

## MEMORANDUM

January 20, 2016

**TO:** WSBA Sections Policy Workgroup  
**FROM:** Real Property, Probate & Trust Section  
**RE:** Sections Policy - Proposed Reforms

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The Real Property, Probate and Trust Section (“RPPT”) strongly opposes the draft policy proposals outlined in the Memorandum dated December 30, 2015, from Anthony D. Gipe, on behalf of the Sections Policy Workgroup (the “Workgroup”) to the Section Leaders (the “Memo”). The proposed policies set forth in the Memo are misguided and should be rejected.

RPPT does not disagree with the concept that the Sections are under the authority of the Washington State Bar Association (“WSBA”) and do not have any independent existence without the WSBA. There seems to be a sense of frustration expressed in the Memo that at times the Sections do not follow WSBA policy. A couple of existing WSBA policies are cited that are thought to encourage this view of independence. If those policies are really the problem, then a targeted modification is certainly justified. However, the proposed changes proceed on the assumption that a wholesale revision is required to solve the problem. The exercise of effective and adequate supervision is a task of management. Changing bylaws, fiscal years, the way elections are held, and the way budgets are formulated is not going to solve what is essentially a management problem.

Some of the proposals, such as alteration of fiscal years, make administrative sense. The Sections should adhere to WSBA policies. We are not aware, however, that RPPT does not already adhere to such WSBA policies.

Ultimately, the Memo and its proposed policies are flawed for numerous reasons, including, without limitation, the following, which are discussed in more detail below:

- The Sections were not and are not part of the Workgroup. In fact, offers by Section leaders to participate as members of the Workgroup were rejected by the WSBA.
- They fail to properly value the work that the dedicated *volunteer* attorneys do for the Sections year in and year out with little assistance from the WSBA staff, who have been unable or unwilling to adequately provide Section support under the current system.
- The proposed Section charter would require that RPPT disband. It is the only Section with a dual discipline structure, which is not permitted by the “standard” charter.

- The proposed policies would harm RPPT members by reducing member benefits and, likely, increasing costs.
- The new policies interfere with RPPT's ability to attract and retain executive committee members.
- The fiscal policies outlined in the Memo are unclear and vague.
- The pooling of Section funds creates a disincentive for RPPT to continue to offer revenue positive programming to its members and devalues the volunteer efforts that have created RPPT's fund balance.

It is very clear from the Memo that the WSBA wants more control over the Sections. However, with more control comes more responsibility. The discussion of the various unique Section characteristics does not give any example as to how these variances have adversely impacted the WSBA, but, more importantly, there is no demonstration as to how a more standardized, cookie-cutter approach to the Section administration and pooling revenues, will reduce WSBA staff involvement and WSBA cost. One of the slides that is part of the Workgroup material is entitled "What Does It Take to Support 28 Unique Sections." There is not one description of WSBA staff involvement that will be reduced by standardization. If anything, because of the proposed enhanced activity of the WSBA in the financial aspects of the Sections and suggested staff management of the Sections, the staff time will increase, rather than decrease. Candidly, the WSBA does not have the staffing to offer the member benefits offered under the current system – how will it possibly provide the staffing necessary under a centralized system?

The Memo states that "[c]urrent WSBA Bylaws and section policies have also had an unintended consequence of impeding our effectiveness in working together for the good of all members." There are no examples given to support this statement. Even assuming the statement is true, there are no examples given as to how the proposed recommendations would address this issue.

RPPT's perception is that the unspoken objective of the new policy, despite representations to the contrary, is to: (a) discontinue providing continuing legal education; (b) preclude Section autonomy; and (c) seize Section-generated funds.

RPPT disagrees with most of the proposals outlined in the Memo. Adoption of these proposals will make it almost impossible for RPPT to run its section, which is to the detriment of its members, and ultimately, a detriment to the WSBA.

## **1. Formation of Workgroup.**

The history of the formation of the Workgroup is not accurate or at least the written record suggests a narrower initial focus for the Workgroup. The July 2015, meeting minutes indicate that to the extent Section policies were discussed, it was solely in relationship to CLE cost recovery and the movement of the WSBA to the “C-1” business model for CLE activities:

Director McNally then advised that the third policy issue is related to cost sharing with Sections on CLE events. She explained that the current fiscal policy regarding *cost sharing for Section sponsored CLEs is not adequate to fully recover WSBA’s costs*; however, based on input from the Board and further conversations, the current policy and models will remain in place for FY 2016. She requested that a joint Board/staff Work Group be formed at the September 17-18, 2015, Board meeting *in order to draft revised Section policies, including a revised policy addressing cost-sharing of section-CLE programming*, on the following timeline: draft policies and circulate for comment by December 31, 2015; present final draft policies to Board for first reading at its March 10, 2016, meeting; and present final draft policies for Board action at its April 15-16, 2016, meeting. Governor Cava moved to approve the recommendation. It was suggested that a representative from one large section and one small section be included in the Work Group; however, it was explained that, since the policy will be addressed by the Board, it should be written at the Board and staff level, but that sections will continue to be included in the discussions. Motion passed unanimously.

Emphasis added.

It is worth noting that the minutes of the September Board of Governors (“BOG”) meeting are devoid of any mention of the Workgroup, so however the group was formed, it was either done in the absence of a public meeting or simply on the initiative of the WSBA administration with no BOG input. Again, there is no connection between the recommendations made in the memo and the original purpose of the Workgroup – how do standardized bylaws and pooling revenues have any impact on CLE cost sharing?

Further, one of the “Core Principles” for the Workgroup is “Transparency and participation throughout the process is critical.” Using this as a measure of success, the Workgroup is a failure. It requested “input” after the process was complete, which is the antithesis of transparency and participation. In fact, transparency was doomed at the outset when the BOG rejected the idea that representatives from the Sections be included in the Workgroup.

## **2. The Proposed Policies De-Value the Contributions of Section Volunteers.**

The WSBA seems to have forgotten or disregarded that all members of the RPPT executive committee (and those of other Sections) invest a tremendous amount of *volunteer* time and energy in order to continue to run the Section, hold CLEs, review legislation, draft new legislation, recruit new members to the Section, provide mentoring, training, and networking opportunities for members, and recruit people to serve on the executive committee. There is no waiting list for this work. We have to recruit and convince people to *give* their time and energy. The Memo and the proposal contained therein seem to assume that lawyers will continue to serve under the new regime. Lawyers have multiple opportunities for service. The WSBA does not enjoy a strong relationship with its members. The Sections do. The restructure of the Sections contemplated by the Memo will compromise a volunteer base, which hurts the image and the revenue potential of the WSBA.

### **3. The Workgroup's Policies are Based on a Flawed Foundation.**

The entire analysis by the Workgroup begins with a flawed foundation:

Unlike WSBA committees, councils, task forces, and boards (which have charters), Article XI of the WSBA Bylaws requires each section to have bylaws patterned after the WSBA Bylaws. Under current WSBA fiscal policies, Sections are unique in: (1) having their own fiscal policies, (2) having expectations of exclusive usage of revenues their activities generate, and (3) being allowed to build and carryover fund balances from year to year.

An analysis that begins with comparing sections to “committees, councils, task forces, and boards” is fundamentally flawed. None of those organizations are revenue-generating. They are each created to solve a problem identified by WSBA. Sections, however, are intended as a member benefit – a benefit for which members pay specifically. The current structure incentivizes Section leadership to provide member benefits that result in Section growth and thus, provide an increasing benefit to members.

RPPT is a thriving Section because we have had thoughtful, pro-active, and highly competent leadership over the years. Part of the reason RPPT can attract quality leadership is because of the benefits available to leadership.

The current policies reward Sections that are fiscally responsible. It is irresponsible to create a system that de-emphasizes fiscal responsibility. RPPT is very concerned with the suggested revised fiscal policy, which provides that “While it is a goal for all programs to at least pay for themselves, *programs deemed to be in best interest of WSBA and its members, the section, and the public could also be supported by the WSBA Sections Fund.*” (Emphasis added.) Each Section’s leadership should be able to determine, on a case-by-case basis, whether it is a benefit to its members to use revenues generated by member dues to subsidize programming offered by another Section, or to partner with another Section to offer programming that may otherwise not be economically viable. This mechanism already exists and

fosters cooperation among Sections. A policy requiring that Sections use member dues to subsidize programs that do not benefit its members could create resentment between the Sections and undermine the motivation of a Section to leverage its volunteers to create revenue positive programming. Pooling of section funds to support programs that run at a loss also seems like an illogical way to look at things – if no one is paying to attend the CLEs, then perhaps such CLEs are not in the best interest of the members.

**4. Because RPPT is a Two Discipline Section our Executive Committee Must be Larger than the Workgroup Policy Permits.**

RPPT **opposes** any change to the number of individuals serving on the RPPT executive committee. RPPT is a two discipline section: Real Property and Probate & Trust. As such, we have a large executive committee because we need to have the requisite number of people for each discipline serving on the executive committee. Including officers, our executive committee consists of nineteen total members as follows: chair, immediate past chair, chair-elect, real property council director, probate & trust council director, four members each on the real property council and probate & trust council (eight council members), a newsletter editor, an assistant newsletter editor (who takes the minutes off all meetings), a web editor, an assistant web editor, an emeritus member, and the YLC Liaison.

Because of the close nature of our two disciplines (i.e., real property and probate and trust), at the national level and within many states, the two practice areas are combined into one section. Many of our members also practice in both areas. We need to have a larger executive committee in order to effectively cover the two disciplines and it would not make sense for the Section to have to disband in order to meet the new requirements set forth in the Memo.

Further, the WSBA just approved a pilot program for RPPT, which would further increase the number of members of the RPPT executive committee. Specifically, RPPT created a fellows program for new and young lawyers, which is modeled on the American Bar Association RPTE Fellows Program. If the RPPT fellows program is successful, we would be adding four new *non-voting ex officio* executive committee members to the RPPT Executive Committee. This highlights the mixed message being sent by the WSBA. One arm of the WSBA is approving a program that will benefit the RPPT membership and new and young lawyers and develop the future leaders of the Section, while another arm is specifically working to limit the Section's ability to include these new members on our executive committee. This sends a mixed message.

All of the positions on the RPPT executive committee are imperative to running RPPT smoothly each year. RPPT would not be able to review and comment on the number of bills we do each legislative session (RPPT routinely reviews legislation and sponsors new legislation. Last year, RPPT reviewed approximately 40 bills. Prior years have seen RPPT reviewing upwards of 60 – 70 bills.), put on five high-quality CLEs each calendar year, produce four newsletters with high quality articles each year, have a website with timely, relevant and searchable data, or provide the other benefits we provide our members without the participation

of all of the members of our executive committee. Our large size provides a fertile training ground for younger lawyers who routinely serve on the newsletter editorial board, on legislative sub-committees, and as assistant newsletter and assistant web editors. We also benefit from the wisdom of an emeritus member who has served on our RPPT executive committee in the past.

If we are forced to reduce the size of our executive committee, member benefits will decrease and we will certainly not be able to participate in legislation to the extent we do now. Alternatively, RPPT may be required to divide into two sections – one for real property lawyers and one for probate and trust lawyers, which will increase the cost of operating two sections and will dilute the ability for collaboration and cooperation on mutually beneficial programs.

#### **5. Uniformity Will Decrease RPPT Member Benefits.**

The effort to homogenize every Section does not make sense. One of the reasons that RPPT is large, by every measure, is because there is a huge number (as a percentage) of lawyers in Washington State practicing real property law and probate and trust law. The same cannot be said for the number of attorneys in smaller Sections. To align all operations, as proposed, disregards the fact that RPPT has more attorneys to provide member benefits to in a year than any other Section.

RPPT has no confidence, given the effort to homogenize Sections, that we will be allowed to continue all of our CLEs and our Mid-Year Conference. RPPT has received consistently poor service from WSBA CLE staff (and the good staff members come and go too quickly). It is highly unlikely that WSBA CLE staff would be able to help us project the financial outcome of a CLE and has absolutely no ability to determine if a program is of value to Section members. This has been one of the main reasons the Sections exist.

In the name of consistency and fairness, Section benefits (such as our CLEs and our Mid-Year Conference) for our members may be eliminated because those benefits do not exist for the membership of all Sections. It is impossible to reach any other conclusion based on the effort expressed to make all sections identical:

... all sections would be able to propose beneficial programs, as the financial outcome of the program is no longer directly linked to the individual section's financial resources. WSBA staff would work with Executive Committees to determine whether a proposed program is likely to result in profit or loss, or break even. While it is a goal for all programs to at least pay for themselves, programs deemed to be in best interest of WSBA and its members, the section, and the public could also be supported by the WSBA Sections Fund.

The new policy provides no assurance that fiscally responsible Sections like RPPT will be able to continue the member benefits it now provides (and pays for with Section raised funds).

Simply put, the new policy appears to compel RPPT to pay for the CLEs and other member benefits offered by other Sections resulting in insufficient funds to support the number, type, and quality of member benefits currently offered by RPPT.

#### **6. Dues Must be Kept Low.**

RPPT **opposes** any change where WSBA would set section dues. RPPT has purposefully kept section dues low for members, even as WSBA has raised the per member charge. RPPT is highly motivated to offer our members benefits at a low cost to members. We have also purposefully kept section dues low to make membership in RPPT affordable to new and young lawyers and those in smaller firms that do not pay for extras such as section dues. Any increase to our dues will result in loss of membership, especially if it is coupled with a decrease in the RPPT-specific member benefits so that benefits can be provided to other Sections that are not financially sound.

The Memo states that the WSBA "... will set annual dues that will be the same for all sections, and defines broad criteria for Voting and Subscriber section memberships. These recommendations are expected to reduce barriers to section membership." The implication is that current practices inhibit membership and participation in the Sections, but no example is provided as to why that might be the case. The Memo also states that the "WSBA is uniquely situated to set dues at a level that will support and sustain section activities as a whole." There is no factual support for this statement. What data supports this position?

Further, there is reference in the Memo to covering administrative support costs from a portion of all dues and that as a result, members would no longer see "cost as a factor in joining one section rather than another." That statement is ambiguous. Would there be a flat administration fee for participating in a Section, which would be the same regardless of how many sections are joined, or would each Section charge an amount for "dues" and then an administrative fee added like a sales tax? Whatever the method, the risk is that the administrative fee will prove to be an irresistible source of supplementary budget revenue for the WSBA to supplement shortfalls in general revenue, thereby decreasing financial transparency.

#### **7. The Proposed Policies Do Not Permit RPPT to Train and Develop its Officers.**

RPPT **opposes** any change with respect to the number of officers. RPPT has five officers: Immediate Past Chair, Chair, Chair-Elect, Real Property Council Director, and Probate & Trust Council Director. Because RPPT is a two discipline section, we need the five officer structure that has been in place since inception in order to make sure both disciplines are covered by the officers, have effective coverage and leadership for CLEs and legislation, and to provide for training and development. The officers alternate by discipline. If the Immediate Past Chair is a real property lawyer, the Chair will be a probate and trust lawyer, and the Chair Elect a real property lawyer. The Chair Elect acts as the treasurer.

Part of the effort with respect to revising officer positions is: “Clear expectations of the Secretary/Treasurer with regard to minutes will promote more consistent and timely communication to section members than is currently the case.” RPPT is unaware of any concerns about its members receiving copies of meeting minutes. RPPT routinely and timely makes the executive committee minutes available to its members on its website. Further, it appears there is an attempt to combine the two positions of secretary and treasurer. This seems unnecessary. With respect to RPPT, the chair-elect acts as treasurer and secretarial duties are covered by the assistant newsletter editor, who takes minutes of all meetings.

#### **8. Meetings – RPPT Seeks Clarification.**

Is the WSBA suggesting that executive committee meetings be public? Having our meetings be public seems unnecessarily complicated as it would require additional logistics and expense. If our meetings are open to the public then we would need to have a location that would allow that access. At present, the law firms for which executive committee members work currently donate space for our executive committee meetings. Use of donated space keeps the cost of these meetings as low as possible. This would no longer be possible if we are required to have public meetings.

As stated above, minutes of our meetings are posted to the RPPT website and our votes are part of that record. We have not had section members request attendance at meetings or that meetings be public. We are concerned that public participation will not add any benefit and will in fact have a chilling effect on our discussions as members will feel less free to speak candidly.

#### **9. Changes to RPPT’s Election Date Is Unnecessary.**

The description of the new election process is somewhat confusing. RPPT has a self-perpetuating board and there are very good reasons for that. It is unclear whether the proposal is to alter that arrangement; if that is the proposal, then the Memo should explicitly state it so the merits can be openly discussed.

If the proposal is to alter the election process, then RPPT **opposes** any change to the RPPT election process. RPPT has a nomination process and holds a business meeting each year at the RPPT Mid-Year Conference in June where new officers of the executive committee are elected by a voice vote. Other positions on the executive committee, such as the assistant newsletter editor, assistant web editor, and emeritus member are appointed each year by the current chair. RPPT holds elections and makes appointments this way so that the chair-elect can then run his or her first meeting as chair at the executive committee meeting held during every RPPT Mid-Year Conference and all new executive committee members are in place and ready to begin their terms of service.



The timing suggested by the WSBA would not enable “sufficient time for orientation of new section leadership.” Orientation within the RPPT executive committee happens on the ground as everyone dives into his or her respective role each June. If the WSBA wants to hold orientation meetings in the fall for Section leadership (similar to the meetings held each fall to educate new section leadership about legislation), we would be open to that idea and all of our executive committee members would be in place well before any such meetings. Such orientation meetings, however, have nothing to do with our election process and how we run our Section year-to-year.

With respect to all of the recommendations concerning officers, duties of officers, executive committee members, and elections – the Memo ends with a statement that the revisions will “free up WSBA staff time to support substantive section activities.” Again, there are no concrete descriptions of what will change at the WSBA staff level. The description for these recommendations leads to the conclusion that actually more staff time will be required to monitor these activities as opposed to reducing staff time.

#### **10. The Fiscal Policy is Unclear.**

The information posted on the WSBA website concerning the Workgroup does not provide any significant information about the Sections (i.e. Section by Section membership and cumulative budget surplus, activity for each Section, FY 2015 surplus or deficit on a Section by Section basis, etc.). It does appear to show, however, that for FY 2016, total Section revenue will exceed section costs.

The fiscal policy set forth in the Memo raises more questions than it answers.

- How much will members be asked to pay for every Section?
- How will the pooled Section dues be allocated?
- How will competition between the Sections for the pooled funds be managed?
- What happens if a Section budgets for items it then does not carry out and that “ties up” funds for that entire fiscal year? Would that limit the programs other Sections are able to provide?
- How would Sections have confidence that offered programs will be funded year-to-year?
- If other Sections start wanting more money but they do not contribute much to the pooled funds will the WSBA tell them “no” in order to allow financially productive sections like RPPT to continue to provide the programs we want to provide?

- Are there any guarantees about the percentage of membership dues that will be available to the Sections in the pooled fund?
- We would like more information about the allocation of \$700,000 of expense to section operation. How was this number determined? What WSBA provided services to the Sections generate this expense? Is this separate from the allocation of expenses for section sponsored CLEs? How will this number change with these proposals? Is there really so much time consumed by “administration” in determining particular Section policies?

Several years ago WSBA membership voted to cut dues that previously helped fund general benefits. By pooling Section funds and setting membership dues, the WSBA will be taking revenue from dues that section members have voluntarily elected to pay specifically for the benefits that Section membership affords and will be redirecting this revenue to fund general benefits that WSBA members do not to fund and have already specifically voted against.

If Section funds are pooled, WSBA members will have no incentive to join a specific WSBA Section. It will be very difficult to entice people into paying RPPT section dues knowing that those dues will be utilized for a different Section’s benefits. As a result, Section membership will decline as the benefits to each Section decline. WSBA members are already paying bar dues to the WSBA to receive general benefits. The volunteer payment of Section dues relates directly to the benefit that an attorney receives from being a member of a *specific* section. Therefore, Section funds should remain committed solely to the Section that built the fund balance.

#### **11. This Policy is a Repeat of a Sections Fund Grab in the 1990s.**

One of the benefits of RPPT’s emeritus member is that we have a built-in institutional historian. The Memo and its proposed policies is largely a repeat of an “asset grab” that occurred in the 1990s. In the early 1990s, the Sections had large reserves. The WSBA simply swept the reserve accounts. To quiet criticism then, WSBA promised that it would segregate Section funds so that Sections could take comfort that such an asset grab would not occur in the future. The proposed policy represents the WSBA going back on a promise it made to the Sections nearly 30 years ago.

Our understanding is that in the early 1990s, RPPT had accumulated a budget surplus similar to the current level. Other Sections had surpluses, but some sections operated at a deficit – just like today. The WSBA was having some financial issues and the new Executive Director called all of the Section chairs to a meeting and told the Section chairs that surplus funds that the Sections believed they had did not actually exist. The WSBA had not separately accounted for those funds and, since the Sections might actually think the surpluses were available to spend and budget expenses in excess of current revenues (thereby causing an added expenditure to the

WSBA that would exacerbate current financial distress), the surpluses were being eliminated. Every Section started at a zero based budget. However, what was promised by the Executive Director and the BOG was that on a going forward basis, the Sections would have the benefit of any surplus funds and the WSBA would account for the surplus in a manner so that the funds would be available. Now, almost 30 years later, it is suggested that the BOG break its word and take the money for the same reason – finances are tight and the WSBA has spent its reserves. Perhaps current WSBA staff members are unaware of the prior events, but the current policy simply reflects the deal that was reached in the early 1990s and there is no reason to change that policy.

RPPT's healthy fund balance affords the Section the ability to participate in other WSBA activities and support requests that are of benefit to our members. Recently, RPPT has used its funds to enhance member benefits such as revamping the RPPT website (including making the content searchable), digitizing our newsletter including embedding hyperlinks to citations within the newsletter, and spending funds to make the newsletter available in a format that can be read on a tablet or phone. We routinely pay for outgoing members of the Executive Committee to attend the midyear meeting so they can overlap with the incoming members and provide institutional memory during a time of transition, facilitating continuity and efficiency on the committee. We have also hosted new and young lawyer events, offered scholarships to CLEs, and recently created a fellows program for new and young lawyers. RPPT's fund balance is a result of the hard work the executive committee puts into creating CLEs that are of interest to our membership and have dynamic speakers. Our fund has grown as a result of these efforts and we are in the fortunate position of making money to spend on our section faster than we can actually spend the money.

Although RPPT has recently been successful in spending funds on member benefits, we have attempted *many* times over the years to spend down our reserves via scholarships to CLEs, free tuition to new and young lawyers, paying from our fund balance to continue providing hard copies of CLE materials, and any number of other ideas that the executive committee has come up with to address diversity, new lawyer education, and other areas we see as critical to the health and growth of the Section and of importance to our members. Until this past year, however, RPPT has been repeatedly told “no” with respect to our ideas. Specifically, over the past several years, RPPT has been told it cannot use its funds to (among other ideas):

- Pay to produce hard copies of CLE materials for all individuals attending RPPT-sponsored CLEs;
- Offer free or reduced tuition to RPPT-sponsored CLEs;
- Create low cost, skills oriented CLEs for those practicing for less than 5 years;

- Offer scholarships to new and young lawyers to attend the RPPT Mid-Year Conference;
- Pay a small stipend to national caliber speakers to enhance the quality of offerings at RPPT CLEs; and
- Pay for judges and commissioners, who would otherwise have to use their sick time, to speak at RPPT-sponsored CLEs. (RPPT received significant pushback from the WSBA for the 2015 Spring Trust and Estate Litigation CLE when the co-chairs asked that the judge/commissioner speakers be reimbursed for their time. RPPT was finally able to get the matter resolved favorably, but not without significant argument and hassle.)

It is hypocritical (and frankly a bit unfair) for the WSBA to criticize RPPT for having a large fund balance when the WSBA has been a major roadblock in the spending of our fund balance on programs we see as critical to the growth of our Section. It is also disingenuous for the WSBA to cite the RPPT fund balance (or any section fund balance) as a financial risk when the WSBA already exercises veto power over the expenditure of those funds. Regardless of past history, and as a matter of equity, it is important that the resolution of the RPPT surplus be done in a manner that benefits RPPT members, who, after all, were responsible for creating the surplus in the first place.

Despite the areas in which we are told we cannot use RPPT funds, RPPT has been able to support other activities because of our RPPT fund balance:

a. The WSBA put together a New Lawyer Education program for February 2016 regarding residential real estate purchase and sale agreements. The CLE will be practical advice – nuts and bolts issues, with the goal that the lawyer emerges from class with the information necessary to sit down with a client. The CLE is to be webcast only and will be a three-part series consisting of two hours per day.

RPPT was asked to sponsor a networking event on February 16<sup>th</sup>, the last day of the three part series. Sponsorship would be \$800. The WSBA provided suggestions as to where the event would take place, the time, and that the event would be open to all section members. As we were just asked by the WSBA to sponsor this event, it had not been anticipated and was not in our budget for the 2016 fiscal year.

RPPT is always happy to participate in these types of requests because we recognize the importance of networking, education, and working with new and young lawyers. However, RPPT will no longer be able to support or participate in these types of events if we have no ability to manage our fund balance, budget for these types of opportunities, or even know what funds are available for RPPT's use.

b. Each year, RPPT is asked to fund a First Responders Will Clinic. This clinic works with first responders (such as firefighters) to prepare estate planning documents. This clinic does important work and many RPPT members volunteer for the clinics (which are held all over the State of Washington). RPPT is able to help with this important work because of our fund balance and because we budget for this year in and year out. As mentioned above, however, we would be very concerned that we would not be able to continue helping to support this work (which our members participate in) if we have no ability to manage our fund balance, budget for this clinic, or even know what funds are available for RPPT's use. Further, should the WSBA determine that this expenditure is not important, we will be faced with having to communicate to the clinic that we are no longer able to support its important work.

## 12. Conclusion.

These new policies will give RPPT little to no autonomy, will inhibit our ability to provide the kinds of programs we want, and will make it extremely difficult to recruit future members of the executive committee who are willing to do this type of work.

The Sections provide a vital interface between the WSBA and its members. The relationship should be mutually supportive. There is one observation in the materials that the Sections do not seem to be able to increase their membership from 30% of the total WSBA, and this fact is presented as a demonstration that the current policies toward the Sections are failures. What have the BOG and the WSBA staff done to promote Section membership? That should be the ultimate focus – will the implementation of these proposals enhance the attractiveness of participation in Section activities, enable the executive committees to better function, and enhance the delivery of benefits to Section members. For the most part, RPPT believes the answers to these questions is “no.”

In addition, the BOG should be open in its communications with the Sections. If the BOG wants to get out of the CLE business or change its delivery methods and does not see a role for the Sections in that environment, then it should simply say so. ***The people involved in Section leadership for RPPT are dedicated professionals who have excelled in their area of practice and have willingly contributed their time and skills to further the WSBA goals, provide assistance to the Section members, and enhance the profession.*** We deserve to receive direct and honest communications from the WSBA and the BOG rather than being drawn into a dance of bureaucratic process, hidden agendas, and proposals driven by pre-conceived outcomes.

RPPT can continue to grow and build under the current, existing system. RPPT has proven that, year after year. We do not believe that, under the proposed revisions, our Section will have the autonomy to institute the programs and member benefits that generate success for our Section. That will be a devastating blow to our members and to all Sections in general. The proposed policies set forth in the Memo are misguided and should be rejected.

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