

**School Law Section Retreat
State Bar of Texas
Business Meeting
July 17, 2020
Minutes**

The meeting was called to order at 11:45 a.m. by Chair Marney Collins Sims (Cypress-Fairbanks ISD) and the business meeting began with the Chair's report. The Chair began by reviewing Section activities from 2019-2020 including Access to Justice Foundation's 35th Annual Gala and the appointment of Tiger Hanner and Bryce Corsaut as Pro Bono Workgroup Liaisons and recommendation that liaisons serve two-year Chair appointments.

The Chair reviewed the proposed changes to Article VI of the Section Bylaws. The proposed changes were as follows:

Section 3. Report and Budget. The Treasurer shall submit to the State Bar of Texas Executive Director by July by June 15 of each year a complete financial report for the preceding Fiscal Year ending May 31 and a Section budget for the current Fiscal Year. The Treasurer in consultation with the Chair shall annually draft the next year's proposed budget, which shall provide projected expenditures and revenue by July 1. The Treasurer will submit the proposed budget to the State bar by July 15. The budget shall then be submitted to the Section membership for approval during annual meeting of the Section held during the School Law Section Retreat.

Section 4. Depositories. The Treasurer shall collect and deposit dues income into either a branch of the State Bar banking depository, or an alternative banking depository meeting the requirements of the investment policy as set forth in Policy Manual Section 3.05 and Policy Supplement Section 3.05. In the event the Treasurer selects an alternative depository, he/she shall instruct the depository to provide directly to the State Bar a duplicate of the bank statements, canceled checks and deposit slips. Any expense incurred in providing such duplicates to the State Bar shall be borne by the Section. Bookkeeping Duties. At the Section's expense, the Section shall use the State Bar banking depository and the State Bar Accounting Department for the following bookkeeping duties:

(a) Issue checks; (b) Pay invoices within two weeks of receiving the invoice; (c) Obtain approval on all payments as established in these policies; (d) Deposit revenue within three business days of receipt; (e) Keep accounting books according to Generally Accepted Accounting Standards. Revenues should be recognized when earned and expenses should be recognized when a liability is incurred; (f) Reconcile bank and investment accounts by the end of the month following the reporting month; (g) Prepare financial reports by the end of the month following the reporting month; (h) Retain all documentation, such as invoices, approvals, reports, etc. according to the records retention policy; (i) Calculate and pay sales tax; (j) Collect W-9 forms for all contracted services; (k) Provide State Bar with financial reports in a timely manner; (l) Provide section chair and treasurer with financial

reports in a timely manner; (m) Protect the confidentiality of and access to section financial information; (n) Provide financial information or complete other duties as required; (o) Communicate yearly with State Bar auditors; (p) Provide explanation on budget-to-actual variances.

Section 5. State Bar Assistance to Sections. Upon request by the Treasurer, the accounting department of the State Bar shall prepare a monthly and year to date section financial report. Additionally, the Treasurer may elect to have the State Bar manage Section funds, including depositing dues, managing operating expenses, issuing checks, and preparing financial reports and budgets, at the Section's expense. Treasurer Duties. The Treasurer shall review and monitor the Section finances by serving as the primary approver of Section expenditures.

(a) Detailed transactions and checks are reviewed by the Treasurer upon receipt from the Bookkeeper on a quarterly basis. Documentation of approval must be retained for two years; (b) All invoices shall be approved by the Chair in advance of payment by the Treasurer, unless the expenditure is made by the Chair, and in that case, the expenditure shall be reviewed and approved by the Chair Elect prior to payment by the Treasurer. Documentation of approval must be retained for two years; (c) All invoice or expenditure approval must be done in writing by email to the Treasurer. Documentation of approval must be retained for two years; (d) Any expenditure over \$5,000 shall require the approval of the Chair Elect in addition to the Chair. Documentation of approval must be retained for two years.

Section 6. Payment and Reimbursement Requirements.

(a) A detailed invoice and/or contract shall be required by the Treasurer for any payment. Money should not be paid to any person or company without detailed documentation.

(b) A reimbursement request form must be completed by the requestor (an electronic signature is permissible) and contain itemized receipts and/or invoices or an explanation for any lost receipts or requests that do not have back-up documentation.

(c) Vendors shall not be paid in advance of full completion of the contracted services with the exception of reasonable advance deposits, airfare, or payments for subscription services, such as insurance, rent, software licenses, etc.

(d) Payment should meet the following criteria: (1) the expenses are reasonable and necessary; (2) the expenses have been budgeted; (3) the goods and services have been received; and (4) the contracted terms have been met.

Section 7. Fund Balance. A minimum fund balance for the section is defined as approximately one year of budgeted operating expenses. The Section's Board of Directors and Officers shall review the fund balance in the event it exceeds one and half years of budgeted expenses or \$150,000, whichever is greater, and consider an investment strategy in order to protect the Section's principle while producing the best yield for the Section. Any investments will comply with the Public Funds Investment Act.

The Chair then moved to Legislative Proposals. She discussed that the State Bar allows sections to propose legislation for inclusion in the Bar's 2021 Legislative Program. The proposals that have been submitted are available for review at www.texasbar.com/legislativeprogram. Any objections to any proposals should be submitted by August 3, 2020 in writing to Emily Miller, Chair of the Legislative Policy Subcommittee at govtrelations@texasbar.com or c/o KaLyn Laney, State Bar of Texas, P.O. Box 12487, Austin, TX, 78711.

Andrea Gulley presented the Treasurer's Report for Fiscal Year 2019-2020. She reported for the 2019-2020 budget year: Total Revenue of \$57,944; Total Expenses of \$76,570; and a Fund Balance of \$90,749, which was decrease from last year's balance of \$109,376.82. The projected Fund Balance for FY 2021 is \$88,394.

The Chair introduced Mark Tilley, Immediate Past Chair, to give his report on the Immediate Past Chair Project regarding proposed changes to the Section Bylaws regarding the Newsletter. The Immediate Past Chair reviewed the proposed changes to Article IX of the Section Bylaws. The proposed changes were as follows:

Section 1. Establishment. The Section hereby establishes a ~~Newsletter Editorial Review Board~~ Communications Committee, which shall be composed of at least ~~eight~~ five members of the Section, but not more than one (1) of whom may be a member of the Executive Committee while serving on the ~~Editorial Board~~ Communications Committee. The ~~eight~~ five members shall consist of ~~six~~ three members and two ~~co-editors~~ chairs.

Section 2. ~~Co-editors chairs~~. Each ~~co-editor chair~~ shall serve for a term of two years = one year as junior co-chair and one as senior co-chair. with t ~~The senior co-editor chair rotating off the Board Committee after completing their his/her second year of service as co-chair. The senior co-editor chair shall serve as an ex officio member of the Section's Executive Committee. The senior co-editor chair shall appoint the junior co-editor chair. The co-editors chairs shall appoint the members of the Editorial Board Communications Committee, who must represent different groups and areas of practice within the Section. Committee members may shall serve for no more than two consecutive two-year terms. Editorial Board members may serve for two consecutive two year terms. In the event of a vacancy in the position of senior co-chair, the Chair of the Section shall appoint a senior co-chair to serve the remainder of the existing term.~~

Section 3. ~~Newsletter Communication to the Section. The newsletter of the Section shall be published on a periodic basis, but in no event less than twice per year. The Newsletter Editorial Review Board shall have sole control over the content of the newsletter, but shall consult with the chair of the Section in exercising its authority. The Communications Committee is responsible for maintaining the Section's website and social media accounts, as well as communicating with the Section membership as appropriate. The Communications Committee will publish a newsletter at least twice per year in a format determined by the Committee. The Communications Committee shall have sole control over the content of the Section website, social media accounts, and newsletter, but shall consult with the Chair of the Section in exercising its authority.~~

A vote was then held to approve the proposed changes to Article VI (Finances) and Article IX (Newsletter) of the Section Bylaws. All proposed changes were approved.

Next the Chair explained that due to updates to the State Bar's Board Policy Manual for Sections, the Section was not in compliance with two items. The State Bar requires an "up to date" website and a minimum of two "newsletters" to the Section annually. The Chair turned the floor over to Meredith Walker, Newsletter Editor, who was given the task to develop a plan to bring the Section into compliance with the new requirements, including soliciting bids for an outside vendor to redesign and possibly maintain the Section's website. Meredith then presented her report on changes to the Section's website.

The Section's Hotel Coordinator, Michael Curry, presented his report on future Section Retreat dates and locations:

- 2021 Retreat: July 23-24, 2021 at the J.W. Marriott Hill Country Resort and Spa in San Antonio
- 2022 Retreat: July 22-23, 2022 at the J.W. Marriott Hill Country Resort and Spa in San Antonio
- 2023 and 2024: Undetermined at this time, but possibly back to the Lost Pines Resort in Bastrop

Next the Chair introduced the nominations, elections and appointments for 2020-2021. The Chair explained that by the Section Bylaws, the Nominating Committee (which is the Chair and Chair-Elect) makes and reports the nominations for Chair Elect, Vice Chair and Treasurer and Directors for confirmation by the Section. The proposed Officers and Directors were: Chair – Mari McGowan (Abernathy, Roeder, Boyd & Hullett, P.C.) by ascension and nominations for Chair-Elect Chris Gilbert (Thompson & Horton), Vice Chair Andrea Slater Gulley (Walsh, Gallegos, Trevino, Russo & Kyle) and Treasurer Giana Ortiz (The Ortiz Law Firm).

The Chair next announced the Director nominations: Leticia McGowan (Dallas ISD) and Brandon Brim (Brim, Robinett, Cantu & Brim) for three-year term Directors. Leslie Story (TASB) and Amanda Moore (TSTA) moved to the two-year term. Paige Williams (TCTA) and Cory Rush (Karczewski, Bradshaw, Spalding, Nichols, Lamp, Langolois) moved to the one-year term. The Chair then asked if there were any additional nominations from the floor; hearing none, the Chair called for a vote. The motion carried unanimously.

The Chair then moved to recognitions, and thanked the outgoing Director, Jamie Turner (firm), who completed her three-year terms on the Section's Board of Directors. A special thank you and recognition was given to the Retreat Program Co-Chairs Leticia McGowan and Brandon Brim, Hotel Coordinator Michael Currie, A/V Coordinator Cory Rush, and Pro Bono Workgroup Liaisons Bryce Corsaut and Tiger Hanner.

Mari McGowan presented the incoming Chair's appointments for the one-year term on the Board of Directors, who will assist the Chair in planning the Retreat for 2021. The appointments were: Christie Hobbs (Northwest ISD) and Cory Hartsfield (Adams Lynch & Loftin). The incoming Chair also discussed other business, which included the outgoing Commissioner of Education Portrait. The Executive Committee approved the request to fund the official portrait of former Commissioner Michael Williams. The estimated cost for this expenditure was \$1,200. The Executive Committee proposed that this be a donation the Section funds in the future for each outgoing Commissioner of Education.

The floor was opened for questions.

The meeting was adjourned at 12:30 p.m.