

**MINUTES
NORTH CAROLINA BAR ASSOCIATION
EXECUTIVE COMMITTEE**

**10 a.m.
Thursday, January 5, 2023
N.C. Bar Center and Web Conference**

Attending: Clayton D. Morgan, President; Patti Ramseur, President-Elect and Treasurer; Jon Heyl, Immediate Past President; Jason M. Hensley, Executive Director and Secretary; Judge Joe Webster and Richard Thigpen, Vice Presidents; Lisa Williford, Young Lawyers Division Chair; Judge Richard Doughton, Senior Lawyers Division Chair; Rashad Morgan, Camille Payton, Jerry Walters, and Monica Webb-Shackleford, Board Members; Shelby Benton, Legislative Advisory Committee Chair; Ashley Mills, Senior Director of Operations; Kim Bart Mullikin, Senior Director of the Foundation; Vaddrick Parker, Senior Director of Membership Experience; Ebony Bryant, Director of Diversity and Inclusion; Virginia Craig, Director of Finance; Michelle Frazier, Director of Governmental Affairs and Policy; Cheyenne Merrigan, Director of Communities; Grace Roede, Director of Membership; and Russell Rawlings, Recording Secretary and Director of External Affairs and Communications.

Call to Order of NCBA Executive Committee Meeting:

President Clayton Morgan called the meeting to order. Roll was taken, and a quorum was present.

Legislative Update and Legislative Agenda:

Shelby Benton and Michelle Frazier reported. Benton provided background on the legislative agenda review process. NCBA legislative proposals for the 2023-2024 biennium were due October 7, 2022, and the Legislative Advisory Committee met on November 16, 2022 to consider its recommendations to the Board of Governors. The Legislative Advisory Committee recommends the following legislative proposals and resolutions be approved by the Executive Committee for adoption by the Board of Governors:

Business Law Section

- a. Amend Various Provisions of Chapter 55, the North Carolina Business Corporation Act
- b. Changes to the North Carolina Business Opportunity Act
- c. Resolution to support various non-profit law changes

Estate Planning & Fiduciary Law Section

- a. North Carolina's version of the Uniform Law Commission's Uniform Electronic Wills Act
- b. Update to and Reorganization of Spousal and Child's Allowance
- c. Codification of North Carolina Law of Tenancy in Common
- d. Rethinking Guardianship Revisions to G.S. 35A

- e. Amend Guardianship Accounting Laws
- f. Uniform Community Property Disposition at Death Act
- g. Divorce/Treatment of Former Spouse in Wills and Revocable Trusts
- h. Principal not Agent/Motion to Dismiss

Family Law Section

- a. Adoption Law Changes
- b. Resolution in Opposition to Presumed Shared Parenting

Family Law Section & Real Property Section Joint Proposal

- a. Equitable Distribution Changes

Litigation Section

- a. Rule 4/Service of Process

Tax Section

- a. Resolution Concerning SALT Cap Workarounds

A motion to recommend approval of the proposed 2023-2024 NCBA Legislative Agenda as submitted by the Legislative Advisory Committee was seconded and approved unanimously.

Audit & Finance Committee Report:

Patti Ramseur, chair, and Ginny Craig reported. The Audit & Finance Committee met on December 8, 2022, for two purposes: i) to review current year financial operations through November 30, 2022; and ii) to discuss the performance of our new CPA firm regarding audit and tax services.

Regarding current year financial operations through November 30, 2022, the Association has assets of \$17.2 million and liabilities of \$1,572,798. There is \$9.7 million in cash and \$3,990,674 in long-term investments. Net assets are \$15,669,883. The Association has an excess of operating revenue of \$2,878,958, having collected 70.03 percent of budgeted revenue and spent 36.83 percent of budgeted expense. Regarding capital expenditures, the Association has spent \$43,418 thus far this year for equipment and software development, leaving \$261,582 from an approved budget of \$305,000.

Concerns were expressed regarding the performance of the Association's new auditor, Blackman & Sloop, which was selected to conduct our audit and provide tax preparation services for the first time this year. The Audit & Finance Committee recommends that the Association discontinue its relationship with Blackman & Sloop and engage our prior auditor, Stancil PC, to perform audit and tax preparation services for the current fiscal year. Executive Director Hensley provided background on the timetable through which our audit and tax preparation are conducted annually, and Hensley, Craig and Ramseur discussed issues that have arisen in working with the new firm.

After further discussion, a motion was made and seconded that the NCBA discontinue its relationship with Blackman & Sloop and secure the services of Stancil PC for this fiscal year. The motion was approved unanimously.

Membership Experience Update:

Vaddrick Parker reported. He provided background on Membership Experience, which includes the following five departments: Center for Practice Management, Communities, Continuing Legal Education, Membership, and Member Service and Support. Each department is led by a director, and Parker serves as senior director, having assumed those duties nine months ago after serving as director of CLE. Membership Experience has undergone an extensive review and planning process through which it has developed a mission statement and established 14 projects that each department will focus on moving forward. "To inspire connection – by providing what's important to members with care in every interaction" is the mission statement and the projects are: Membership – Attorney Market Segmentation Refined Value Proposition; Communities – Written Policies and Volunteer Handbook; Center for Practice Management – Law Practice Management Survey, Law Firm Process and Procedure Handbook, Firm Startup and Wind Down Automation Guides, and Soft Skills Training; CLE – Non-Member Outreach, Enterprise Premier Pass, Hybrid Executive Education, and Production Studio Redesign; Member Services and Support – Support Reference Manual, Ticketing System, and Live Chat. Additional information regarding each of these projects will be provided at the winter board meeting.

Parker also provided an overview of the status of our CLE program. Attendees currently favor webcasts over in-person attendance by a 60:40 ratio, but the ratio is probably closer to 70:30 if you take out four large in-person programs. Overall attendance is running ahead of last year with registrations up 22 percent, Premier Pass participation up 40 percent, and On-Demand consumption up 29 percent.

President's Report:

President Morgan shared information regarding two items. The committee formerly known as Judicial Independence and Integrity has been split into two committees. The existing committee will now be known under its original name of Judicial Independence and will be chaired by Judge Julian Mann. The committee will focus its work on judicial selection and hold its first meeting on January 11, at which time the committee's full charge will have been finalized. A new committee, Judicial Education, evolves from the former Education Subcommittee of the Judicial Independence and Integrity Committee. The Judicial Education Committee will continue its work in support of civic education grounded in educating the public about the role that our judicial system plays in democracy. This committee will be chaired by Donald Pocock and hold its first meeting on January 26.

Gray Wilson, a past president of our organization and the State Bar, has approached the NCBA to gauge its interest in supporting the establishment of a Judicial Learning Center. The center, modeled after initiatives in four other states, would house information and exhibits devoted to history of the state judiciary. Leadership is not

inclined to support this initiative as a bricks-and-mortar project at this time, but a task force will be appointed to explore the creation of an online center that would capture the essence of North Carolina's judicial history and make this information available 24/7 from anywhere in the state by teachers, or anyone for that matter. President Morgan closed by saying he would provide more information on this matter as the year progresses.

Other Items and Information:

Executive Directory Hensley reported. He welcomed Ebony Bryant to the meeting and to the organization as our first Director of Diversity and Inclusion. Bryant began her new duties in November and has already devoted much attention to learning about the organization and planning future initiatives.

Hensley acknowledged the recent tragic death of member Patrick White of Riddle and Brantley, who was fatally shot in December by a client, who then took his own life. White was working in the firm's Goldsboro office at the time of the tragic incident, and by all accounts the actions which cost him his life probably saved the lives of several others. White, whose funeral will be held on January 6, resided in Raleigh with his family.

The tragedy underscores the importance of counseling services, including the BarCARES resource that is available at no cost to NCBA members.

The winter meeting of the Board of Governors will be held on Thursday, January 19, at the N.C. Bar Center. Following the meeting, board members are encouraged to stay for the annual Law Student Networking Reception. On the preceding evening of January 18, the annual joint professionalism dinner with the State Bar will be held at the Embassy Suites. Board members are also encouraged to attend this event, during which four individuals will receive the Chief Justice's Professionalism Award.

Adjourn NCBA Executive Committee Meeting:

A motion to adjourn the January 5, 2023 meeting of the NCBA Executive Committee was approved unanimously.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Russell Rawlings", written in dark ink.

Russell Rawlings, recording secretary