

WASHINGTON STATE BAR ASSOCIATION

Governance Committee

Meeting Minutes

October 8, 2025

Present: Kevin Fay (chair), Parvin Price, Kari Petrasek, and Nam Nguyen, staff liaisons Cate Schur and Darlene Neumann. **Interested parties:** Governors Alain Villeneuve, Chris Bang; Advancement Department Director Kevin Plachy, Shanti Raghu (Advancement-Education Programs Manager), Paris Erickson (Volunteer Engagement Manager), General Counsel Laurie Powers. **Absent:** Francis Adewale, Sunitha Anjilvel, and Todd Bloom.

The Zoom meeting was called to order at 3:37 p.m. by the chair.

The September 10, 2025, minutes were approved.

Proposal to Sunset CLE Committee

Kevin Plachy, Advancement Department Director, reviewed a proposed recommendation to the Board of Governors to sunset the CLE Committee. He explained the need for the committee had dwindled due to the department's focus on partnerships with Sections to develop most of the CLE programming, and institutional programs like the Legal Lunchbox, Ethics and others provided by the department. In addition, volunteer engagement by CLE committee members had declined. Mr. Plachy noted the general consensus of the CLE committee and staff was to sunset the committee.

Following discussion, Parvin Price moved, seconded by Kevin Fay, to recommend to the BOG to sunset the CLE Committee. The motion passed unanimously 4-0.

Kevin Plachy will include the Governance Committee's action in the memo to be submitted for the BOG's November 14 meeting.

Discussion of WSBA Bylaws Art. I

The staff liaison discussed the recent court amendment to GR 12.2, and Bylaws Art. I which mirrored the court rule and is now out of date. The staff liaison outlined three possible approaches to resolve the issue: a) remove Art. 1, b) keep Art. I and realign it with the court rule, or c) keep Art. I but only with a reference to the court rule instead of duplicating the rule text. The committee discussed the options and when the change should be made considering the need for other revisions to the bylaws. Discussion followed regarding informing the BOG of the committee's plan and seeking authority to make changes more efficiently.

Discussion of Survey Results

The staff liaison shared results from the Bylaws and Policy survey and highlighted various themes that emerged including: process, BOG governance, section/entity policies, general clean-up of outdated

policies, and need for current guidance, etc. The committee discussed figuring out what bylaws and policies to tackle and when.

General Counsel Laurie Powers also thanked the committee for its work on the political activity bylaws amendment and conflict of interest policy.

Next Steps

- Kevin Plachy will draft a proposal and memo recommending sunseting the CLE Committee. The memo will be submitted for the November 14-15 BOG meeting.
- The staff liaison will remove entity charters from Board Policy Index.
- The chair will draft clean-up revisions to the bylaws discussed today for the next meeting.
- The staff liaison will prepare recommendations for policies in the BOG Policy Index that should be rescinded or removed from the index.

Future Meetings

The committee discussed the meeting schedule of the second Wednesday of each month and moving up the December meeting since it is scheduled one day before the BOG materials deadline. The staff liaison will poll the members after the meeting to determine a new date for December.

The next meeting will be held on November 12, 2025.

Adjournment

The meeting adjourned 4:46 pm.