinner on April 25 where there will be a reserved table for Board members.

There were no matters to be discussed under Other Business.

President Ford announced the date and time for the remaining Board of Directors meeting which will be held exclusively by telephone conference call:

Thursday, June 6, 2019-12:00 Noon

There being no further business to transact, the conference call was terminated.