

Utah State Bar Commission Meeting

Friday, August 26, 2022
Utah Law and Justice Center

AGENDA

1. **9:00 a.m. President's Welcome and Reports: Katie Woods**
 - 05 Mins. 1.1 Report on National Conference of Bar Presidents Meeting: **Katie Woods**
 - 01 Mins. 1.2 Retreat Reminder – October 14-15: **Katie Woods**
 - 10 Mins. 1.3 Report on Mental Health Provider Review: **Andrew Morse & Martha Knudson**
2. **9:30 a.m. Information Items**
 - 30 Mins. 2.1 Report on Chancery and Division Court Development: **Senator Kirk Cullimore, Representative Brady Brammer and Frank Pignanelli** [\(Tab 1, Page 3\)](#)
3. **10:15 a.m. Action Items**
 - 05 Mins. 3.1 Appoint Commission Ex Officio Members: **Katie Woods** [\(Tab 2, Page 47\)](#)
 - 05 Mins. 3.2 Appoint Committee Chairs: **Katie Woods** [\(Tab 3, Page 49\)](#)
 - 05 Mins. 3.4 Appoint Commission Liaisons: **Katie Woods** [\(Tab 4, Page 51\)](#)
4. **10:30 a.m. Discussion Items**
 - 30 Mins. 4.1 2023 Summer Convention Location: **Katie Woods** [\(Tab 5, Page 55\)](#)
5. **11:00 a.m. Information Items**
 - 10 Mins. 5.1 ABA Delegates' Meeting: **Kim Cordova and Camila Moreno**
 - 10 Mins. 5.2 Judicial Council Report: **Margaret Plane**
6. **Executive Session**
7. **11:45 p.m. Adjourn**

CONSENT AGENDA

[\(Tab 6, Page 62\)](#)

1. Approve amendments to Fee Dispute Rules to make them consistent with the Rules of Professional Conduct.
2. Approve 2022-23 Committee Charges
3. Approve Minutes of July 6, 2022 Commission Meeting.

ATTACHMENTS

1. June 2022 Financial Report
2. July 2022 Financial Report

CALENDAR

August 30-31	LPP Examination		Law & Justice Center
September 9	Executive Committee Meeting	Noon	Video Conference
September 16	Bar Commission Meeting	9:00 a.m.	TBD
October (?)	Admission Ceremony		Virtual
October 7	Executive Committee Meeting	Noon	Video Conference
October 14	Bar Commission Meeting	1:00 p.m.	Springdale, Utah
October 15	Bar Commission Retreat	9:00 a.m.	Springdale, Utah
November 4	Fall Forum		Little America Hotel, SLC
November 11	Executive Committee Meeting		Video Conference
November 18	Commission Meeting	9:00 a.m.	Law & Justice Center
December 9	Executive Committee Meeting	Noon	Video Conference
December 16	Bar Commission Meeting	9:00 a.m.	Law & Justice Center

TAB 1

BUSINESS COURT IN UTAH:
AN EXAMINATION OF SIMILAR
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BUSINESS COURT IN UTAH: AN EXAMINATION OF BUSINESS COURT SUCCESSES

OVERVIEW

Due at least partially to the Delaware Court of Chancery's dominance as the go-to forum for business litigation in the last hundred years, several state trial courts have set out to capture the essence of this court in creating their own specialized business courts. That effort commenced in the early 1990s when trial courts in New York and Illinois established specialized dockets to hear primarily complex commercial disputes. Some commentators suggest that this business court movement marks an effort by states to compete with Delaware for the corporate franchise as a means to stimulate economic development.¹ As Lee Applebaum, a national expert on state business and complex litigation courts, explains:

[C]ompetitive implications between cities and states are undeniable. The business court becomes a means to give businesses and their lawyers confidence that business and commercial disputes will be decided with informed and deliberate reasoning. This adds a component of stability to a state, region, or city that wants to keep or attract businesses. If a city or state has such a court, and its neighbor does not, that neighboring city or state may come to sense a potential disadvantage. The concentration of business courts along the East Coast may be explained, in some part, by this potential for competitive disadvantage.²

Specialized business courts also fill a need created by evolving expectations within business communities throughout the country. Business is rapidly increasing in complexity and the rate of change and globalization of business drives the demand for dispute resolution processes "that can accommodate the needs of modern business."³ These "needs" include access to a civil justice system that adjudicates large-scale, complex commercial disputes without oppressive costs or undue delays. Indeed, chief among the complaints of business litigants are the attendant costs and delays when litigating in the civil justice system.⁴ These "enemies" to efficient dispute

¹ See John F. Coyle, *Business Courts and Interstate Competition*, 53 WM. & MARY L. REV. 1915, 1934 (2012); ABA BUS. LAW SECTION, ESTABLISHING BUSINESS COURTS IN YOUR STATE 2008–2009, at 1.

² See Lee Applebaum, *The "New" Business Courts: Responding to Modern Business and Commercial Disputes*, BUS. L. TODAY, Mar./Apr. 2008, at 16 (hereinafter "Applebaum, *The "New" Business Courts*").

³ See Lee Applebaum, *The Steady Growth of Business Courts*, in FUTURE TRENDS IN STATE COURTS 70 (Carol R. Flango et al. eds., 2011).

⁴ See Thomas D. Rowe, Jr., American Law Institute Study on Paths to a "Better Way": Litigation, Alternatives, and Accommodation: Background Paper, 1989 DUKE L.J. 824, 830; see also Danya Shocair Reda, *The Cost-and-Delay Narrative in Civil Justice Reform: Its Fallacies and Functions*, 90 OR. L. REV. 1085, 1098 (2012) ("[C]rippling cost and delay are enemies of access because high costs can bar worthy parties from filing suit, or may force them to take a low settlement to avoid the higher costs of litigating.").

resolution often surface during discovery and have the potential to derail even the most straightforward cases.

Typically, a business court is a state program, not necessarily a specific courtroom, that is dedicated to specifically handling business disputes or complex litigation within its respective jurisdiction. A business court is typically created within a state's existing trial court or civil division. The majority of business courts have several common, fundamental building blocks that allow them to remain successful. For example, in nearly every business court, judges are trained and assigned to the court to handle complex business disputes specifically, and a single judge handles all aspects of the case from beginning to end.

Some of the clearest advantages of a business court are that it streamlines the court's efficiency, educates judges and litigants, and creates predictable business case law that encourages companies to incorporate or complete transactions within the state. By taking complex cases that would otherwise force judges to learn the business law as the case develops, and assigning those cases to trained judges, the process frees up the docket and decreases the amount of time spent on expensive litigation.

This paper provides an overview of five business courts in four states—Delaware, Arizona, South Carolina, and New York—as examples of how business courts are created and operate. Two Delaware business courts, the Court of Chancery (court of equity) and its companion court, the Complex Commercial Division within the state's Superior Court (court of law) are highlighted due to Delaware's standing as the most popular forum for business dispute resolution. An overview of Arizona's Commercial Court is included as an example of a Mountain West state which recently established its business court. South Carolina is included due to its desire to draw business away from the neighboring North Carolina. Finally, New York's Commercial Division, one of the pioneers of the business court movement, is examined herein due to the state's prominence in international business and the success of that court.

STATE EXAMPLES

I. DELAWARE CHANCERY COURT

A. Purpose

The Delaware Court of Chancery is a non-jury trial court that is widely recognized as the nation's preeminent forum for the determination of disputes involving the internal affairs of the thousands of Delaware corporations and other business entities through which a vast amount of the world's commercial affairs is conducted.

A noteworthy aspect of the Court of Chancery is the equitable expertise implemented by chancellors rather than a jury. The Chancellor or a Vice-Chancellor will hear a case and make a ruling, rather than a panel of judges. This is significant because the chancellors are skilled and experienced in corporate law and other matters in equity; thus, there is no need to educate an untrained and lay jury on the intricacies of corporate law, which saves time and legal fees. Not involving juries is also consistent with common law principles for claims in equity.

B. Jurisdiction

The Court of Chancery has jurisdiction to hear and determine all matters and causes in equity. Absent special statutory authorization, the Court of Chancery lacks jurisdiction “to determine any matter wherein sufficient remedy may be had by common law, or statute, before any other court or jurisdiction of this State.”⁵ Unlike the Superior Court, the Court of Chancery has statutory authority to grant injunctive relief.⁶ The Court of Chancery can hear cases that involve both legal and equitable claims, so long as at least some part of the case involves equitable features sufficient to confer equitable jurisdiction in the first instance. The Court cannot grant relief in the form of money damages to compensate a party for a loss or where another court has coterminous jurisdiction. However, under the rules of equity, the Court of Chancery can grant monetary relief in the form of restitution by ruling that another party has unjustly gained money that belongs to the plaintiff. The Court of Chancery is generally without jurisdiction to enter punitive damage awards, unless otherwise permitted by statute.

Apart from its general equitable jurisdiction, the Court of Chancery has jurisdiction over certain types of disputes. For instance, Section 111 of Delaware’s General Corporation Law vests jurisdiction in the Court of Chancery “to interpret, apply, enforce or determine the validity of” various corporate instruments, including certificates of incorporation, bylaws, stock purchase agreements, proxies, and merger agreements (among others). The statute is not exclusive as such actions “may” be brought in the Court of Chancery. This means there is the potential for certain business cases to be brought in Complex Commercial Division of the Superior Court.⁷ The Court of Chancery likewise has non-exclusive jurisdiction over actions to “interpret, apply or enforce the provisions of” partnership agreements and limited liability company agreements, again leaving open the potential for such actions to be filed in Complex Commercial Division, when equitable remedies are not sought.⁸ The Court of Chancery has exclusive jurisdiction, however, over “all actions for advancement . . . or indemnification” brought against a Delaware corporation by or on behalf of its officers and directors, but (as will be seen) has been found to lack the authority to determine coverage issues in the context of director and officer insurance disputes.⁹ The Court of Chancery also has sole jurisdiction over guardianship, trust, and estate matters, because the fiduciary rights and duties that arise in those contexts are considered equitable rights.¹⁰

Importantly, while Delaware’s Declaratory Judgment Act vests the Delaware courts with the power, “within their respective jurisdictions . . . to declare rights, status and other legal relations whether or not further relief is or could be claimed,”¹¹ it is well established that the Court of

⁵ 10 Del. C. § 341.

⁶ 10 Del. C. § 343.

⁷ 8 Del. C. § 111(a).

⁸ See 6 Del. C. §§ 17-111, 18-111.

⁹ See, e.g., *Desai v. RSUI Indemnity Co.*, C.A. No. 9199-VCG, p. 24 (Del. Ch. Feb. 24, 2014) (TRANSCRIPT).

¹⁰ See, e.g., *Christiana Town Ctr., LLC v. New Castle Cnty.*, 2003 WL 21314499, at *3 (Del. Ch. June 6, 2003); *Cummings v. Estate of Lewis*, 2013 WL 979417, at *3-4 (Del. Ch. Mar. 14, 2013).

¹¹ 10 Del. C. § 6501.

Chancery does not have subject matter jurisdiction over claims for declaratory relief, in the absence of equitable jurisdiction—which typically requires the presence of a claim for equitable relief.¹²

Thus, the Court of Chancery may acquire subject-matter jurisdiction over a matter in three different ways: (1) by a party's invocation of an equitable right, such as a fiduciary duty claim; (2) by a party's request for an equitable remedy such as specific performance when there is no adequate remedy at law; or (3) by the grant of statutory authority, such as 8 *Del. C.* § 111, which grants the Chancery Court authority over actions to interpret the provisions of corporate documents.

C. Procedural Considerations in the Court of Chancery

The Court of Chancery is generally a bench trial court. When issues of fact to be tried by a jury arise, the Court of Chancery may order such facts to trial at the Superior Court. Otherwise, issues of fact are determined by the Chancellor or Vice-Chancellor at a bench trial.

Cases in the Court of Chancery are assigned to one of the seven members of the Court until conclusion. The Court will move as fast or as slow as the litigants and the controversy may require. While there is an extensive set of written “guidelines,” parties in the Court of Chancery are generally expected to negotiate and agree (subject to Court approval) on matters including case schedule, expert discovery protocols, e-discovery protocols, the production of confidential information and others.¹³

There is a robust, court-sponsored mediation program in which members of the court not assigned to a case may serve as mediators, assuming agreement to the process by the parties, or assignment by court order (in certain cases).

D. Judicial Appointment

The Delaware Court of Chancery consists of seven justices; the head of the Court of Chancery is known as the Chancellor while the other six are called Vice-Chancellors. There are also two Masters in Chancery, similar to Magistrates, which are available to address discovery and other issues, though more often than not the members of the court address discovery and other interlocutory issues themselves.

The Chancellor and Vice-Chancellors are nominated by the Governor of Delaware and confirmed by the Delaware Senate. They serve twelve-year terms. The Delaware Constitution requires that each court as a whole be comprised of judges balanced between the two major political parties. This aspect of Delaware’s judicial selection process ensures that a governor cannot “stack” the courts with political pals in a manner that undermines public confidence in the

¹² See *Reader v. Wagner*, 2007 WL 3301026, at *1 (Del. Ch. Nov. 1, 2007) (“It is well settled that the Declaratory Judgment Act does not independently confer jurisdiction on this court. As Chancellor Quillen said . . . , this court will not exercise jurisdiction in a declaratory judgment action unless the complaint reflects ‘some special, traditional basis for equity jurisdiction.’”).

¹³ Guidelines to Help Lawyers Practicing in the Court of Chancery, <http://courts.delaware.gov/chancery/docs/CompleteGuidelines2014.pdf>.

fairness and impartiality of the tribunals. The two Masters in Chancery are chosen by the Chancellor.

Those selected to serve on the Court of Chancery historically have been experienced and sophisticated practitioners familiar with the corporate and commercial matters that routinely come before the Court of Chancery. Indeed, most chancellors join the bench from successful partnerships at large law firms, specializing in corporate and commercial litigation. Many return to private practice after their term and are highly sought-after practitioners to continue their careers litigating in the Court of Chancery.

E. Benefits for Business

1. Predictability

The Court of Chancery has no juries, so all cases are decided by the Chancellor or a Vice-Chancellor, who explain their decisions in comprehensive and reasoned written opinions. The Court of Chancery's tradition of written opinions stretches back more two hundred years. A significant advantage of the Court of Chancery is that its chancellors rely on hundreds of years of case law in making their rulings. The quantity and quality of the opinions relied on by the chancellors makes their decisions more predictable than decisions made by juries, and makes businesses more confident of a decision based on law and precedent rather than emotions and prejudices that often accompany decisions made by juries. Managers and lawyers of Delaware business entities can use this extensive case law to guide in planning their business and affairs.

2. Business judgment rule

The Delaware business judgment rule directs the court to respect the good-faith decisions of the company's directors, even when the outcome of their decisions may not have been the best in hindsight. Directors are charged with making informed, independent decisions with care and loyalty to the shareholders, with the absence of self-dealing. When the directors shirk their duty to be loyal to the best interest of the company, or to take due care in making their decisions, or when they engage in self-dealing and fraudulent actions, the Court of Chancery has the power to punish them by levying personal fines and removing them from office.

3. Speed

Another advantage that the Court of Chancery has over most other courts is its flexibility and speed in which disputes can be resolved. When a new case is filed with the Court, it is assigned by the Chancellor to one of the Vice-Chancellors. The assigned chancellor oversees the litigation and manages the schedule until the case's conclusion. The Court of Chancery was an early adopter of electronic filing, allowing the parties ease in accessing and filing Court documents. The Court of Chancery's procedural rules do not impose formalistic schedules or procedures and instead allow the Court and the parties to tailor litigation as necessary. The Court also has the discretion to issue equitable remedies customized for the circumstances of a particular case.

The Court's limited jurisdiction allows it to consider and dispose of complex matters in an expedited fashion when the circumstances require it, without sacrificing quality and careful

attention. This keeps the Chancery Court free to decide major corporate law disputes and business-to-business contract disputes with the speed that modern commerce requires.

As stated above, the chancellors will allow the parties to litigate as fast or slow as the litigants feel they need. Expedited proceedings are a commonplace in the Court of Chancery. In fact, the Court will err on the side of more expedited proceedings, rather than less, in the face of a colorable showing of imminent, irreparable harm. Unlike in many other courts, therefore, litigants can seek (and obtain) an expert ruling from the Court within days or weeks, if necessary.

F. Item for Consideration

Although most jurisdictions regard the Court of Chancery as the aspirational model, the unique structure (nonjury) and limited subject matter jurisdiction of the Court of Chancery (equity only) make it a tough act to follow. Most state trial courts create their business courts within a framework that allows the court to offer both jury and nonjury trials and to exercise both equitable and common law subject matter jurisdiction. These specialized courts are carving a distinctly different path in an effort to remain competitive with Delaware's nationally ranked court system.

II. DELAWARE COMPLEX COMMERCIAL DIVISION

A. Jurisdiction

As the division's name suggests, only a narrow subset of cases will qualify for the Complex Commercial Division of Delaware's Superior Court ("CCLD"). Rather than designate specific categories of cases, however, the administrative directive provides only that to qualify for assignment to the CCLD, cases must (1) present a claim by and between businesses where the amount in controversy is \$1,000,000 or more; (2) arise from an exclusive choice-of-court provision within a contract designating the CCLD (without regard to an amount in controversy); or (3) receive special assignment on application to the president judge of the Superior Court.¹⁴ Certain matters are expressly excluded from the CCLD, including cases involving a claim for personal, physical, or mental injury; mortgage foreclosure actions; mechanics' lien actions; condemnation proceedings; and any case involving an exclusive choice of court agreement where a party to the agreement is an individual acting primarily for personal, family, or household purposes, or where the agreement relates to an individual or collective contract of employment.¹⁵

While the CCLD's broad subject matter jurisdiction is not a unique feature, the CCLD's statewide reach is rare among state business courts and facilitates the court's goals of uniformity and simplicity.¹⁶ Some states, such as New York and Florida, have created business courts in

¹⁴ Administrative Directive of the Presiding Judge of the Superior Court of the State of Delaware, No. 2010-3: Complex Commercial Litigation Division 2-3 (May 1, 2010) (hereinafter Administrative Directive No. 2010-3), available at http://courts.delaware.gov/superior/pdf/Administrative_Directive_2010-3.pdf.

¹⁵ Administrative Directive No. 2010-3, at 1-2.

¹⁶ See Applebaum, *The "New" Business Courts*, at 15.

multiple counties or districts, each subject to a different set of jurisdictional prerequisites.¹⁷ Due to its small size and the existing statewide architecture of the Superior Court, Delaware created only one specialized business court subject to only one set of jurisdictional requirements.

B. Practice Details

1. Case scheduling

Complex commercial cases feature rigorous motion practice, voluminous discovery, and often lengthy trials.¹⁸ Consequently, they “require[] more judicial management, attention, and responsiveness.”¹⁹ The CCLD’s approach to judicial case management begins with a fundamental appreciation that litigants and their attorneys know their case better than the judge ever could. Accordingly, the CCLD judges encourage parties to meet with the court as soon as possible, after responsive pleadings have been filed, to discuss the particular needs of the case.

The judges of the CCLD conduct an early case-scheduling conference with the parties to map out a schedule for the case. The parties are encouraged to meet and confer prior to the conference in an effort to reach agreement on a customized case management approach. The CCLD has published a form default Case Management Order (“CMO”) that provides the parties with a clear idea of the subjects the court will expect to address at the case scheduling conference.²⁰ The default CMO covers all phases of litigation, including the cutoff for expert, fact, and electronic discovery; the filing of dispositive motions and motions in limine; the timing for mandatory alternative dispute resolution;²¹ and a firm trial date.²² The CCLD judges are open to including fewer or more event deadlines in the CMO, depending on the needs of the specific case. If the parties cannot agree, however, the court will enter the default CMO and will insert event deadlines. Regardless of whether the parties or the court creates the CMO, the parties are advised that the CMO will be strictly enforced and that the trial date set forth therein is firm.²³ As a result, cases

¹⁷ See, e.g., N.Y. STATE TRIAL CTS. UNIF. R. 202.70 (setting different monetary thresholds for each county with a commercial division); FL. BAR ASS’N, FLORIDA CONSTRUCTION LAW AND PRACTICE (7th ed. 2013) (noting that each complex litigation division in Florida is “created by an administrative order of the chief judge of the judicial circuit and uses separate procedures, local rules, and forms common only to that division or unit”).

¹⁸ Anne Tucker Nees, *Making a Case for Business Courts: A Survey of and Proposed Framework to Evaluate Business Courts*, 24 GA. ST. U. L. REV. 477, 484 (2007) (hereinafter “Nees, *Making a Case for Business Courts*”).

¹⁹ *Id.*

²⁰ Administrative Directive No. 2010-3, at 3.

²¹ See Del. Super. Ct. Civ. R. 16(b)(4) (providing for mandatory ADR in all but a few expressly enumerated categories of civil cases).

²² Administrative Directive No. 2010-3, app. A, at 1–6.

²³ Administrative Directive 2010-3, app. A, at 4.

progress promptly and efficiently in the CCLD without the delays that often accompany civil litigation.²⁴

2. Expert discovery

Commercial cases often require experts due to the complexity of the issues involved.²⁵ Yet not all complex cases involve experts and, when experts are involved, not all expert discoveries need be conducted in the same manner. Here again, the CCLD judges recognize that a one-size-fits-all approach is not the best. The judges allow the parties to take the lead in devising a plan for expert discovery that makes the most sense for the particular case. And, once again, the CCLD has prepared a default Expert Discovery Protocol to assist the parties in anticipating the issues that will be of most concern to the court when crafting a meaningful CMO.²⁶ The Expert Discovery Protocol addresses such issues as the manner and timing of expert witness disclosures and the means, costs, and timing of expert witness depositions.²⁷ By encouraging the parties to think in terms of firm deadlines, the CCLD strives to offer litigants a greater degree of certainty and predictability as to how discovery will proceed. Nevertheless, the precise scope and timing of expert discovery is left to the parties to decide in the first instance. The court will assume control by applying and enforcing the default Expert Discovery Protocol only if they cannot agree.

3. Electronic Discovery

Complex business litigation often brings with it a “minefield of electronic discovery.”²⁸ Navigating through this “minefield” unscathed is a feat in itself. Indeed, litigants must balance the necessity of e-discovery against the significant expense such discovery often entails. As business litigants know all too well, litigation often consumes the controversy as the proverbial tail wagging the dog. In light of these concerns, business litigants must confer early and often to determine the most efficient means by which to conduct discovery.

²⁴ See Nees, *Making a Case for Business Courts*, at 486–87 (“[T]he creation of business courts should encourage timely action within the business court and within the general dockets. For parties litigating in a business court, judicial management of the procedural issues should expedite resolution by preventing discovery disputes from spiraling out of control, pre-scheduling motions deadlines and hearing dates to prevent delay, and being available to respond to a party’s needs . . .”).

²⁵ See N. Lee Cooper & Scott S. Brown, *Selection of Experts, Expert Disclosure and the Pretrial Exclusion of Expert Testimony: Finding and Selecting Experts*, in 3 BUSINESS AND COMMERCIAL LITIGATION IN FEDERAL COURTS § 28:3 (3d ed. 2014) (“Commercial litigation offers an almost infinite array of subject matters on which an expert can help the judge or jury understand the evidence or determine a fact at issue.”).

²⁶ Administrative Directive No. 2010-3, exh. A.2, at 10–13.

²⁷ *Id.*

²⁸ Denise Seastone Kraft & K. Tyler O’Connell, *National E-Discovery Trends and the Delaware Court of Chancery’s Approach*, BUS. L. TODAY, Sept. 2010, at 1, 1, available at http://www.americanbar.org/publications/blt/2010/09/02_kraft.html.

Aware of the challenges presented by e-discovery, the CCLD has established E-Discovery Plan Guidelines that provide litigants with practical guidance.²⁹ Similar to the Guidelines established by the Court of Chancery, the CCLD's E-Discovery Plan Guidelines ("Guidelines") mandate that litigants hold a meet-and-confer session early in the litigation to discuss discovery of electronically stored information ("ESI").³⁰ By requiring a meeting early in the litigation, the parties are provided the opportunity to take control over the scope and structure of e-discovery in advance of the entry of an e-discovery order. The Guidelines set forth a non-exhaustive list of factors to be discussed by the parties at the meet-and-confer session, including the preservation and collection of ESI, the form in which ESI will be produced, the scope of production, and the allocation of expenses among the parties for the preservation and production of ESI.³¹ If a party fails to address e-discovery issues early in the litigation, the court is "not likely to be sympathetic when [that] party later complains that stringent measures were not instituted voluntarily by her adversary to ensure that no potentially relevant information was lost."³²

Following the meet-and-confer session, the parties must submit a report to the court in which they summarize their proposed e-discovery plan and identify their position with respect to unresolved issues.³³ After submission of the parties' e-discovery plans and after further consultation with the parties, the CCLD judge will enter an order governing the permissible scope of discovery of ESI.³⁴ The order will also address issues relating to preservation and production of ESI and the allocation of expenses of production, all in the context of the unique issues and character of the particular case.³⁵ By permitting the parties to drive the e-discovery process, the Guidelines afford business litigants the opportunity to address the particular features of their own ESI and to devise a plan that makes sense within the context of the particular controversy.

C. Benefits for Business

1. Predictability

Judges on the CCLD publish written opinions, promoting predictability for businesses and litigants alike. Rendering high-quality, consistent, and well-reasoned decisions in specialized and often complex fields of law are hallmarks of not just the CCLD, but business courts in general. Indeed, well-reasoned and consistent opinions promote predictability such that businesses can set their course of action based on established precedent.

²⁹ Administrative Directive No. 2010-3, exh. B, at 1–4.

³⁰ Administrative Directive No. 2010-3, exh. B, at 1.

³¹ *Id.*

³² *Beard Research, Inc. v. Kates*, 981 A.2d 1175, 1187 (Del. Ch. 2009).

³³ Administrative Directive No. 2010-3, exh. B, at 1.

³⁴ *Id.* at 2.

³⁵ *Id.*

2. Efficiency and Flexibility

An overarching goal of the CCLD is to promote efficiency and flexibility. Acknowledging that the litigants themselves know how to best litigate their case, the CCLD judges encourage parties to meet with the court as soon as possible, after responsive pleadings have been filed, to discuss the particular needs of the case. If the parties wish to delay resolution (e.g., to facilitate ongoing settlement negotiations or a pending transaction that could affect the controversy), then the court can tailor a case management plan that will provide a “long runway” for the parties to work with each other before the litigation commences in earnest. On the other hand, if the parties have a need to resolve their dispute quickly, the CCLD judges will accommodate this need with a scheduling order that provides for focused expedited discovery and a prompt trial date.

The court allows the parties substantial input with regard to the form and substance of the case management order, the scope and timing of electronic discovery, and the scope and timing of expert discovery. The court has published default standards in these areas so that the parties know what they will get from the court and what the court will expect in the event that they are unable to reach an agreement.³⁶

When issues arise with respect to the management of cases generally within the CCLD, the judges of the CCLD address these issues promptly through efficiently executed standing orders.³⁷ The court also meets regularly with the still extant Committee to discuss what is working in the CCLD and what needs to be fixed. The CCLD judges also host regular continuing education conferences with lawyers from Delaware and around the country to discuss the latest developments in the law and to receive and give feedback regarding the progress of litigation within the division. Not only do these measures permit the CCLD judges to remain responsive to the needs of business litigants, but they also demonstrate an ongoing commitment to the problem-solving origins of the business court model.

The expertise of the CCLD judges and the litigants’ access to judges well versed in complex commercial litigation promote efficiency as well. The jurists assigned to the CCLD are selected by the president judge of the Superior Court based on their expertise and experience in handling complex business litigation. As with the Court of Chancery, it is understood that the success of the CCLD will depend in large measure on the ability of the judges assigned to the division to demonstrate proficiency in both substantive business law and complex case management. Indeed, because judges assigned to the CCLD “consistently hear particular types of cases, they develop expertise, experience, and knowledge enabling them to perform their functions

³⁶ There are a variety of resources available on the Superior Court’s website, including sample forms and pleadings, designed to assist parties litigating in the CCLD. See Superior Court Complex Commercial Litigation Division, Del. St. Cts., <https://courts.delaware.gov/superior/complex.aspx> (last visited July 5, 2022). The Superior Court’s website also provides the judicial preferences of certain of the members of the CCLD. *Id.* Finally, business litigants may access all prior opinions issued by the CCLD on the Superior Court’s website. Superior Court Opinions & Orders, Del. St. Cts., <https://courts.delaware.gov/opinions/> (last visited July 5, 2022).

³⁷ See, e.g., In re Complex Commercial Litig. Div., Standing Order No. 1 (Oct. 19, 2010), available at http://courts.delaware.gov/superior/pdf/CCLD_standing_order_1.pdf (permitting litigants to exceed page limitations for dispositive and discovery motions).

more proficiently than they could without that expertise. They are more efficient, and the quality of their decisions is better.”³⁸

The appointment of a single judicial officer to handle a case from start to finish promotes the overarching goal of this specialized business courts— improving the administration of civil justice. Once a case is assigned to a designated judge, that judge is accountable for the progress of the case and can collaborate with the litigants efficiently and creatively to address all manner of case management issues, including e-discovery protocols, deadlines for fact and expert discovery, *Daubert* motion practice, and briefing schedules for dispositive motions.³⁹

The judges on the CCLD will allow the litigation to move as quickly as the litigants feel is needed. Much like the Court of Chancery, the CCLD often has expedited schedules to enable business to quickly resolve disputes and keep up with the speed of modern commerce.

The flexibility of the CCLD in responding to the needs of business litigants makes this an attractive forum for business disputes. Unlike many jurisdictions, the CCLD was created by administrative directive, which allows the Superior Court to address and finetune unforeseen issues that may arise without the need to promulgate new rules or amend an implementing statute. With ease, the Superior Court can tailor the CCLD’s structure, jurisdiction, or implementation to adapt to the needs of business litigants or to accommodate technological developments.⁴⁰

D. Judicial Appointment

The members of Delaware’s judiciary are appointed to twelve-year terms after a meticulous judicial selection process. Following the submission of each judicial candidate’s application, a Judicial Nominating Committee (“JNC”) reviews all candidates for judicial office before selecting three individuals to recommend to the governor.⁴¹ The stated purpose of the JNC is to “seek men and women of the highest caliber, who by intellect, work ethic, temperament, integrity and ability demonstrate the capacity and commitment to sensibly, intelligibly, promptly, impartially and independently interpret the laws and administer justice.”⁴² The measures implemented by the JNC

³⁸ Administrative Directive No. 2010-3, at 3.

³⁹ See Ann M. Scarlett, *Shareholders in the Jury Box: A Populist Check Against Corporate Mismanagement*, 78 U. CIN. L. REV. 127, 175 (2009) (noting that business courts often have expedited schedules that enable business to quickly resolve disputes).

⁴⁰ See, e.g., Administrative Directive of the Presiding Judge of the Superior Court of the State of Delaware, No. 2011-3: Assignment of Judges 2–3 (May 1, 2011), available at http://www.courts.state.de.us/Superior/pdf/Administrative_Directive_2011_3.pdf (adding an additional judge to the CCLD to address its increased caseload).

⁴¹ See Exec. Order No. 4 (Mar. 27, 2009) (Gov. Markell), available at http://www.governor.delaware.gov/orders/exec_order_04.shtml.

⁴² *Id.*

“ensure a balanced and independent judiciary, and, therefore, it is no surprise that the public perceives Delaware courts as fair arbiters of justice.”⁴³

With respect to judicial selection, the Delaware Constitution is unique in its requirement that each court and the judiciary as a whole be comprised of judges balanced between the two major political parties.⁴⁴ This novel aspect of Delaware’s judicial selection process ensures that a governor cannot “stack” the courts with political pals in a manner that undermines public confidence in the fairness and impartiality of the tribunals.

III. ARIZONA COMMERCIAL COURT

A. Purpose

Arizona’s Commercial Court is a Superior Court “venue within the Civil Department to resolve controversies that arise in commercial settings expeditiously and to reduce the expense of litigation.”⁴⁵ A key purpose of the Commercial Court is to enhance the judicial process and justice provided for commercial entities in Arizona. To be clear, the Commercial Court does not exist to be more friendly to businesses.⁴⁶ Just as there are dockets for tax, family, juvenile, etc., cases, there needed to be a Commercial Court docket for complex business litigation.⁴⁷

Notably, the Arizona Court system has a long history of requiring Superior Court judges to rotate court assignments “every two to three years.”⁴⁸ This made it near impossible for judges to gain the knowledge and experience required to efficiently handle many of the complex business cases that they would encounter. By creating the Commercial Court, Arizona created a space inside the civil division where businesses could confidently go to litigate their complex matters, knowing

⁴³ Devera B. Scott et al., *The Assault on Judicial Independence and the Uniquely Delaware Response*, 114 PENN ST. L. REV. 217, 243–44 (2009).

⁴⁴ See DEL. CONST. art. IV, § 3 (“[A]t any time when the total number of the offices of the Justices of the Supreme Court, the Judges of the Superior Court, the Chancellor and all the Vice-Chancellors shall be an even number, not more than one-half of the members of all such offices shall be of the same major political party; and at any time when the total number of such offices shall be an odd number, then not more than a bare majority of the members of all such offices shall be of the same major political party; the remaining members of the Courts above enumerated shall be of the other major political party.”).

⁴⁵ *Commercial Court*, THE JUDICIAL BRANCH OF ARIZONA, MARICOPA COUNTY (June 24, 2022, 10:29 AM), <https://superiorcourt.maricopa.gov/civil/commercial-court>.

⁴⁶ *Id.*

⁴⁷ *Id.*

⁴⁸ ARIZONA SUPREME COURT CAPITAL CASE TASK FORCE, REPORT OF RECOMMENDATIONS TO THE ARIZONA JUDICIAL COUNCIL, (September 2007), <https://www.azcourts.gov/Portals/74/Archive/CCTF/CCTF2007Report.pdf>.

the judge would have the special knowledge required to effectively handle the case.⁴⁹ The Commercial Court is not pro-business, it is pro-efficiency.⁵⁰

B. Formation

Being at the forefront of innovation, the Arizona Court system recognized the success other courts saw after creating a business court. In 2014, the Arizona Supreme Court established a Business Court Advisory Committee, comprised of Superior Court judges, in-house and private practice attorneys, the president of the Arizona Chamber of Commerce and Industry, and others involved in court administration, to explore creating a business court.⁵¹ The Advisory Committee unanimously agreed that the success of a pilot business court would depend on “the quality of the judges who are assigned to the court... and ... early and active judicial case management.”⁵²

In 2015, pursuant to Article VI, Section 3, of the Arizona Constitution, the Superior Court of the Maricopa County “authorize[d] a Commercial Court pilot program in the Superior Court in Maricopa County.”⁵³ The Arizona Supreme Court also authorized Arizona Rules of Civil Procedure Rule 8.1 to govern Commercial Court proceedings.⁵⁴

The purpose of the pilot Commercial Court was to “measure litigant satisfaction,” obtain the “view[s] of judges and attorneys concerning the effectiveness and benefits of the pilot,” and recommend changes concerning “eligibility criteria for [the] assignment of cases” to the court.⁵⁵ This was done via required submissions of annual Commercial Court progress reports to the Judicial Council.⁵⁶ These reports provided valuable insight into what was and was not working with the new Commercial Court.⁵⁷ By focusing on these data, the pilot court could “demonstrate

⁴⁹ *Id.*

⁵⁰ *Id.*

⁵¹ COMMERCIAL COURT REV. COMM., SUPREME COURT OF ARIZ., REPORT TO THE ARIZONA JUDICIAL COUNCIL, 5 (June 18, 2018) (hereinafter “COMMERCIAL COURT REV. COMM.”), <https://www.ncsc.org/~media/Microsites/Files/Civil-Justice/AZCCRCreport.ashx>; BUSINESS COURT ADVISORY COMM., SUPREME COURT OF ARIZ., REPORT TO THE ARIZONA JUDICIAL COUNCIL, 5 (December 11, 2014), <https://superiorcourt.maricopa.gov/media/1087/business-court-advisory-committee.pdf>.

⁵² *Id.*

⁵³ Supreme Court of AZ., Administrative Order 2015-15 (Feb. 18, 2015).

⁵⁴ COMMERCIAL COURT REV. COMM., at 5.

⁵⁵ *Id.*

⁵⁶ Institute for the Advancement of the American Legal System (IAALS), *Rule One Map – Arizona – Arizona Commercial Court*, (June 23, 2022, 6:30 PM), <https://iaals.du.edu/action-ground?state=AZ>.

⁵⁷ COMMERCIAL COURT REV. COMM., at 5–7.

[the] Commercial Court’s usefulness, and... identify improvements before the Commercial Court achieves a permanent or statewide status.”⁵⁸

In 2018, the Supreme Court of Arizona created a Commercial Court Review Committee “to review the data and issues discussed in the two progress reports[,] to solicit input from Superior Court leadership and other key stakeholders[,] and to make recommendations about whether to make the Commercial Court rules and procedures permanent.”⁵⁹

1. Making Adjustments

Initially, the pilot Commercial Court consisted of three judges.⁶⁰ However, after the court had been in existence for several months, the judges noticed a “substantial increase in the number of motions they needed to hear and decide.”⁶¹ The numerous complex motions made it difficult for the judges to “promptly hear and resolve motions.”⁶² To solve this issue, a fourth judge was added to the Commercial Court bench.⁶³

Additionally, the Commercial Court struggled initially with prompt resolution because civil judges often transferred cases to the Commercial Court after receiving a complex substantive motion.⁶⁴ This meant that “cases were transferred to Commercial Court at the very stage at which they required prompt judicial attention.”⁶⁵ Subsequently, Rule 8.1 was amended to add a limited timeframe in which a civil court judge could “transfer a case to the Commercial Court if the judge determines the matter is an eligible commercial case.”⁶⁶

When the pilot Commercial Court was established, there was no minimum amount in controversy requirement for eligible cases.⁶⁷ To align with a tangential change in the Arizona Rules of Civil Procedures and to reduce judicial caseloads, Rule 8.1 was amended to require eligible Commercial Court cases to seek \$300,000 or more in monetary relief.⁶⁸

⁵⁸ Mark Meltzer, *FEATURE: NEW COURT VENUE FOR COMMERCIAL LITIGATION*, 51 AZ Attorney 32, 36 (2015) (hereinafter “Meltzer, *FEATURE: NEW COURT VENUE*”).

⁵⁹ Paula Hannaford-Agor, *Commercial Court Evaluation- Final Report*, 2 (DECEMBER 2018) (hereinafter “Hannaford-Agor, *Commercial Court Evaluation*”), [HTTPS://IAALS.DU.EDU/SITES/DEFAULT/FILES/DOCUMENTS/PUBLICATIONS/AZ_COMMERCIAL_COURT_NSC_EVALUATION_12-12-18.PDF](https://iaals.du.edu/sites/default/files/documents/publications/az_commercial_court_nsc_evaluation_12-12-18.pdf).

⁶⁰ COMMERCIAL COURT REV. COMM., at 6.

⁶¹ *Id.*

⁶² *Id.*

⁶³ *Id.*

⁶⁴ *Id.*

⁶⁵ *Id.*

⁶⁶ ARIZONA RULES OF CIVIL PROCEDURE, Rule 8.1(d)(7).

⁶⁷ COMMERCIAL COURT REV. COMM., at 10.

⁶⁸ ARIZ. R. CIV. PRO., at 8.1(c); Paula Hannaford-Agor, *Commercial Court Evaluation*.

2. Adopting the Pilot

Ultimately, the Commercial Court Review Committee discussed the changes mentioned above and recommended that the pilot Commercial Court and respective rules become permanent.⁶⁹ Based on this recommendation, the Supreme Court of Arizona officially established the Commercial Court and permanently adopted Rule 8.1, effective January 1, 2019.⁷⁰

C. **Jurisdiction**

Only Maricopa County has a Commercial Court program, for two reasons.⁷¹ First, Arizona only has two main metropolitan areas where many businesses are operated: Maricopa and Pima County. However, only Maricopa County was interested in establishing a Commercial Court in its jurisdiction. Second, and closely related, the remaining 13 counties in Arizona do not have a Commercial Court program because they currently “lack the volume of... [complex] commercial cases that would justify the establishment of a specialized Commercial Court.”⁷² To assist with the limited jurisdiction, Rule 8.1(g) allows the procedures within Rule 8.1 to be used “wholly or partially, in managing a commercial case that is not assigned to the Commercial Court, or that is pending in a county that has not established a Commercial Court.”⁷³

1. Case Eligibility

Commercial Court case eligibility is determined by the subject matter of the case.⁷⁴ Specifically, Rule 8.1(b) provides 13 descriptions of what case types may be eligible to transfer to the Commercial Court, including: claims regarding business deterioration, claims between business owners, claims concerning the sale, merger, or dissolution of a business, claims for shareholder actions, claims arising from a business contract, etc.⁷⁵ If a case meets one of these descriptions, it is only eligible for the Commercial Court if the party seeks \$300,000 or more in monetary relief.⁷⁶ While arbitrary, this \$300,000 requirement serves as threshold that cases must meet in order to trigger the judicial resources devoted to the Commercial Court.

For further clarification, Rule 8.1(c) provides a list of “case types that are generally not commercial cases unless business issues predominate.”⁷⁷

⁶⁹ COMMERCIAL COURT REV. COMM., at 8.

⁷⁰ Supreme Court of AZ., Administrative Order 2018-64 (June 26, 2018).

⁷¹ COMMERCIAL COURT REV. COMM., at 8.

⁷² *Id.*

⁷³ ARIZ. R. CIV. PRO., at 8.1(g).

⁷⁴ *Id.* at 8.1(b).

⁷⁵ *Id.* at 8.1(b)(1) – 8.1(b)(13).

⁷⁶ *Id.* at 8.1(c).

⁷⁷ ARIZ. R. CIV. PRO., at 8.1(c)(1) – 8.1(c)(8).

2. Case Assignment

Parties to an “eligible commercial case may request assignment of the case to the Commercial Court.”⁷⁸ To assign a case at the time of filing, the plaintiff must “includ[e] in the initial complaint’s caption the words “Commercial Court assignment requested,” and complet[e] a civil cover sheet that indicates the action is an eligible commercial case.”⁷⁹ If a party other than the plaintiff would like to assign the case to the Commercial Court, the party may, “within 20 days after that party’s appearance. . . file a separate notice stating that the case is eligible for, and requesting assignment of the case to, the commercial court.”⁸⁰

If a judge of a general civil court desires to transfer a case to the Commercial Court, they must request the transfer “within 20 days after the filing of the first responsive pleading or Rule 12 motion.”⁸¹ The case will be transferred if the Commercial Court judge “determines the matter is an eligible commercial case.”⁸²

A Commercial Court judge has the right to transfer cases out of the Commercial Court “if the Commercial Court judge determines the matter is not an eligible commercial case.”⁸³ However, the judge is not required to transfer the case and may decide to keep it.⁸⁴ If a case is deemed eligible for the Commercial Court based on subject matter outlined in Rule 8.1 (b)(6), (7), (10), or (11), the presiding judge may reassign that case to a general civil court.⁸⁵

The Commercial Court does not have specific venue transfer rules. If parties wish to change venue into the Commercial Court, they must do so through a manner outlined in Section 12-401 of the Arizona Revised Statutes.⁸⁶

D. Relationship to Model Rules

For all proceedings in the Commercial Court, Rule 8.1 of Arizona Rules of Civil Procedure governs.⁸⁷ Unless specifically modified by Rule 8.1, other rules of Arizona civil procedure still apply to the proceedings.⁸⁸ Specifically, Rule 8.1 provides additional rules surrounding

⁷⁸ *Id.* at 8.1(d)(1).

⁷⁹ *Id.* at 8.1(d)(2).

⁸⁰ *Id.* at 8.1(d)(3).

⁸¹ *Id.* at 8.1(d)(7).

⁸² *Id.*

⁸³ *Id.* at 8.1(d)(5).

⁸⁴ *Id.*

⁸⁵ *Id.* at 8.1(d)(7).

⁸⁶ ARIZONA REVISED STATUTES, §12-401.

⁸⁷ COMMERCIAL COURT REV. COMM., at 5.

⁸⁸ Meltzer, *FEATURE: NEW COURT VENUE*, at 34.

electronically stored information (ESI), early scheduling conferences, and Joint Report and Scheduling Order.⁸⁹

A “majority” of Commercial Court cases “involve disclosure and discovery of electronically stored information [ESI].”⁹⁰ In an attempt to streamline parties’ communication regarding ESI, the Commercial Court requires parties to “confer and attempt to reach agreements regarding ESI.”⁹¹ This includes the use of a two-page ESI checklist that includes many topics, including ESI preservation, ESI discovery, privilege considerations, ESI production, and more.⁹²

Additionally, the parties’ Joint Report and Proposed Scheduling Order must address: (1) whether ESI is an expected issue and if so, whether an agreement regarding discovery has been met, whether a stipulated order has been filed, and whether ESI disputes are anticipated; (2) if parties have an “agreement regarding the inadvertent production of privileged material” and if a stipulated order has been filed; (3) whether claims regarding privileged trial material are anticipated; and (4) if a protective order is necessary.⁹³

Under Rule 8.1(e)(2), parties to a Commercial Court case must conduct mandatory scheduling conferences.⁹⁴ This is different from standard Superior Court cases where the scheduling conferences are not required, but available by “request.”⁹⁵ Since Rule 8.1 does not specifically govern how parties should resolve discovery issues, the Commercial Court applies the guidelines set forth in Arizona’s general discovery rule.⁹⁶

Notably, Commercial Court judges “may modify the formal requirements of Rule 7.1(a) [Motions] and may adopt a different practice for the efficient and prompt resolution of motions,” so long as the parties are notified.⁹⁷ However, this does not occur frequently.

⁸⁹ ARIZ. R. CIV. PRO., at 8.1(e)(1) – 8.1(e)(3).

⁹⁰ Meltzer, *FEATURE: NEW COURT VENUE*, at 34.

⁹¹ *Id.*; see ARIZ. R. CIV. PRO., at 8.1(e)(1) – 8.1(e)(2)).

⁹² Meltzer, *FEATURE: NEW COURT VENUE*, at 34; see ARIZ. R. CIV. PRO., at 8.1(e)(2)(A) – 8.1(e)(2)(C).

⁹³ ARIZ. R. CIV. PRO., at 8.1(e)(3)(A) – 8.1(e)(3)(D).

⁹⁴ *Id.* at 8.1(e)(1) – 8.1(e)(2).

⁹⁵ ARIZ. R. CIV. PRO., at 16(d).

⁹⁶ See Meltzer, *FEATURE: NEW COURT VENUE*, at 34.

⁹⁷ ARIZ. R. CIV. PRO., at 8.1(f).

E. Benefits for Business

1. Experienced Judges

The Commercial Court currently has four judges who are “experienced jurists with extensive knowledge of commercial law and the practicalities of business.”⁹⁸ These individuals “understand not only legal issues in business cases, but also the complexities, realities, and nuances of commercial disputes.”⁹⁹ Interestingly, no Commercial Court judge has an exclusive business docket. While on the bench, Commercial Court judges also have a personal, smaller docket in another area of the law.¹⁰⁰

Commercial Court judges are selected by the presiding judge, who looks at an applicant and takes into account their commercial business knowledge prior to selecting an appointment.¹⁰¹ Arizona has not explicitly stated how long judges will stay on the Commercial Court bench. While the Commercial Court Review Committee “urges that the terms be longer than the typical term [of two to three years] employed by other assignments,” this desire did not sway the Arizona Supreme Court to make any statement on this topic.¹⁰² Notably, multiple organizations involved with the creation of Arizona’s Commercial Court have discussed the difficult balance of maintaining judges for an extended period of time to “use [judges’] expertise to its fullest,” while abiding by Arizona’s “longstanding policy preference for regular judicial rotation.”¹⁰³

A common criticism for business courts in general is that the judges are biased towards corporations. Arizona has worked hard to ensure that judicial bias is not an issue in the Commercial Court by crafting specific, meaningful rules to regulate the types of cases allowed into the Commercial Court. These rules make it hard, if not impossible, for large corporations to sue an unsuspecting individual in the Commercial Court.¹⁰⁴ Cases that make it into the business court are almost exclusively business versus business, effectively eliminating any worry of judicial bias.¹⁰⁵

2. Efficient Resolution

To promote efficient resolution within the Commercial Court, Rule 8.1(e) includes specific, additional conferencing and early meeting requirements.¹⁰⁶ Commercial Court judges also

⁹⁸ *Commercial Court FAQ*, THE JUDICIAL BRANCH OF ARIZONA, MARICOPA COUNTY (June 24, 11:53 AM), <https://superiorcourt.maricopa.gov/civil/commercial-court-faq>.

⁹⁹ *Id.*

¹⁰⁰ *Id.*

¹⁰¹ *Id.*

¹⁰² COMMERCIAL COURT REV. COMM., at 12.

¹⁰³ Hannaford-Agor, *Commercial Court Evaluation*, at 13.

¹⁰⁴ *Id.*

¹⁰⁵ *Id.*

¹⁰⁶ ARIZ. R. CIV. PRO., at 8.1.

have the option to modify motions “for the efficient and prompt resolution of [the same].”¹⁰⁷ The process of designating a case to the business court is not very time-consuming, allowing the Commercial Court to quickly begin hearing appropriate cases.

In a study conducted by the National Center for State Courts (NCSC), a sample of commercial cases that were filed and disposed of prior to the creation of the Commercial Court, were compared to a sample of cases adjudicated within the Commercial Court.¹⁰⁸ Using a statistical analysis to predict the disposition of existing Commercial Court cases, the NCSC found that “the average (mean) time to disposition for Commercial Court cases that were fully disposed was 373 days . . . compared to 415 days . . . for cases in the pre-Commercial Court baseline sample.”¹⁰⁹ The NCSC did note that the Commercial Court is still in its infancy, so it may be too soon to tell whether the Commercial Court will consistently be more efficient.¹¹⁰ However, the NCSC noted that “even if the survival curves for the Commercial Court cases never match or exceed those for the baseline cases, it would not necessarily mean that the Commercial Court cases are being managed less efficiently.”¹¹¹ The difference in resolution times could be attributed to the increased complexity of the cases within the Commercial Court.¹¹²

Although the Commercial Court had some initial efficiency problems, adding a fourth judge and tightening the case eligibility requirements have “alleviated much of the backlog that caused the unexpectedly high workload demands” and subsequently slower resolution times.¹¹³ Similarly, the mandatory scheduling conferences have led to increased judicial attention, causing cases to progress faster. Although judges have the option to modify motions, this does not occur often in practice. Nonetheless, the Commercial Court is accelerating case progression.

3. Reduce Expenses

By focusing on judicial expertise and striving for efficiency, Arizona’s Commercial Court has been successful in reducing expenses. Both attorneys and litigants “consistently remarked that judges were able to identify and keep the parties focused on key legal and evidentiary issues, ultimately saving time and controlling costs.”¹¹⁴ Additionally, when judges are familiar with the complex legal issue that is presented to them, judges can swiftly and accurately decide the case.

¹⁰⁷ *Id.* at 8.1(f).

¹⁰⁸ Hannaford-Agor, *Commercial Court Evaluation*, at 6.

¹⁰⁹ *Id.*

¹¹⁰ *Id.* at 7.

¹¹¹ *Id.* at 12.

¹¹² *Id.*

¹¹³ *Id.*

¹¹⁴ *Id.* at 13.

F. Items for Consideration

1. Lawyer Satisfaction

Based on Court Administrator surveys and focus groups, the data shows that attorneys “like and support the Commercial Court.”¹¹⁵ Some attorneys complained about “the amount of time judges took to enter a decision on pending motions,” but “there was a great consensus that the quality of judicial decision-making in the written opinions was exemplary.”¹¹⁶ Attorneys also noted that the case management practices set forth in Rule 8.1 were very effective and “increased accountability that judges imposed on parties.”¹¹⁷ Attorneys and litigants appreciated the “active judicial involvement in case management – especially the judges’ genuine interest in the cases and their accessibility and engagement in case conferences and hearings.”¹¹⁸ Those involved in Commercial Court cases really valued the “early access to judges experienced and knowledgeable about commercial litigation.”¹¹⁹

The attorney feedback and focus group comments made it clear “that expeditious case processing is not the most important consideration.”¹²⁰ The “assignment of highly experienced judges with specific commercial litigation expertise” was the “most frequently noted benefit of the Commercial Court.”¹²¹

IV. SOUTH CAROLINA BUSINESS COURT

A. Purpose

South Carolina’s Business Court exists “to handle complex business, corporate, and commercial matters.”¹²² This “limited range of issues also corresponds to the purpose of the program: to provide an efficient method to resolve complex business disputes.”¹²³

B. Formation

South Carolina’s Business Court Program began in 2006, when the South Carolina Bar’s Task Force on Courts spent time analyzing different business courts throughout the country to figure out how to best structure a business court in South Carolina that would best serve the needs

¹¹⁵ COMMERCIAL COURT REV. COMM., at 8.

¹¹⁶ Hannaford-Agor, *Commercial Court Evaluation*, at 13.

¹¹⁷ *Id.* at 9.

¹¹⁸ *Id.* at 13.

¹¹⁹ *Id.* at 9.

¹²⁰ *Id.* at 13.

¹²¹ *Id.*

¹²² Supreme Court of S.C., Administrative Order 2007-09-07-01 (Sept. 7, 2007).

¹²³ Pamela J. Roberts, Carmen Harper Thomas, Cory E. Manning, *South Carolina’s Business Court Pilot Program*, 19-May S.C. Law. 30, 35 (2008) (hereinafter “Roberts, *South Carolina’s Business Court Pilot Program*”).

of business litigants in the state.¹²⁴ The Task Force was comprised of “diverse perspectives, including current and former judges from appellate and trial levels of court, a law professor, judicial administrators and lawyers who represent various interests in civil litigation.”¹²⁵ Its research included gathering input from South Carolina Bar members and meeting with national experts on business courts.¹²⁶ Due to the complexity of business relationships and the difficulty of interpreting and applying complicated statutes, the Task Force determined that the creation of a specialized court could better “promote predictability in resolving disputes, which would contributed to efficient business operations and a more competitive business community” in the state.¹²⁷ The Task Force identified the following common “best practices” in its research: “(1) assignment of a matter to a single judge for the life of the matter; (2) development of a body of case law through written opinions; (3) management of a business court program by a single gatekeeper; and (4) the use of technology in resolving disputes.”¹²⁸

On May 31, 2007, the South Carolina Bar House of Delegates adopted the Task Force’s report and recommendations by vote.¹²⁹ Then, “[o]n September 7, 2007, Chief Justice Toal issued the administrative order creating the Business Court Pilot Program, Order 2007-09-07-01.”¹³⁰ The 2007 Order initially made the program a two-year pilot program but was extended by subsequent orders in 2009, 2011, and 2014.¹³¹ In 2019, recognizing the pilot program’s success, “the Supreme Court of South Carolina declared the Business Court Program was now permanent and would continue ‘unless rescinded or modified by Order of the Chief Justice.’”¹³²

C. Jurisdiction

South Carolina’s business court exists as a division “within the existing state circuit court system with jurisdiction over cases involving business issues.”¹³³ Whereas some business courts

¹²⁴ Pamela J. Roberts, Carmen Harper Thomas, Corey E. Manning, *Getting Down to Business*, 21-Jan S.C. Law. 12, 13 (2010) (hereinafter “Roberts, *Getting Down to Business*”).

¹²⁵ Roberts, *South Carolina’s Business Court Pilot Program*, at 33-34.

¹²⁶ See *id.* at 34. Experts included “Mitchell Bach, who is chair of the ABA Business Law Section’s Committee on Business and Corporate Litigation,” “Lee Applebaum, cochair of the ABA’s Business Courts Subcommittee; Merrick Gross, former chair of the Business Courts Subcommittee; and Robert Haig, who has authored several books on commercial litigation.”

¹²⁷ Roberts, *Getting Down to Business*, at 12.

¹²⁸ *Id.*

¹²⁹ *Id.*

¹³⁰ *Id.*

¹³¹ Carmen Harper Thomas, *Re-Open for Business*, 26-Jan S.C. Law. 36, 38 (2015) (hereinafter “Thomas, *Re-Open for Business*”).

¹³² Lee Applebaum, Mitchell Bach, Eric Milby, Richard L. Renck, *Through the Decades: The Development of Business Courts in the United States of America*, 75 Bus. Law. 2053, 2066 (2020) (quoting Supreme Court of S.C., Administrative Order 2019-01-30-01 (Jan. 30, 2019)) (hereinafter “Applebaum, *Through the Decades*”).

¹³³ Roberts, *South Carolina’s Business Court Pilot Program*, at 31.

have geographic specific jurisdiction, the business court in South Carolina is one which has statewide jurisdiction.¹³⁴ Initially, under South Carolina’s Business Court Pilot Program, the court had jurisdiction “for civil matters properly filed and subject to jurisdiction and venue in Charleston, Greenville, and Richland Counties, or properly transferred to one of those counties pursuant to Section 15-7-100 of the South Carolina Code of Laws.”¹³⁵ By 2014, South Carolina “had extended the pilot program to all counties in the state, which were grouped into three regions, with each region having one judge assigned to the pilot Program.”¹³⁶ By 2017, “the Business Court Pilot Program had [further] expanded to ten judges in the three regions.”¹³⁷

For a case to get into South Carolina’s Business Court Program, a party must make a motion for Business Court Assignment, which is done through Form SCCABC 101.¹³⁸ The motion for business court assignment can be made by “[a]ny party . . . with or without consent of all parties.”¹³⁹ Pursuant to paragraph 3 of Form SCCABC 101, a party moving for case assignment to the Business Court Program must “[i]ndicate whether the non-moving party or parties consents, does not oppose, opposes, [or if their] position on assignment is unknown.”¹⁴⁰ According to Order No. 2014-09-17-03, which is “the primary order establishing Business Court procedures, . . . ‘[c]ounsel shall request assignment of a case to the Business Court no later than 180 days after the commencement of the action,’ but ‘[t]his requirement may be waived by the Business Court Judge.’”¹⁴¹

Paragraph 5 of Order No. 2019-01-30-01 specifies that “[w]ithout respect to the amount in controversy, civil matters in which the principal claim or claims are made under the following Titles of the South Carolina Code of Laws are appropriate matters to be assigned to the Business Court.”¹⁴² These include disputes concerning:

- (a) Business organizations (Title 33, South Carolina Business Corporation Act of 1988);
- (b) Securities (Title 35, South Carolina Uniform Securities Act of 2005 and Title 36, Chapter 8, South Carolina Uniform Commercial Code: Investment Securities);

¹³⁴ Nees, *Making a Case for Business Courts*, at 513.

¹³⁵ Applebaum, *Through the Decades*, at 2066 (citing Supreme Court of S.C., Administrative Order 2007-09-07-01 (Sept. 7, 2007)).

¹³⁶ *Id.* (citing Supreme Court of S.C., Administrative Order 2014-01-03-02 (Jan. 3, 2014)).

¹³⁷ *Id.* (citing Supreme Court of S.C., Administrative Order 2017-12-20-02 (Dec. 20, 2017)).

¹³⁸ Thomas, *Re-Open for Business*, at 38.

¹³⁹ *Id.*

¹⁴⁰ Form SCCABC101, <https://www.sccourts.org/forms/pdf/SCCABC101.pdf>.

¹⁴¹ Thomas, *Re-Open for Business*, at 38-39.

¹⁴² Supreme Court of S.C., Administrative Order 2019-01-30-01 (Jan. 30, 2019).

(c) Anti-competitive claims (Title 39, Chapter 3, Trade and Commerce: Trusts, Monopolies, and Restraints of Trade);

(d) Trade secrets (Title 39, Chapter 8, Trade and Commerce: The South Carolina Trade Secrets Act); and

(e) Trademarks (Title 39, Chapter 15, Trade and Commerce: Labels and Trademarks).¹⁴³

Furthermore, the Order allows jurisdiction “for such other cases as the Chief Business Court Judge may determine,” which broadens the types of cases over which the business court can have jurisdiction.¹⁴⁴ As a result, even if a case is not based on the specific statutes listed above, it can still be deemed appropriate to be heard in the business court if the Chief Justice so determines.¹⁴⁵ Finally, unlike other business courts, South Carolina “does not require a minimum amount in controversy and does not require parties to waive their right to a jury trial.”¹⁴⁶

A list of the Business Court Judges currently serving is laid out in paragraph 4 of Administrative Order 2019-01-30-01.¹⁴⁷ These Business Court judges are also circuit court judges, and they oversee a Business Court Region “[i]n addition to their other duties as circuit court judges.”¹⁴⁸ Because these judges have some responsibilities outside of the business court, “[t]he Chief Business Court Judge . . . review[s] the caseload activity of the Business Court Judges periodically during the program to ensure efficiency and appropriate use of judicial resources.”¹⁴⁹

D. Practice before the court

As previously noted, a case can get into the Business Court’s “jurisdiction by following the procedures [for requesting assignment, as] explained in the order and on the application form, SCCA BC Form 101.”¹⁵⁰ Additionally, “[t]he Chief Justice may also assign cases *sua sponte*” to the business court.¹⁵¹ After “the Chief Justice approves the request, exclusive jurisdiction of the case is assigned to the business court judge” and “[f]rom there, the judge and the South Carolina Rules of Civil Procedure determine how the case moves forward.”¹⁵² When access to the Business

¹⁴³ *Id.*

¹⁴⁴ *See id.*

¹⁴⁵ Roberts, *Getting Down to Business*, at 13.

¹⁴⁶ Andrew A. Powell, *It’s Nothing Personal, It’s Just Business: A Commentary on the South Carolina Business Court Pilot Program*, 61 S.C. L. Rev. 823, 831 (2010) (hereinafter “Powell, *It’s Nothing Personal, It’s Just Business*”).

¹⁴⁷ Supreme Court of S.C., Administrative Order 2019-01-30-01 (Jan. 30, 2019).

¹⁴⁸ *Id.*

¹⁴⁹ *Id.*

¹⁵⁰ Roberts, *South Carolina’s Business Court Pilot Program*, at 35.

¹⁵¹ *Id.*

¹⁵² *Id.*

Court was expanded in 2014, the procedures were improved relative to the original pilot program.¹⁵³ In 2014, the “Court Administration [also] issued a Uniform Procedure for Business Court Pilot Program (“Uniform Procedure”) that is incorporated into the Clerk of Court Manual. Together, the 2014 orders and the Uniform Procedure provide instructions to lawyers seeking to move a case into the Business Court.”¹⁵⁴

After a particular case is assigned to one of the Business Court Judges, “the judge may hold a status conference, familiarize parties with the Business Court and the judge’s Business Court preferences, set potential hearing dates and address any scheduling issues.”¹⁵⁵ Additionally, as a procedural recommendation, the use of technology is encouraged in South Carolina’s Business Court Program.¹⁵⁶ South Carolina Supreme Court Chief Justice Toal, who strongly encourages the judicial system to utilize technology more often, created South Carolina’s Business Court Pilot Program.¹⁵⁷ Consistent with that goal, the order states that “the use of technology by parties in matters assigned to the Business Court is encouraged,” and the presiding Business Court Judge has discretionary authority to determine “whether the use of technology in any proceeding or conference is warranted.”¹⁵⁸ For a summary of the case management procedures used in South Carolina’s business court, see “Management and Disposition Procedures for Business Court” in the South Carolina Supreme Court’s Administrative Order 2019-01-30-01.¹⁵⁹

E. Benefits for Business

Given “the complex relationships among businesses, suppliers, customers and everyone who depends on businesses,” there was a “need[] for sophisticated dispute resolution” in South Carolina, which was best accomplished by the establishment of a business court.¹⁶⁰ There are multiple factors that ultimately helped to establish the permanence of South Carolina’s business court.¹⁶¹ Among other things, South Carolina’s business court program has “provide[d] predictability, experience, and efficiency for litigants and the judiciary.”¹⁶² Furthermore, having a business court in the state has helped attract businesses to open operations there, further enhancing the state’s economy.¹⁶³

¹⁵³ Thomas, *Re-Open for Business*, at 38.

¹⁵⁴ *Id.*

¹⁵⁵ *Id.* at 40.

¹⁵⁶ See Supreme Court of S.C., Administrative Order 2019-01-30-01 (Jan. 30, 2019).

¹⁵⁷ Roberts, *South Carolina’s Business Court Pilot Program*, at 31-32.

¹⁵⁸ Supreme Court of S.C., Administrative Order 2019-01-30-01 (Jan. 30, 2019).

¹⁵⁹ *Id.*

¹⁶⁰ Roberts, *South Carolina’s Business Court Pilot Program*, at 32.

¹⁶¹ See Powell, *It’s Nothing Personal, It’s Just Business*, at 835.

¹⁶² Roberts, *South Carolina’s Business Court Pilot Program*, at 32.

¹⁶³ See *id.* at 33.

1. Predictability

Judge Roger Young, Charleston County's Business Court judge, stated that "[b]usinesses want predictability They want to know how they will invest in their future."¹⁶⁴ Certain provisions relevant to South Carolina's business court program help ensure such predictability remains intact.¹⁶⁵ Most prominently, "the program requires that all judges write opinions for Rule 12 and 56 motions and publish them on the court's Web site."¹⁶⁶ Additionally, [t]he Business Court judge is encouraged to issue written orders on other non-jury, pretrial matters."¹⁶⁷ The ongoing publication and collection of these motions and orders enables potential litigants to rely on precedent with confidence.¹⁶⁸ A group of "lawyers participating in the business court have [also] suggested that more written orders . . . help them better advise clients based on precedent."¹⁶⁹ Along with the publishing requirement, the same-judge, exclusive-jurisdiction characteristics of the business court model help to contribute consistency and predictability as caselaw develops in these complex business litigation matters.¹⁷⁰

2. Experienced Judges

Assigning a single judge to a case throughout all stages of litigation provides for greater predictability and enhances the judge's expertise, resulting in the judge being "better suited to resolve the sophisticated issues that arise in complex litigation matters."¹⁷¹ According to a series of surveys conducted with South Carolina lawyers involved with the Business Court, an evaluation committee reported "that lawyers perceive the greatest benefit of the Business Courts is having a single judge assigned to the case, followed by the judges experience with business issues."¹⁷² Because of the deep knowledge and expertise of business court judges in complex litigation cases, they are better-equipped to accurately apply the law in making decisions as compared to nonspecialized judges, which is an attractive characteristic to businesses seeking an efficient resolution to litigation.¹⁷³

3. Efficient Resolution

¹⁶⁴ Powell, *It's Nothing Personal, It's Just Business*, at 836 (citing Schuyler Kropf, *Business Court to Get Trial Run*, Post & Courier (Charleston, S.C.), Oct 1, 2007, at 1A).

¹⁶⁵ *See id.*

¹⁶⁶ *Id.* (citing S.C. Sup. Ct. Admin. Order No. 2007-09-07-01 (2007), amended by S.C. Sup. Ct. Admin. Order No. 2007-11-30-01 (2007)).

¹⁶⁷ S.C. Misc. Orders Order No. 2017-02-08-02 (2017).

¹⁶⁸ Roberts, *South Carolina's Business Court Pilot Program*, at 32.

¹⁶⁹ Powell, *It's Nothing Personal, It's Just Business*, at 833.

¹⁷⁰ *See id.*

¹⁷¹ *See id.*

¹⁷² Thomas, *Re-Open for Business*, at 38.

¹⁷³ Powell, *It's Nothing Personal, It's Just Business*, at 839.

Under the initial Business Court Pilot Program in South Carolina, lawyers would have to transfer venue for their client's cases into one of the few approved counties, a complicated and inefficient process which deterred cases from getting into the business court.¹⁷⁴ Now, however, after the Supreme Court of South Carolina issued Administrative Order 2014-01-03-02, all counties throughout the state can participate in the business court program.¹⁷⁵ Widening the scope of the business court to all counties in the state created a level of procedural efficiency that did not exist before.¹⁷⁶ Also, as discussed previously, the enhanced predictability of business court decisions and in-depth experience of business court judges both enable judges to handle complex business litigation cases more efficiently than a traditional trial court.¹⁷⁷ Because of their enhanced familiarity with "the same complex corporate issues, [South Carolina Business Court judges] can address these issues more quickly than nonspecialized judges."¹⁷⁸ Furthermore, instead of wasting resources by having multiple judges preside over a case at different stages, which requires each of them to learn the case proceedings and facts at different times, "South Carolina's pilot program further encourages efficiency by requiring that the same judge preside over the entire disposition of a case."¹⁷⁹

4. Attract Business

The existence of a business court entices out-of-state companies to move into a state and discourages in-state companies from leaving the state.¹⁸⁰ "Lee Applebaum, an attorney who has written extensively in support of business courts," provides a well-articulated explanation of why having a business court is a positive source of economic development:

[C]ompetitive implications between cities and states are undeniable. The business court becomes a means to give businesses and their lawyers confidence that business and commercial disputes will be decided with informed and deliberate reasoning. This adds a component of stability to a state, region, or city that wants to keep or attract businesses. If a city or state has such a court, and its neighbor does not, that neighboring city or state may come to sense a potential disadvantage. The concentration of business courts along the East Coast may be explained, in some part, by this potential for competitive disadvantage.¹⁸¹

Even though "litigation typically is not a positive outcome of doing business, if it can be made more efficient, or even avoided altogether, by utilizing a specialized court, companies may

¹⁷⁴ See Thomas, *Re-Open for Business*, at 38.

¹⁷⁵ See Supreme Court of S.C., Administrative Order 2014-01-03-02 (Jan. 3, 2014).

¹⁷⁶ See Thomas, *Re-Open for Business*, at 38.

¹⁷⁷ See Powell, *It's Nothing Personal, It's Just Business*, at 831.

¹⁷⁸ *Id.*

¹⁷⁹ *Id.*

¹⁸⁰ John F. Coyle, *Business Courts and Interstate Competition*, 53 WM & Mary L. Rev. 1915, 1935 (2012).

¹⁸¹ *Id.* at 1937-38. (citing Applebaum, *The "New" Business Courts*, at 16).

see more opportunities to do business in South Carolina,” or in other states with a business court.¹⁸² Businesses consider many factors in deciding where to expand operations, and states with a business court may be one enticing factor companies use in making that analysis.¹⁸³ For example, the Hon. Ben F. Tennille, who was the first business court judge in North Carolina, described how “PepsiCo ultimately decided to reincorporate in North Carolina and possibly considered the business court as one of many factors in making that decision.”¹⁸⁴ Since North Carolina has been considered by some to be “the current gold standard in established non-Delaware business courts,” it is likely that South Carolina’s decision to implement a business court system has been influenced by the successes seen in North Carolina.¹⁸⁵

F. Items for Consideration

A few other notable items from South Carolina’s Business Court Program include the benefits of collaboration between different parties and associations, the satisfaction of involved attorneys, and how South Carolina has responded to common business court criticisms, such as potential bias towards businesses and the concern of forum shopping.

1. Collaboration and Uniformity

A good indicator of the quality of a business court is whether it collaborates with other “multi-disciplinary, oversight, or multi-interested parties” such as “a bar association, a higher court, or a similar oversight body.”¹⁸⁶ Several states, including South Carolina, collaborate with such parties.¹⁸⁷ This type of collaboration helps “predict cohesion among a business court and the state’s overall structure . . . , [which] should prevent a business court from being skewed too far towards business interests, isolated, or operating in a way that erodes or is inconsistent with the rights, obligations, or interests of non-business court parties.”¹⁸⁸ Furthermore, even though South Carolina’s business court operates in multiple locations, it “operate[s] under a unified system with shared oversight, rules, procedures, and websites,” which helps to “enhance[] the public’s perception of the courts within the state.”¹⁸⁹

2. Lawyer Satisfaction

¹⁸² Roberts, *South Carolina’s Business Court Pilot Program*, at 33.

¹⁸³ *Id.*

¹⁸⁴ *Id.* (explaining that “Judge Tennille also described the efforts of the N.C. Commission on Business Laws and the Economy, which recommended creation of [North Carolina]’s business court after PepsiCo lawyers indicated the company’s desire to have access to a court that was more like the Delaware Chancery Court.”).

¹⁸⁵ See Nees, *Making a Case for Business Courts*, at 479.

¹⁸⁶ Nees, *Making a Case for Business Courts*, at 522.

¹⁸⁷ *Id.*

¹⁸⁸ *Id.*

¹⁸⁹ *Id.* at 523.

Lawyers in South Carolina have expressed their appreciation in having a Business Court. Specifically, lawyers have “most appreciated the opportunity to have a single judge assigned to their cases, with 95 percent of survey responses indicating this was a factor in their decision to move for assignment.”¹⁹⁰ Since Business Court judges have exclusive jurisdiction of a case after it is “assigned to the business court, the same judge will manage the case from discovery through trial,” which provides continuity, predictability, and consistency.¹⁹¹ Along with this positive characteristic of South Carolina’s Business Court, “[t]he next two most important factors” identified by South Carolina lawyers “were the potential for the judge to have experience in business issues and the opportunity for efficient resolution of the case.”¹⁹²

3. Court’s Bias

One of the prevailing criticisms of business courts are that they “may be biased in favor of business interests” and against non-business parties.¹⁹³ However, two different groups of survey respondents in South Carolina indicate otherwise.¹⁹⁴ First, in a survey of “South Carolina lawyers who had moved for Business Court assignment,” 46 percent agreed that “the Business Court was a fair option for a non-business party,” with 33 percent indicating “neutral” on the issue and nobody disagreeing.¹⁹⁵ Second, “[a]mong members of the S.C. Association for Justice who responded to a similar survey . . . 67 percent thought the Business Court would be as fair to a non-business party as a business party (24 percent were neutral and [only] eight percent disagreed).”¹⁹⁶ Furthermore, the presumption of a bias in favor of business interests is “unfounded because it assumes that noncommercial cases will find their way into the business court,” but due to “the jurisdictional parameters in the administrative order, noncommercial cases are unlikely to be assigned to the business court” in the first place.¹⁹⁷

4. Forum Shopping

Another common criticism of business courts is the risk of forum shopping, and that “[l]itigants may structure pleadings, decide where to file, or bifurcate portions of an action in order to keep the case within the desired court, all of which undermine any resource savings achieved through the concentration of resources in specialized courts.”¹⁹⁸ Furthermore, “a party with a case appropriate for the business court may choose not to transfer it there so as to avoid a certain

¹⁹⁰ Roberts, *Getting Down to Business*, at 14.

¹⁹¹ Roberts, *South Carolina’s Business Court Pilot Program*, at 32.

¹⁹² Roberts, *Getting Down to Business*, at 14.

¹⁹³ Thomas, *Re-Open for Business*, at 38.

¹⁹⁴ *Id.*

¹⁹⁵ *Id.*

¹⁹⁶ *Id.*

¹⁹⁷ Roberts, *South Carolina’s Business Court Pilot Program*, at 33.

¹⁹⁸ Nees, *Making a Case for Business Courts*, at 497.

business court judge.”¹⁹⁹ However, South Carolina’s Business Court Program has “attempt[ed] to resolve these issues by allowing the chief justice to transfer cases from general trial court to the business court sua sponte.”²⁰⁰ This active monitoring and transferring of general trial court cases should eliminate the risk of forum shopping within a state.²⁰¹

V. NEW YORK COMMERCIAL DIVISION

A. Purpose

The purpose of the New York Commercial Division is to promote “the cost-effective, predictable and fair adjudication of complex commercial cases.”²⁰²

B. Formation

The Commercial Division began as a judicial experiment in the early 1990s. The experiment was designed to test whether “concentrating” commercial litigation would result in increased efficiency and quality in judicial decision-making.²⁰³ Judges and commercial litigators reacted positively during and at the conclusion of the trial period, having seen both efficiency and quality improve. In response, the Commercial and Federal Litigation Section of the New York State Bar Association recommended formalizing a commercial litigation component of the state court system by establishing a “Commercial Division of the Supreme Court.”²⁰⁴

Thereafter, the Chief Judge of the New York Supreme Court created a Commercial Courts Task Force, led by two judges, to examine the bar association’s recommendation. The task force followed the report’s lead and proposed that a “Commercial Division” be established in “appropriate” jurisdictions throughout the state, known for hearing complex commercial matters.²⁰⁵ Accordingly, in November 1995, the New York Commercial Division was established by order of the Chief Judge of the New York Supreme Court system, and the first two Commercial Division courts opened in Monroe County and New York County shortly thereafter.²⁰⁶

While the Commercial Division’s primary goals continue to be efficiency and fairness, over time, the Division’s purpose has expanded. A major Commercial Division incentive has become “attract[ing] business disputes and businesses” to New York.²⁰⁷ While judges remain

¹⁹⁹ Powell, *It’s Nothing Personal, It’s Just Business*, at 839.

²⁰⁰ *Id.*

²⁰¹ *Id.*

²⁰² N.Y.C.R.R. § 202.70(g).

²⁰³ COMMERCIAL DIVISION N.Y. SUPREME COURT, *History*, <http://ww2.nycourts.gov/courts/comdiv/history.shtml> (last visited June 20, 2022) (hereinafter “COMMERCIAL DIVISION, *History*”).

²⁰⁴ *Id.*

²⁰⁵ *Id.*

²⁰⁶ *See id.*

²⁰⁷ The Chief Judge’s Task Force on Commercial Litigation in the 21st Century, *Report and Recommendations to the Chief Judge of the State of New York*, COM. DIV. N.Y. CNTY 1, 1 (2012),

neutral, they also recognize the Commercial Division’s importance to the state’s long term success: “we cannot overstate the importance to New York State generally — its economy and its vitality — of maintaining a first-rate court system.”²⁰⁸ Additionally, the Commercial Division has embraced an “incubator” role.”²⁰⁹ Innovative rules and technology are introduced in the division and later serve as a “model for broader reform” throughout the state’s other courts.²¹⁰

C. Jurisdiction

Currently, nine counties and two judicial districts have their own Commercial Divisions; however, the state continually assesses the need for division expansion. As a baseline, the Supreme Court concentrates Commercial Division courts in areas with higher amounts of business activity and commercial disputes.²¹¹ Then, the Office of Court Administration collects statewide Supreme Court case data and statistics to inform both further Commercial Division expansion and the division’s resource allocation generally.²¹² In addition, commercial bar groups advocate for division growth as needed.²¹³ Still, no matter how many courts are added within the division, a common set of standards and rules govern them all. While individual judges may supplement the standards with their own nuanced procedure, the Commercial Division’s Uniform Standards of Cases & Rules of Practice governing jurisdiction are consistent statewide.

1. Amount in Controversy

First, each county and district has its own monetary threshold that must typically be met to request judicial intervention within the Commercial Division. The minimum threshold excludes punitive damages, interest, costs, disbursements, and counsel fees:²¹⁴

Albany County	\$50,000
Bronx County	\$75,000
Eighth Judicial District	\$100,000
Kings County	\$150,000
Nassau County	\$200,000

<http://ww2.nycourts.gov/courts/comdiv/ny/newyork.shtml> (hereinafter “Chief Judge’s Task Force, *Report and Recommendations*”).

²⁰⁸ *Id.* at 4.

²⁰⁹ Chief Administrative Judge of the New York Courts, Administrative Order 270-20 (Dec. 29, 2020).

²¹⁰ Chief Judge’s Task Force, *Report and Recommendations* at 1.

²¹¹ *See* COMMERCIAL DIVISION, *History*.

²¹² *See id.*

²¹³ *See id.*

²¹⁴ N.Y.C.R.R. § 202.70(a).

New York County	\$500,000
Onondaga County	\$50,000
Queens County	\$100,000
Seventh Judicial District	\$50,000
Suffolk County	\$100,000
Westchester County	\$100,000

2. Subject Matter

Second, the division standards specify a list of “principal claims” that qualify for jurisdiction. Parties must either meet the monetary threshold, or seek equitable or declaratory relief under one or more of the 12 named sub-categories.²¹⁵ Some matters that must meet the monetary threshold include transactions governed by the Uniform Commercial Code, the internal affairs of business organizations, and breach of contract or fiduciary duty.²¹⁶ In contrast, matters dealing with shareholder derivative actions, commercial class actions, and dissolution of corporations do not carry the amount in controversy requirement.²¹⁷ The division standards are also explicit in naming matters that will not, alone, qualify for commercial judicial intervention, including disputes over residential real estate property rent payments, proceedings to enforce a judgement generally, and first-party insurance claims by insurers to collect premiums or rescind non-commercial policies.²¹⁸ However, efficiency dictates that qualifying matters get parties in the division’s door in which case non-qualifying matters may also be litigated.²¹⁹

3. Large Complex Case list:

Recently, the Commercial Division launched a complex case pilot program in New York County (home to Manhattan). To qualify for the special docket, a case must have a \$50 million amount in controversy or deal with sufficiently complex or important issues that warrant

²¹⁵ N.Y.C.R.R. § 202.70(b)(1–12).

²¹⁶ See N.Y.C.R.R. § 202.70(b)(1, 2, 7).

²¹⁷ See N.Y.C.R.R. § 202.70(b)(4–5, 11).

²¹⁸ See N.Y.C.R.R. § 202.70(c)(3, 5–6).

²¹⁹ *Id.*

augmented case management.²²⁰ County judges have discretionary authority in determining whether an issue is sufficient and warrants being added to the docket.²²¹

4. Assignment

Any party may seek assignment of a case to the Commercial Division within the 90 days following service of the complaint. The party must file a Request for Judicial Intervention (“RJI”) that attaches a completed Commercial Division RJI Addendum “certifying that the case meets the jurisdictional requirements” set forth by the rules. A party must file an RJI to enter the commercial division or will be precluded from doing so.²²² Three exceptions to this general rule also allow cases to reach the division including (1) administrative error, (2) transfer from a non-commercial supreme court venue, and (3) the parties’ forum selection.

First, a party may be allowed into the Commercial Division for RJI error or “good cause shown” for missing the 90-day window. The Supreme Court’s Administrative Judge has sole authority and discretion to grant exceptions based on administrative error.²²³ Second, a non-commercial Supreme Court judge may *sua sponte* request the Administrative Judge transfer a case to the Commercial Division, if it meets the aforementioned subject matter and monetary threshold requirements.²²⁴ Lastly, New York General Obligations Law, Section 5-1402, permits any party, including non-U.S. persons or entities, to bring an action in New York courts where parties enter an agreement that “(i) selects New York law to govern the contract; (ii) selects New York courts as the forum for the resolution of their dispute, or otherwise consents to the jurisdiction of the New York courts; and (iii) involves an amount in excess of \$50,000 U.S. dollars.”²²⁵ Since the law applies to New York courts generally, parties must still meet commercial jurisdiction requirements to appear before that division.

D. Judges

1. Election

New York Supreme Court Judges are elected to represent their judicial districts when a vacancy in that district occurs. In order to seek nomination, judges must have been admitted to

²²⁰ See SUPREME COURT OF N.Y., Administrative Order 203-17 (Jan. 1, 2018); see also Patrick G. Rideout, *New York’s Commercial Division Continues its Efforts to Increase Efficiencies*, SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP (Sep. 24, 2018), <https://www.skadden.com/insights/publications/2018/09/quarterly-insights/new-yorks-commercial-division-continues> (hereinafter “Rideout, *Commercial Division Continues its Efforts*”).

²²¹ *Id.*

²²² N.Y.C.R.R. § 202.70(d).

²²³ N.Y.C.R.R. § 202.70(e).

²²⁴ See *id.*

²²⁵ Hon. Barry R. Ostrager, *New York’s Commercial Division: The Premier Forum for the Resolution of International Business Disputes*, N.Y. STATE BAR ASS’N (May 2020), <https://nysba.org/new-yorks-commercial-division-the-premier-forum-for-the-resolution-of-international-business-disputes/> (hereinafter “Ostrager, *New York’s Commercial Division*”).

practice law in New York for 10 years.²²⁶ In New York, Democratic Party candidate nomination nearly always guarantees election, so the Democratic nomination screening process is extremely well established, particularly in Manhattan.²²⁷ Screening panels are comprised of a rotating list of volunteer members who represent vastly diverse organizations within the district.²²⁸ The top three “Most Highly Qualified” candidates are “reported out” of the screening panel and compete for the Party’s nomination.²²⁹ Once elected, a Supreme Court judge’s term length is 14 years.²³⁰ Although the Commercial Division selection process does not seem to be formally codified, most division judges appear to be appointed through the acting judge appointment process outlined below. Accordingly, most commercial judges appear to have made lateral moves from other judicial appointments within the state. Candidates for the Commercial Division are “sophisticated and experienced jurists with deep experience handling complex commercial disputes.”²³¹ With a singular commercial focus, judges are expected to devote their full attention to understanding the intricacies of complex agreements and transactions, and [keep] up to date on the latest legal developments impacting business relations.”²³² Such specialization allows judges to anticipate legal issues and provide proactive advice to litigants.²³³

2. Acting Judge Appointment

Acting judges are appointed by the Chief Administrator of the Courts upon consultation and agreement with the presiding justice of the appropriate Appellate Division.²³⁴ Selection is made from recommendations provided by a panel of judges and administrators who consult with other New York administrative judges, bar associations, and additional appropriate persons and groups to consider “the productivity, scholarship, temperament, and work ethic of eligible candidates and any complaints made against the judge being considered.”²³⁵ Seniority is also a

²²⁶ See N.Y. CONST. art. VI § 20(a).

²²⁷ See Counsel on Judicial Administration, *Judicial Selection Methods in the State of New York: A Guide to Understanding and Getting Involved in the Selection Process*, N.Y. CITY BAR ASS’N. 1, 16 (Mar. 2014), <https://www2.nycbar.org/pdf/report/uploads/20072672-GuidetoJudicialSelectionMethodsInNewYork.pdf> (hereinafter “Counsel on Judicial Admin., *Judicial Selection Methods in N.Y.*”).

²²⁸ See *id.* at 42 (organizations that have been asked to contribute panel members include minority bar associations, women’s bar associations, and national origin-affiliated bar associations).

²²⁹ *Id.* at 14.

²³⁰ N.Y. CONST. art. VI § 6(c).

²³¹ Ostrager, *New York’s Commercial Division*.

²³² *Id.*

²³³ *Id.*

²³⁴ See Counsel on Judicial Admin., *Judicial Selection Methods in N.Y.* at 10.

²³⁵ *Id.*

factor and any judge being considered for an acting role must have two years of experience in a New York court of limited jurisdiction.²³⁶

E. Practice before the court.

The New York State Court Rules of Part 202 apply broadly to the Commercial Division but since the beginning, the Commercial Division has implemented rules, procedures, and forms “especially designed to address the unique problems of commercial practice.” The rules are intended to “maximize efficiency and ensure prompt resolution” of matters.²³⁷

1. Electronic Filing

One example is the rule requiring Commercial Division matters to utilize the New York State Courts Electronic Filing (“NYSEF”) system.²³⁸ To further enhance efficiency and transparency, electronically submitted memoranda must include internal bookmarks and hyperlinks to any NYSEF documents previously filed in the case.²³⁹ Hyperlinks to discovery documents remove redundancy in providing exhibits and save time.

Additionally, the rules seek proportionality in discovery and discuss the Discovery of Electronically Stored Information (“ESI”) in detail.²⁴⁰ Appendix A of the Commercial Rules contains specific ESI Guidelines. And although the ESI Guidelines are advisory, they are quickly becoming the division standard.²⁴¹ Other rule sections emphasize and encourage party use of technology-assisted review (“TAR”) of documents, including ESI.²⁴² New TAR methods include keyword searching, concept searching, email threading, near-duplicate identification, clustering, and predictive coding.²⁴³ While new technologies always require some fine tuning, they show promise in simplifying document-intensive, multi-party commercial disputes.²⁴⁴

2. Optional Accelerated Adjudication and Streamlined Discovery

Further efficiency is promoted by Rule 9 which allows parties to consent via contract to an “accelerated judicial process” informally known as the “Rocket Docket.”²⁴⁵ On the Rocket Docket, a case can be ready for trial within nine months. Alternatively, parties must adhere to a

²³⁶ *See id.*

²³⁷ N.Y.C.R.R. § 202.70(g)(2).

²³⁸ *See* NEW YORK STATE COURTS ELECTRONIC FILING SYSTEM, <https://iapps.courts.state.ny.us/nyscef/HomePage> (last visited Jul. 7, 2022).

²³⁹ *See* N.Y.C.R.R. § 202.70(g), Rule 6.

²⁴⁰ *See* N.Y.C.R.R. § 202.70(g), Rule 11.

²⁴¹ Rideout, *Commercial Division Continues its Efforts*.

²⁴² *See* N.Y.C.R.R. § 202.70(g), Rule 11-e(f).

²⁴³ *See* Rideout, *Commercial Division Continues its Efforts*.

²⁴⁴ *See id.*

²⁴⁵ N.Y.C.R.R. § 202.70(g), Rule 9.

myriad of other discovery limitations designed to get at the heart of a matter, including robust expert disclosures and limits on depositions and interrogatories.²⁴⁶ Discovery rules also streamline privilege logs requiring parties to meet and confer to categorize privileged documents into classes, further saving time.²⁴⁷

When disputes arise in discovery the division is committed to expedited resolution.²⁴⁸ For example, disputes should generally be resolved via court conference as opposed to motion practice.²⁴⁹ Parties must meet and confer first, and if unable to resolve the dispute, must submit a letter outlining the dispute (three single space pages maximum) and requesting a telephone conference. The relevant opposing party or non-party shall submit a responsive letter no later than four business days later.²⁵⁰ The preference is for the presiding judge to conduct a telephone or in-court conference with the parties to clearly parse the issues and quickly resolve the dispute.

Several other division standards aid in the efficient resolution of all commercial matters. Notable procedures include time limits on all trials, streamlined presentation of evidence, word limitations on motion papers, direct witness testimony by affidavit only, and a strong commitment to early case disposition through Alternative Dispute Resolution (“ADR”) (settlement conferences and mediation by a trained neutral).²⁵¹

F. Benefits to Business

1. Efficiency

Commercial court rules have attracted businesses for their characteristic efficiency and predictability. “[M]ore than 90% of business disputes end in a settlement,” but businesses often complain about the high cost of getting to that point.²⁵² The Commercial Division judges expertly hone issues and encourage ADR to resolve matters in a cost-effective way.²⁵³ Applied together, the Commercial Division’s rules, procedures, and forms are all designed to streamline the litigation process to “attract business disputes and businesses” into New York’s jurisdiction. An efficient court system “serves the state’s economic interests and increases demand for the services of New York attorneys.”²⁵⁴ As evidence of this demand, a 2009 study showed that New York law is

²⁴⁶ See N.Y.C.R.R. § 202.70(g), Rule 11.

²⁴⁷ See N.Y.C.R.R. § 202.70(g), Rule 11(b).

²⁴⁸ See N.Y.C.R.R. § 202.70(g), Rule 14.

²⁴⁹ See *id.*

²⁵⁰ See *id.*

²⁵¹ See *id.*

²⁵² Chief Judge’s Task Force, *Report and Recommendations* at 25.

²⁵³ See *id.*

²⁵⁴ Geoffrey P. Miller & Theodore Eisenberg, *The Market for Contracts*, 30 CARDOZO L. REV. 2073, 2073 (2009) (demonstrating the “existence of a robust market for choices of law and forum in major corporate contracts”).

selected in greater than 45 percent of material contracts of public companies and its forum is selected in 41 percent of the contracts that specify a forum.²⁵⁵

Even with proven success, New York continually strives to attract global businesses and compete with other commercial courts such as Delaware’s Chancery Court and the Commercial Court in London.²⁵⁶ The Large Complex Case List is an example of New York’s continued effort and innovation. Complex cases may take advantage of several procedural enhancements including the assignment of a special referee, akin to a federal magistrate, with experience in discovery disputes, free mediation and settlement judges, and active case management all aimed at reducing delays.²⁵⁷

2. Predictability

Moreover, predictability continues to draw business to New York courts. New York offers a “stable and reliable body of law for business contracts.”²⁵⁸ New York is known as a “strict enforcement” jurisdiction where business parties can count on judges to take a “text-based” approach to interpreting disputes.²⁵⁹ Judges applying New York law focus on the intent of the parties as expressed by the words parties select in their agreements.²⁶⁰ Additionally, all division court opinions are published and searchable by keyword, in addition to case number or party.²⁶¹ Because businesses, attorneys, and academics have easy access to opinions, they also have the opportunity to resolve disputes without court involvement and know what to expect when intervention is required.

New York also makes it easy for parties to select their forum for litigation. Example forum selection clauses are included as Appendices to the Commercial Division rules.²⁶² Further, companies, and particularly foreign entities, do not need any contacts within New York to contractually agree to having the state as their forum or governing law of choice.²⁶³

Finally, the Commercial Division offers a neutral forum for disputes. “[E]nsuring neutrality, especially in the context of high-profile international disputes, is especially important,

²⁵⁵ See *id.* at 2074.

²⁵⁶ See Rideout, *Commercial Division Continues its Efforts*.

²⁵⁷ See *id.*

²⁵⁸ Ostrager, *New York’s Commercial Division*.

²⁵⁹ *Id.*

²⁶⁰ See *id.*

²⁶¹ See Search New York Slip Decisions, <https://iapps.courts.state.ny.us/lawReporting/Search> (last visited Jul. 7, 2022).

²⁶² See N.Y.C.R.R. § 202.70, Appendix C–D.

²⁶³ See Ostrager, *New York’s Commercial Division*.

and a neutral third-country [or party] adjudicator brings greater legitimacy and certainty to the outcome.”²⁶⁴

3. Technology

In addition to ESI TAR tools and maintaining an electronic filing system, the commercial Division has also incorporated technology called the “Courtroom for the New Millennium” or “Courtroom 2000.” Courtroom 2000 innovations have “reduced the average trial time of civil cases by as much as 25 percent” and have led to more accurate decision-making processes.²⁶⁵ Courtroom 2000 has proven especially useful in commercial cases involving massive volumes of documentary evidence, allowing evidence to be incorporated into easily displayed databases.²⁶⁶ High-tech tools in the modern courtroom include document cameras, video conferencing, multiple “zoom-in” capable flat screen devices, and docking stations at counsel tables with full monitor connectivity.²⁶⁷ Beyond its current technological capabilities, the division receives continued feedback on incorporating emerging technology from its Advisory Council, ultimately striving to be the “most attractive forum” for businesses.²⁶⁸

G. **Items for Consideration**

1. Advisory Counsel

The Commercial Division Advisory Council reports on more than just technology, remaining “broadly devoted to the division’s excellence.”²⁶⁹ The council is appointed by the Chief Judge of the State of New York and “is comprised of respected members of the New York Commercial Bar, corporate in-house counsel from the world’s leading companies, and current and former members of the judiciary.”²⁷⁰ The Advisory Council ensures that the division stays on par with or ahead of business developments and accommodates the business market’s growing need for legal services. The Advisory Council is a key reason why the Commercial Division is the “recognized leader in court system innovation, demonstrating an unparalleled creativity and flexibility in development of rules and practices.”²⁷¹

2. Alternative Dispute Resolution (“ADR”)

²⁶⁴ *Id.*

²⁶⁵ Hon. Martin E. Ritholtz & Rebecca C. Smithwick, *Techniques for Expediting and Streamlining Litigation*, in N.Y. PRAC. GUIDE, COMMERCIAL LITIGATION IN NEW YORK STATE COURTS (Robert L. Haig ed., 5th ed. 2020).

²⁶⁶ *See id.*

²⁶⁷ *See id.*

²⁶⁸ Ostrager, *New York’s Commercial Division*.

²⁶⁹ N.Y.C.R.R. § 202.70(g)(2).

²⁷⁰ Ostrager, *New York’s Commercial Division*.

²⁷¹ N.Y.C.R.R. § 202.70(g)(2).

One product of that creativity is the division's robust ADR program. The Commercial Division rules provide that at any stage in the matter, the court may direct, or counsel may seek, the appointment of a mediator or neutral evaluator to attempt resolution of all or some issues in the case.²⁷² The division preference is for parties to elect this option early on to "explore the possibility of settlement," potentially saving money that would be spent in the discovery process.²⁷³ Once parties elect ADR, a mediator or neutral will be designated by the Administrative Office ADR Coordinator, however, parties may confer and select their own agreed-upon candidate.²⁷⁴

Neutral roster candidates must have 10 years of experience as a practitioner of commercial law and 40 hours of Part 146 approved mediation training (24 hours in basic mediation training and 16 hours in commercial mediation techniques). Prior mediation experience is preferred, but not required.²⁷⁵

The ADR process follows a strict timeline. The parties' first ADR session must occur within 30 days from the date the mediator is confirmed, and the entire mediation process should conclude within 45 days.²⁷⁶ Parties are mandated to attend the first three hours of mediation, during which there is no charge for the mediator.²⁷⁷

In addition to mediation, the rules mandate that every case pending in the Commercial Division must participate in a court-ordered mandatory settlement conference following the matter's certification for trial, or any time after the discovery cut-off date. Mandatory conferences can follow one of four tracks: (1) a settlement conference before the assigned judge or another division judge, (2) referral by the assigned judge to a Judicial Hearing Officer or Special Referee, (3) referral by the judge to the Supreme Court ADR Coordinator who will assign a neutral from the county's roster, or (4) mutual agreement by the parties to engage a private neutral.²⁷⁸ Thus, multiple opportunities exist for parties to target key issues in the case and resolve disputes in a timely and cost-effective manner.

Although Utah is not on par with New York as a global business headquarters, Utah can turn to New York as a model of best practices and standards. Foremost, the Advisory Counsel provides invaluable input for New York's Commercial Division, ensuring commercial judges and courts do not become siloed or stale in their view of commercial disputes and how they relate to other areas of the law. The commercial standards and rules are largely based on Advisory Counsel feedback and create a framework for what is expected from all parties during each phase of litigation. Notably, the emphasis on prompt discovery dispute resolution, mediation, and

²⁷² N.Y.C.R.R. § 202.70(g), Rule 3.

²⁷³ COMMERCIAL DIVISION – NEW YORK COUNTY, *ADR Overview*, ww2.nycourts.gov/courts/comdiv/ny/ADR_overview.shtml (last visited June 24, 2022).

²⁷⁴ *See id.*

²⁷⁵ *Id.*

²⁷⁶ *Id.*

²⁷⁷ *Id.*

²⁷⁸ N.Y.C.R.R. § 202.70(g), Rule 30.

settlement conferences encourages collegiality with an eye toward early resolution, enabling all parties to get back to business quickly. Additionally, while Utah should identify its own most common commercial litigation causes of action, New York's enumerated list could provide a helpful guide. Above all, New York has succeeded in attracting business and business litigation to the state. This purpose guides much of what New York has done in the past 27 years and can inspire Utah as it explores ways to streamline commercial litigation.

VI. UTAH BUSINESS COURT

Before preparing a Utah specific recommendation, the following should be considered:

- a. Utah constitution. Courts of record may be established by the legislature. Utah Const. Art VII, Section 1.
- b. How would a business court impact current case law, precedent, statutes and model rules?
- c. Appointment process, term limits, and retention elections. Consider that in Utah, every judge in a court of record shall be subject to a retention election. Utah Const. Art. VIII, Sect 9.
- d. Evaluate other considerations for attracting top tier talent.
- e. Clerks. What resources would be required to meet the purpose of a business court?
- f. Statewide jurisdiction and how to invoke. Consider that "[g]eographic divisions for all courts of record except the Supreme Court may be provided by statute." Utah Const. Art VIII, Sect 6.

TAB 2

2022-23 EX-OFFICIO MEMBERS OF THE BAR COMMISSION	
Alder, Nate	ABA Members' Representative
Belnap, Allison	LGBTQ & Allied Lawyers of Utah Representative
Christiansen, Erik	ABA Delegate
Cordova, Kim	ABA Delegate
Cosner, Cedar	Young Lawyers Division Representative
Kronk-Warner, Elizabeth	Dean, S.J. Quinney College of Law
McKinlay, Shalise	Paralegal Division Representative
Mena, Gabriela	Utah Minority Bar Association Representative
Merrill, Brit	Women Lawyers of Utah Representative
Moreno, Camila	Young Lawyers Division Delegate to the ABA
Plane, Margaret	Judicial Council Representative
Smith, Gordon	Dean, J. Reuben Clark Law School
Thuet, Heather	Immediate Utah State Bar Past President

TAB 3

**UTAH STATE BAR
COMMITTEE CHAIR APPOINTMENTS**

<u>Committee/Commission</u>	<u>Current Chair(s)</u>	<u>Term Began</u>
Access to Justice Commission	Christine M. Durham, Chair Amy Sorenson, Vice-chair	Oct. 2017 Oct. 2017
Bar Admissions	Hon. Daphne Oberg, Co-chair Evan Strassberg, Co-chair	July 2020 July 2021
Bar Awards	Katie Woods, Co-chair Michelle Quist, Co-chair	July 2020 July 2018
Bar Examiner	Mark Astling, Co-chair Abby Dizon-Maughan, Co-chair	July 2016 July 2022
Bar Exam Test Accommodation	Joan M. Andrews, Chair	July 2013
Bar Journal	Alisha Giles, Chair (Editor) Andrea Valenti Arthur, Vice-chair/Managing Editor	July 2019 July 2019
Bar Leadership Academy	Jen Tomchak, Co-chair Hon. Clem Landau, Co-chair	September 2018 July 2022
Budget & Finance	Todd Gordon, Co-chair Rick Hoffman, Co-chair	July 2022 August 2021
Character and Fitness	Evan Strassberg, Co-chair Melinda Bowen, Co-chair	July 2020 July 2021
CLE Advisory	Jonathan Hafen, Chair	July 2011
Ethics Advisory Opinion	John A. Snow, Chair Sara E. Bouley, Vice-chair	July 2011 July 2017
Fee Dispute Resolution	A. John "Jack" Pate, Chair Robert Harrison, Vice-chair	September 2019 July 2022
Fund for Client Protection	Stephen Farr, Chair Kathleen S. Jeffery, Vice-chair	July 2018 July 2018
Governmental Relations	Jaqualin Friend Peterson, Co-chair Sara Bouley, Co-chair	July 2015 July 2018
Innovation in Law Practice	Preston Regehr, Co-chair Christine Hashimoto, Co-chair	July 2019 July 2020
Lawyers Helping Lawyers	S. Brook Millard, Chair Danielle Hawkes, Vice-chair	October 2020 October 2020
Licensed Paralegal Practitioner	Julie Emery, Chair	July 2019
Modest Means Committee	Hon. Ann Marie McIff Allen Hon. Patrick W. Corum	February 2022 February 2022
New Lawyer Training		
Pro Bono Commission	Hon. Michele Christiansen Forster Hon. Angela F. Fonnesebeck	April 2012 July 2021
Unauthorized Practice of Law	Maribeth LeHoux, Chair Michael R. Menssen, Vice-chair	April 2017 August 2021

TAB 4

2022-2023 Bar Commission Committee, Program & Liaison Assignments
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Kristin Woods, President

Liaison Assignments:

1. Executive Committee
2. Budget & Finance Committee
3. Bar Innovation Office Task Force
4. 2023 Summer Convention Committee
5. Bar Awards Committee
6. Mental Health Provider Review Committee

Erik Christiansen, President-elect

Assignments:

1. Executive Committee
2. 2023 Spring Convention Committee
3. Bar Innovation Office Task Force
4. Litigation Section
5. Banking & Finance Section

Tom Bayles

Assignments:

1. Eastern Utah Bar Association
2. Garfield County Bar Association
3. Sixth District Bar Association
4. Southern Utah Bar Association
5. Uintah Basin Bar Association
6. Mental Health Provider Review Committee

Matthew Hansen

Assignments:

1. Davis County Bar Association
2. Weber County Bar Association
3. Tooele County Bar Association
4. Communications Law Section
5. Family Law Section

Traci Gunderson

Assignments:

1. Governmental Relations Committee
2. Executive Committee
3. Utah Prosecution Council
4. Collection Law Section
5. Corporate Counsel Section
6. Small Firm Section

Rick Hoffman

Assignments:

1. Budget & Finance Committee
2. Non-profit/Charitable Law Section
3. Tax Law Section

Greg Hoole

Assignments:

1. Innovation in Law Practice Committee
2. *Bar Journal* Committee
3. Lawyers Helping Lawyers Committee
4. Securities Law Section
5. Education Law Section
6. Bankruptcy Law Section
7. Cybersecurity & Data Privacy Law Section

Beth Kennedy

Assignments:

1. Appellate Law Section
2. Salt Lake County Bar
3. Licensed Paralegal Practitioner Committee
4. New Lawyer Training Program Committee

Chrystal Mancuso-Smith

Assignments:

1. Executive Committee
2. Access to Justice Commission
3. Government & Administrative Law Section
4. Intellectual Property Section
5. Environmental Law Section
6. Health Law Section
7. Bar Leadership Academy

Marty Moore

Assignments:

1. Budget & Finance Committee
2. Regulatory Reform Committee
3. Box Elder Bar Association
4. Cache County Bar Association
5. Fee Dispute Resolution Committee
6. Business Law Section
7. Limited Scope Section

Mark Morris

Assignments:

1. Executive Committee
2. CLE Advisory Committee
3. Antitrust and Unfair Competition Section
4. Real Property Law Section

5. Labor & Employment Section
6. Securities Law Section
7. Regulatory Reform Committee

Andrew Morse**Assignments:**

1. Executive Committee
2. Supreme Court Wellbeing Committee
3. Mental Health Provider Review Committee
4. Unauthorized Practice of Law Committee
5. Hellenic Bar Association
6. Franchise Law Section
7. Elder Law Section

Shawn Newell**Assignments:**

1. Construction Law Section
2. Community Association Law Section

Cara Tangaro**Assignments:**

1. Well-being Committee
2. Mental Health Provider Review Committee
3. UACDL
4. Criminal Law Section
5. Fund for Client Protection Committee

Tyler Young**Assignments:**

1. Admissions Committee
 - a. Test Accommodations Committee
 - b. Character & Fitness Committee
 - c. Bar Examiner Committee
2. Budget & Finance Committee
3. Ethics Advisory Opinion Committee
4. Utah Association for Justice
5. Central Utah Bar Association
6. Wasatch County Bar Association

TAB 5

Convention Registration Totals by Year

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Spring Convention

Summer Convention

Fall Forum

Year	Location	Total Registration	Year	Location	Total Registration	Year	Location	Total Registration
1995	St George	429	1995	Hotel Del Coronado	455	1995		
1996	St George	461	1996	Sun Valley	526	1996		
1997	St George	501	1997	Sun Valley	527	1997		
1998	St George	501	1998	Sun Valley	541	1998		
1999	St George	472	1999	Sun Valley	536	1999		
2000	St George	435	2000	Hotel Del Coronado	409	2000		
2001	St George	499	2001	Sun Valley	493	2001		
2002	St George	406	2002	Sun Valley	395	2002		
2003	St George	434	2003	Sun Valley	453	2003	University Park Hotel	388
2004	St George	470	2004	Sun Valley	390	2004	University Park Hotel	242
2005	St George	420	2005	Sun Valley	426	2005	Little America	506
2006	St George	426	2006	Newport Beach	375	2006	Little America	525
2007	St George	443	2007	Sun Valley	453	2007	Salt Palace	589
2008	St George	492	2008	Sun Valley	419	2008	Salt Palace	540
2009	St George	431	2009	Sun Valley	424	2009	Marriott	726
2010	St George	430	2010	Sun Valley	359	2010	Little America	514
2011	St George	449	2011	San Diego	381	2011	Little America	575
2012	St George	420	2012	Sun Valley	385	2012	Little America	479
2013	St George	430	2013	Snowmass, CO	329	2013	Little America	369
2014	St George	480	2014	Snowmass, CO	281	2014	Little America	473
2015	St George	432	2015	Sun Valley	406	2015	Grand America	384
2016	St George	397	2016	San Diego	358	2016	Little America	401
2017	St George	511	2017	Sun Valley	489	2017	Little America	358
2018	St George	377	2018	Sun Valley	404	2018	Little America	330
2019	St George	470	2019	Park City	524	2019	Little America	409

Year	Location	Total Registration		Year	Location	Total Registration		Year	Location	57 Total Registration
2020	Cancelled	Due to COVID-19		2020	Cancelled	Due to COVID- 19		2020	Online Series	3236
2021	Online 2-day event	740		2021	Sun Valley	395		2021	Online Series	4673
2022	Online Series	4683		2022	Loews Coronado Bay Resort	241		2022	Little America	Scheduled for 11.4.22
2023	St George	Scheduled for 3.16- 18.23		2023	Utah Venue?			2023	TBD	
2024				2024				2024		
2025				2025				2025		

Utah State Bar
FY23 FINAL Budget
Based on Unaudited Actual Results
through 3/31/22 10 - Summer Convention

	Actual FY 2018	Actual FY 2019	Actual FY 2020	Actual FY 2021	Projected FY 2022	FINAL Budget FY 2023	\$ Change 2022 Projected vs 2023 Budget	% Change 2022 Projected vs 2023 Budget
Revenue								
4051 - Meeting - Registration	234,820	199,895	181,985	-	142,248	168,064	25,816	18%
4052 - Meeting - Sponsor Revenue	20,550	25,900	19,500	-	14,750	30,000	15,250	103%
4053 - Meeting - Vendor Revenue	13,100	9,800	11,800	-	13,800	20,600	6,800	49%
4055 - Meeting - Sp Ev Registration	14,810	15,470	5,300	-	13,235	1,800	(11,435)	-86%
4095 - Miscellaneous Income	-	-	-	-	13,192	-	(13,192)	-100%
Total Revenue	283,280	250,465	218,585	-	197,225	220,464	23,239	12%
Expenses								
Program Services								
5001 - Meeting Facility-external only	6,134	7,406	5,000	-	19,831	15,000	(4,831)	-24%
5002 - Meeting facility-internal only	870	855	475	-	190	1,188	998	525%
5030 - Speaker Fees & Expenses	7,465	1,895	505	-	2,438	-	(2,438)	-100%
5031 - Speaker Reimb. - Receipt Req'd	741	368	217	-	-	1,280	1,280	#DIV/0!
5035 - Awards	75	-	-	-	300	-	(300)	-100%
5063 - Special Event Expense	56,773	59,750	32,789	15	5,487	2,639	(2,848)	-52%
5064 - MCLE Fees Paid	5,347	3,866	6,458	-	3,191	4,503	1,312	41%
5070 - Equipment Rental	9,149	14,120	33,148	-	4,444	20,000	15,556	350%
5075 - Food & Bev-external costs only	109,154	96,975	131,941	-	94,278	102,351	8,073	9%
5076 - Food & beverage - internal only	2,133	2,164	927	-	-	2,923	2,923	#DIV/0!
5085 - Misc. Program Expense	227	11	5,050	-	401	1,484	1,083	272%
5702 - Travel - Lodging	18,181	11,933	5,520	-	10,682	5,709	(4,983)	-47%
5703 - Travel - Transportation/Parking	723	-	2,866	-	229	1,935	1,706	744%
5704 - Travel - Mileage Reimbursement	2,838	5,111	1,243	-	2,880	254	(2,626)	-91%
5705 - Travel - Per Diems	840	851	284	-	2,431	-	(2,431)	-100%
5960 - Overhead Allocation - Seminars	20,000	20,000	20,000	-	20,000	20,000	0	0%
Total Program Services Expenses	240,660	225,105	246,401	15	166,793	179,275	12,482	5%
Salaries & Benefits								
5510 - Salaries/Wages	20,964	19,252	18,503	7,209	17,113	21,323	4,211	25%
5605 - Payroll Taxes	1,560	1,442	1,406	543	1,281	1,581	300	23%
5650 - Retirement Plan Contributions	1,784	1,645	1,442	721	1,648	2,126	478	29%
Total Salaries/Benefit Expenses	24,308	22,341	21,359	8,472	20,041	25,031	4,990	25%
General & Administrative								
7025 - Office Supplies	662	620	673	-	229	143	(86)	-37%
7035 - Postage/Mailing, net	7	-	2,563	-	-	37	37	#DIV/0!
7040 - Copy/Printing Expense	6,881	12,129	2,425	200	259	7,167	6,908	2668%
7045 - Internet Service	-	200	-	-	-	49	49	#DIV/0!
7089 - Membership Database Fees	4,000	4,000	4,000	-	-	4,400	4,400	#DIV/0!
7100 - Telephone	324	96	43	-	-	690	690	#DIV/0!
7110 - Publications/Subscriptions	-	21	-	-	-	-	-	#DIV/0!
7120 - Membership/Dues	106	36	-	-	-	-	-	#DIV/0!
7140 - Credit Card Merchant Fees	5,700	5,733	4,975	-	4,541	3,598	(943)	-21%
7195 - Other Gen & Adm Expense	-	-	-	-	80	73	(7)	-9%
Total General & Administrative Expenses	17,679	22,834	14,679	200	5,109	16,158	11,049	216%
Total Expenses	264,030	270,280	282,439	8,687	191,943	220,464	28,521	10%
Net Profit (Loss)	\$ (750)	\$ (19,815)	\$ (63,854)	\$ (8,687)	\$ 5,282	\$ -	\$ (5,282)	-100%

Utah State Bar
Summer Convention Historical Financials
FY2016 - FY2022
10 - Summer Convention

	SV-July '16 Actual FY 2016	CA-July '16 Actual FY 2017	SV-July '17 Actual FY 2018	SV-July '18 Actual FY 2019	PC-July '19 Actual FY 2020	CANCELLED Actual FY 2021	SV-July '21 Budget FY 2022	SV-July '21 Actual FY 2022
Revenue								
4051 · Meeting - Registration	164,995	157,372	234,820	199,695	181,985	-	117,410	142,248
4052 · Meeting - Sponsor Revenue	18,650	20,000	20,550	25,500	19,500	-	10,275	14,750
4053 · Meeting - Vendor Revenue	11,500	10,600	13,100	9,800	11,800	-	6,550	13,800
4055 · Meeting - Sp Ev Registration	3,301	1,800	14,810	15,470	5,300	-	7,405	13,235
4095 · Miscellaneous Income	-	-	-	-	-	-	-	13,192
Total Revenue	198,446	189,772	283,280	250,465	218,585	-	141,640	197,225
Expenses								
Program Services								
5001 · Meeting Facility-external only	20,741	-	6,134	7,406	5,000	-	3,067	19,831
5002 · Meeting facility-internal only	1,110	1,080	870	855	475	-	435	-
5030 · Speaker Fees & Expenses	1,213	-	7,465	1,895	505	-	3,732	2,438
5031 · Speaker Reimb. - Receipt Req'd	711	1,163	741	368	217	-	370	-
5035 · Awards	-	-	75	-	-	-	-	300
5063 · Special Event Expense	806	2,399	56,773	59,750	32,769	15	23,386	5,222
5064 · MCLE Fees Paid	4,486	4,094	5,347	3,866	6,458	-	2,673	3,191
5070 · Equipment Rental	6,381	26,731	9,149	14,120	33,148	-	4,574	4,444
5075 · Food & Bev-external costs only	123,269	102,679	109,154	96,975	131,941	-	48,093	94,202
5076 · Food & beverage - internal only	2,621	2,657	2,133	2,164	927	-	1,067	-
5085 · Misc. Program Expense	1,079	1,358	227	11	5,050	-	113	401
5702 · Travel - Lodging	11,613	5,190	18,191	11,933	5,520	-	9,096	10,692
5703 · Transportation	-	-	-	-	-	-	-	229
5703 · Travel - Transportation/Parking	927	1,759	723	-	2,866	-	362	229
5704 · Mileage Reimbursement	-	-	-	-	-	-	-	2,880
5704 · Travel - Mileage Reimbursement	2,376	231	2,838	5,111	1,243	-	1,419	-
5705 · Per Diems	-	-	-	-	-	-	-	2,431
5705 · Travel - Per Diems	1,969	-	840	651	284	-	-	-
5706 · Meals	-	-	-	-	-	-	-	-
5706 · Travel - Meals	-	-	-	-	-	-	-	-
5707 · Travel - Commission Mtgs	-	-	-	-	-	-	-	-
5805 · ABA Annual Meeting	-	-	-	-	-	-	-	-
5810 · ABA Mid Year Meeting	-	-	-	-	-	-	-	-
5815 · Commission/Education	350	-	-	-	-	-	-	-
5820 · ABA Annual Delegate	-	-	-	-	-	-	-	-
5830 · Western States Bar Conference	-	-	-	-	-	-	-	-
5840 · President's Expense	-	-	-	-	-	-	-	-
5841 · President's Reimbursement	-	-	-	-	-	-	-	-
5845 · Reg Reform Task Force	-	-	-	-	-	-	-	-
5850 · Leadership Academy	-	-	-	-	-	-	-	-
5855 · Bar Review	-	-	-	-	-	-	-	-
5860 · Commission Mtg Travel	-	-	-	-	-	-	-	-
5865 · Retreat	-	-	-	-	-	-	-	-
5866 · Wellbeing Committee	-	-	-	-	-	-	-	-
5867 · Bar Membership Survey	-	-	-	-	-	-	-	-
5868 · UCLI Support	-	-	-	-	-	-	-	-
5960 · Overhead Allocation - Seminars	-	20,000	20,000	20,000	20,000	-	20,000	20,000
Total Program Services Expenses	179,651	169,341	240,660	225,105	246,401	15	118,388	166,491
Salaries & Benefits								
5510 · Salaries/Wages	30,211	19,385	20,964	19,252	18,503	7,209	10,482	13,629
5605 · Payroll Taxes	2,222	1,437	1,560	1,442	1,406	543	780	1,027
5650 · Retirement Plan Contributions	2,889	1,933	1,784	1,645	1,442	721	892	1,300
Total Salaries/Benefit Expenses	35,323	22,755	24,308	22,341	21,359	8,472	12,154	15,956
General & Administrative								
7025 · Office Supplies	217	130	662	620	673	-	331	229
7035 · Postage/Mailing, net	88	34	7	-	2,563	-	3	-
7040 · Copy/Printing Expense	3,595	6,515	6,881	12,129	2,425	200	3,440	59
7089 · Membership Database Fees	4,000	4,000	4,000	4,000	4,000	-	4,310	-
7100 · Telephone	375	628	324	96	43	-	162	-
7120 · Membership/Dues	-	-	106	36	-	1	1	-
7140 · Credit Card Merchant Fees	3,751	3,271	5,700	5,733	4,975	-	2,850	4,541
7195 · Other Gen & Adm Expense	-	66	-	-	-	-	-	80
Total General & Administrative Expenses	12,051	14,689	17,679	22,834	14,679	201	11,098	4,909
Total Expenses	229,468	209,328	284,030	270,280	282,439	8,688	141,640	187,356
Net Profit (Loss)	\$ (31,023)	\$ (19,556)	\$ (750)	\$ (19,815)	\$ (63,854)	\$ (8,688)	\$ 0	\$ 9,869

Utah State Bar
FY23 FINAL Budget
Based on Unaudited Actual Results through 3/31/22
11 - Fall Forum

	Actual FY 2018	Actual FY 2019	Actual FY 2020	Actual FY 2021	Projected FY 2022	FINAL Budget FY 2023	\$ Change 2022 Projected vs 2023 Budget	% Change 2022 Projected vs 2023 Budget
Revenue								
4051 - Meeting - Registration	73,178	72,360	76,499	55,368	86,005	76,260	(9,745)	-11%
4052 - Meeting - Sponsor Revenue	-	-	-	-	-	-	-	#DIV/0!
4053 - Meeting - Vendor Revenue	10,150	6,400	4,950	1,000	1,000	8,400	7,400	740%
4055 - Meeting - Sp Ev Registration	-	-	1,775	-	-	-	-	#DIV/0!
Total Revenue	83,328	78,760	83,224	56,368	87,005	84,660	(2,345)	-3%
Expenses								
Program Services								
5001 - Meeting Facility-external only	3,825	525	-	-	-	578	578	#DIV/0!
5002 - Meeting Facility-internal only	190	-	235	-	205	-	(205)	-100%
5030 - Speaker Fees & Expenses	5,460	1,605	-	-	-	1,766	1,766	#DIV/0!
5031 - Speaker Reimb. - Receipt Req'd	387	866	-	-	-	953	953	#DIV/0!
5035 - Awards	-	-	-	-	375	-	(375)	-100%
5064 - MCLE Fees Paid	3,728	2,920	2,892	3,732	5,689	3,212	(2,477)	-44%
5070 - Equipment Rental	6,804	7,501	7,709	-	-	8,251	8,251	#DIV/0!
5075 - Food & Bev-external costs only	31,850	34,757	38,207	-	-	38,232	38,232	#DIV/0!
5076 - Food & beverage - internal only	304	-	85	-	-	-	-	#DIV/0!
5085 - Misc. Program Expense	-	-	-	-	-	-	-	#DIV/0!
5702 - Travel - Lodging	561	1,408	208	-	-	1,549	1,549	#DIV/0!
5703 - Travel - Transportation/Parking	-	2	-	-	-	2	2	#DIV/0!
5960 - Overhead Allocation - Seminars	15,000	15,000	15,000	15,000	15,000	15,000	(0)	0%
Total Program Services Expenses	68,108	64,583	64,336	18,732	21,269	69,541	48,272	75%
Salaries & Benefits								
5510 - Salaries/Wages	9,247	7,291	3,541	1,539	2,886	3,030	144	5%
5605 - Payroll Taxes	717	548	265	132	241	253	12	5%
5650 - Retirement Plan Contributions	672	420	354	154	286	300	14	5%
Total Salaries/Benefit Expenses	10,636	8,263	4,160	1,825	3,413	3,583	171	5%
General & Administrative								
7025 - Office Supplies	-	282	121	-	-	-	-	#DIV/0!
7035 - Postage/Mailing, net	-	-	-	-	-	-	-	#DIV/0!
7040 - Copy/Printing Expense	5,006	4,460	4,763	200	2	4,906	4,905	260884%
7045 - Internet Service	-	225	75	-	-	-	-	#DIV/0!
7050 - Computer Maintenance	-	50	-	-	-	-	-	#DIV/0!
7055 - Computer Supplies & Small Equip	-	273	-	-	-	-	-	#DIV/0!
7089 - Membership Database Fees	4,000	4,050	-	4,310	3,998	4,454	457	11%
7100 - Telephone	198	18	-	-	-	-	-	#DIV/0!
7120 - Membership/Dues	-	36	-	-	-	-	-	#DIV/0!
7138 - Bad debt expense	-	-	-	-	-	-	-	#DIV/0!
7140 - Credit Card Merchant Fees	1,657	1,978	2,141	1,635	2,387	2,176	(211)	-9%
Total General & Administrative Expenses	10,862	11,371	7,100	6,145	6,386	11,536	5,150	81%
Total Expenses	90,989	84,217	75,596	26,701	31,068	84,660	53,593	71%
Net Profit (Loss)	\$ (7,662)	\$ (5,457)	\$ 7,628	\$ 29,666	\$ 55,937	\$ -	\$ (55,938)	-100%

Utah State Bar
FY23 FINAL Budget
Based on Unaudited Actual Results through 3/31/22
12 - Spring Convention

	Actual FY 2018	Actual FY 2019	Actual FY 2020	Actual FY 2021	Projected FY 2022	FINAL Budget FY 2023	\$ Change 2022 Projected vs 2023 Budget	% Change 2022 Projected vs 2023 Budget
Revenue								
4051 - Meeting - Registration	96,030	127,895	(1,655)	56,617	52,800	97,895	45,095	85%
4052 - Meeting - Sponsor Revenue	15,850	13,500	(1,000)	-	-	13,500	13,500	#DIV/0!
4053 - Meeting - Vendor Revenue	9,600	10,950	-	-	4,750	10,950	6,200	131%
4055 - Meeting - Sp Ev Registration	2,046	1,907	495	-	-	1,907	1,907	#DIV/0!
Total Revenue	123,526	154,252	(2,160)	56,617	57,550	124,252	66,702	116%
Expenses								
Program Services								
5001 - Meeting Facility-external only	7,842	8,005	-	-	-	8,805	8,805	#DIV/0!
5002 - Meeting facility-internal only	380	350	285	-	-	385	385	#DIV/0!
5030 - Speaker Fees & Expenses	-	-	-	-	-	-	-	#DIV/0!
5031 - Speaker Reimb. - Receipt Req'd	1,988	2,536	-	-	-	2,789	2,789	#DIV/0!
5035 - Awards	144	-	-	-	152	-	(152)	-100%
5060 - Program Special Activities	-	-	-	-	-	-	-	#DIV/0!
5063 - Special Event Expense	3,629	2,428	383	-	-	2,671	2,671	#DIV/0!
5064 - MCLE Fees Paid	5,865	5,441	-	8,366	9,911	6,985	(2,925)	-30%
5070 - Equipment Rental	4,804	3,510	-	-	-	3,861	3,861	#DIV/0!
5075 - Food & Bev-external costs only	31,727	34,773	15,763	-	46	39,989	39,943	86832%
5076 - Food & beverage - internal only	988	940	849	-	-	1,034	1,034	#DIV/0!
5085 - Misc. Program Expense	-	25	-	-	-	28	28	#DIV/0!
5702 - Travel - Lodging	3,303	6,398	2,333	-	-	7,037	7,037	#DIV/0!
5703 - Travel - Transportation/Parking	858	-	337	-	-	-	-	#DIV/0!
5704 - Travel - Mileage Reimbursement	2,953	2,868	345	-	-	4,010	4,010	#DIV/0!
5705 - Travel - Per Diems	413	620	289	-	-	682	682	#DIV/0!
5707 - Travel - Commission Mtgs	-	-	644	-	-	-	-	#DIV/0!
5960 - Overhead Allocation - Seminars	15,000	15,000	-	15,000	15,000	15,000	-	0%
Total Program Services Expenses	79,894	82,892	21,228	23,366	25,109	93,275	68,166	321%
Salaries & Benefits								
5510 - Salaries/Wages	12,537	13,947	9,410	6,187	2,368	14,645	12,276	518%
5605 - Payroll Taxes	986	1,086	751	486	202	1,140	938	464%
5620 - Health Ins/Medical Reimb	7	12	0	2	1	13	12	1532%
5650 - Retirement Plan Contributions	871	1,211	941	619	237	1,272	1,035	437%
Total Salaries/Benefit Expenses	14,402	16,256	11,102	7,294	2,808	17,069	14,261	508%
General & Administrative								
7025 - Office Supplies	163	-	1,071	-	-	-	-	#DIV/0!
7035 - Postage/Mailing, net	3	-	-	-	-	-	-	#DIV/0!
7040 - Copy/Printing Expense	5,585	5,349	4,299	550	375	5,884	5,509	1468%
7045 - Internet Service	-	225	75	-	-	248	248	#DIV/0!
7089 - Membership Database Fees	4,000	4,000	-	4,310	4,310	4,000	(310)	-7%
7100 - Telephone	234	-	-	-	-	-	-	#DIV/0!
7120 - Membership/Dues	-	36	-	-	-	39	39	#DIV/0!
7140 - Credit Card Merchant Fees	2,256	3,398	6,217	1,682	1,611	3,737	2,126	132%
7195 - Other Gen & Adm Expense	-	-	639	-	-	-	-	#DIV/0!
Total General & Administrative Expenses	12,241	13,007	12,302	6,542	6,297	13,908	7,611	121%
Total Expenses	107,920	112,155	44,632	37,201	34,213	124,252	90,039	202%
Net Profit (Loss)	\$ 15,606	\$ 42,097	\$ (46,792)	\$ 19,416	\$ 23,337	\$ -	\$ (23,337)	-100%

TAB

6

Utah State Bar®

M E M O R A N D U M

TO: Board of Bar Commissioners

FROM: Nancy Sylvester, General Counsel

RE: Request for Recommendation to Amend Fee Dispute Rules

DATE: August 8, 2022

Earlier this year, the Supreme Court's Advisory Committee on the Rules of Professional Conduct undertook the task of eliminating the conflict between Rule 8.3, which mandates reporting of lawyer wrongdoing, with the fee dispute rules, which require confidentiality in fee dispute matters. The Rules of Professional Conduct Committee is recommending to the Supreme Court that mandatory reporting not be required of Fee Dispute Resolution Committee members.

The Rules of Professional Conduct Committee and the Fee Dispute Resolution Committee discussed whether language should be added to the fee dispute rules to *permit* reporting of particularly egregious lawyer conduct. The Fee Dispute Resolution Committee ultimately determined that permitting any disclosure of information gleaned in the confidential proceedings would violate public policy and likely run afoul of the statutes and rules governing mediations and arbitrations.

Nonetheless, in the process of working through these discussions, the Fee Dispute Resolution Committee made some relatively minor updates to Rules 14-1111 and 14-1116 as follows:

Rule 14-1111. Exemption from future testimony and confidentiality of records and information. Amend. Clarifies when the Bar may disclose confidential information and what information it may disclose; also clarifies that a Fee Dispute Resolution Committee member who participates in a fee dispute arbitration may not be called as a witness in any subsequent legal proceeding related to the fee dispute.

Rule 14-1116. Conduct of the mediation. Amend. Permits the fee dispute mediator to serve notice of the mediation by email on the mediating parties.

✕ The Fee Dispute Resolution Committee requests that the Board of Bar Commissioners recommend to the Utah Supreme Court the fee dispute rules for comment and adoption.

Draft: December 15, 2021

Commented [NS1]: This is for the Commission's information only. The two rules the Commission should review and recommend are below.

Rule 8.3. Reporting Professional Misconduct.

(a) A lawyer who knows that another legal professional has committed a violation of the applicable Rules of Professional Conduct that raises a substantial question as to that legal professional's honesty, trustworthiness or fitness as a legal professional in other respects shall inform the appropriate professional authority.

(b) A lawyer who knows that a judge has committed a violation of applicable Rules of Judicial Conduct that raises a substantial question as to the judge's fitness for office shall inform the appropriate authority.

(c) This Rule does not require disclosure of information otherwise protected by Rule 1.6 or information gained by a lawyer or judge while participating in an approved lawyers assistance program or in a Utah State Bar-sponsored fee dispute resolution program.

Comment

[1] Self-regulation of the legal profession requires that members of the profession initiate disciplinary investigation when they know of a violation of the applicable Rules of Professional Conduct. Lawyers have a similar obligation with respect to judicial misconduct. An apparently isolated violation may indicate a pattern of misconduct that only a disciplinary investigation can uncover. Reporting a violation is especially important where the victim is unlikely to discover the offense.

[2] A report about misconduct is not required where it would involve violation of Rule 1.6. However, a lawyer should encourage a client to consent to disclosure where prosecution would not substantially prejudice the client's interests.

[3] If a lawyer were obliged to report every violation of the Rules, the failure to report any violation would itself be a professional offense. Such a requirement existed in many jurisdictions but proved to be unenforceable. This Rule limits the reporting obligation to those offenses that a self-regulating profession must vigorously endeavor to prevent. A measure of judgment is, therefore, required in complying with the provisions of this Rule.

Draft: December 15, 2021

28 The term "substantial" refers to the seriousness of the possible offense and not the
29 quantum of evidence of which the lawyer is aware. A report should be made to the bar
30 disciplinary agency unless some other agency, such as a peer review agency, is more
31 appropriate in the circumstances. Similar considerations apply to the reporting of judicial
32 misconduct.

33 [4] The duty to report professional misconduct does not apply to a lawyer retained to
34 represent a legal professional whose professional conduct is in question. Such a situation
35 is governed by the rules applicable to the client-lawyer relationship.

36 [5] Information about a lawyer's or judge's misconduct or fitness may be received by a
37 lawyer in the course of that lawyer's participation in an approved lawyers or judges
38 assistance program. In that circumstance, providing for an exception to the reporting
39 requirements of paragraphs (a) and (b) of this Rule encourages lawyers and judges to
40 seek treatment through such a program. Conversely, without such an exception, lawyers
41 and judges may hesitate to seek assistance from these programs, which may then result
42 in additional harm to their professional careers and additional injury to the welfare of
43 clients and the public.

44 [6] Information about a lawyer's misconduct or fitness may also be received during a fee
45 dispute arbitration or mediation. Providing an exception to the reporting requirements
46 in such cases encourages lawyers to use the Bar's fee dispute resolution process and helps
47 lawyers and clients resolve such matters without litigation.

Commented [NS2]: Explanatory Note: Adding the exception to Rule 8.3(c) eliminates the conflict between Rule 8.3, which mandates reporting of lawyer egregious wrongdoing, with the Fee Dispute rules which require confidentiality in fee dispute matters.

Draft: December 15, 2021

51 **Rule 14-1111. Exemption from future testimony and confidentiality of records and**
52 **information.**

53 (a) Exemption from future testimony. No Fee Dispute Resolution Committee member
54 participating in a fee dispute ~~decision~~ arbitration or mediation proceeding ~~shall~~ may be
55 called as a witness in any subsequent legal proceeding related to the fee dispute.

56 (b) Confidentiality of records and information. Records and ~~information~~ and
57 ~~documentation~~ submitted in a fee dispute proceeding shall be deemed confidential and
58 ~~shall~~ may not be disclosed other than to enforce a written decision or as provided in
59 paragraph (c).

60 (c) Notwithstanding the above, cDisclosure of confidential information. Confidential
61 information in the Utah State Bar's possession may be disclosed if the request is made
62 to the Bar by:

63 (a~~1~~) an agency authorized to investigate the qualifications of persons for admission
64 to practice law;

65 (b~~2~~) an agency authorized to investigate the qualifications of persons for
66 government employment;

67 (c~~3~~) a lawyer discipline enforcement agency; or

68 (d~~4~~) an agency authorized to investigate the qualifications of judicial candidates.

69

Draft: December 15, 2021

70 **Rule 14-1116. Conduct of the mediation.**

71 (a) **Scheduling the mediation.** The designated mediator shall set the time and place for
72 the mediation and shall cause written notice of the mediation to be served personally or
73 by mail or email on all parties to the mediation.

74 (b) **Right to be represented by counsel.** In the notice of the mediation, the mediator shall
75 inform the parties of their right to be represented by their own legal counsel at their own
76 cost at any stage of the mediation process. Failure to be represented by legal counsel at
77 any stage of the mediation is a waiver of this right at that stage of the mediation, although
78 a party may use legal counsel later in the mediation process.

79 (c) **Right to be assisted at mediation.** A party may designate an individual to accompany
80 that party to the mediation and to participate with the party in the mediation process.

81 (d) **Procedure.** The mediator may use joint or private caucuses during the mediation
82 process. The process may be adjourned from time to time in the discretion of the mediator
83 or at the request of the parties.

84

85

86

CHARGE TO STANDING COMMITTEE

TO: Christine M. Durham, Chair - Access to Justice Commission
Amy Sorenson, Vice-chair - Access to Justice Commission

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To provide leadership the Bar’s Access to Justice Programs and ensure greater communication among the various providers of legal services to the under-served populations in the state regarding the broad spectrum of judicial, court-related, administrative, educational, market-based, and consumer-oriented issues and to discuss the means of improving the services.

SPECIFIC OBJECTIVES:

1. To coordinate the Bar’s Access to Justice programs, which currently includes the Modest Means and Pro Bono Programs as well as the AAA Task Force and the Licensed Lawyer directory site;
 2. To regularly gather the various legal services providers in the state to share information, discuss improvements, review the extent to which this work is being accomplished and evaluate any gaps which may still exist; and,
 3. To maintain comprehensive reports of the services.
 4. To engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.
-

CHARGE TO STANDING COMMITTEE

TO: Hon. Daphne Oberg, Co-chair – Bar Admissions Committee
Evan Strassberg, Co-chair, Bar Admissions Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To oversee the Bar admissions process for licensure by the Supreme Court and assure that: (1) each applicant has achieved a sufficient amount of scholarly education and graduated from an ABA approved law school; (2) each applicant possesses the requisite moral character and fitness to protect the public interest and engender the trust of clients, adversaries, courts and others; and (3) each applicant has the ability to identify legal issues, to engage in a reasoned analysis of those issues and to arrive at a logical solution by application of fundamental legal principles by examination which demonstrates the applicant’s thorough understanding of these legal principles.

The Committee shall consist of its chairs, the chairs of all admission-related committees, the Deputy General Counsel in Charge of Admissions and any at-large members appointed by the Utah State Bar Commission. The Deans of the J. Reuben Clark Law School and S. J. Quinney College of Law shall be *ex-officio* members of the committee.

SPECIFIC OBJECTIVES:

To coordinate the participation and performance of all admission-related Committees regarding admissions process including; (1) initial contact with Bar; (2) the Bar application; (3) the Rules of Admission; (4) the investigative process; (5) the Character and Fitness review process; and, (6) the Bar Exam, preparation, administration, grading and grievances.

1. To hear Bar Exam Applicants’ grievances.
2. To research and recommend improvements in the process.
3. The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Michelle Quist, Co-chair - Bar Awards Committee
Katie Woods, Co-chair - Bar Awards Committee

FROM: Kristin "Katie" Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To propose the policies and processes through which the Bar recognizes the meritorious performance and contributions of lawyers and members of the public.

SPECIFIC OBJECTIVES:

1. To establish the process and means to be adopted by the Commission for the solicitation of nominations of lawyers and members of the public for the various Bar awards, including the notification of interested groups; policies on the number and types of nominations which will be considered by the Commission; and the timing of the selection process.
2. To draft the criteria for the Commission to consider in selecting recipients for each award;
3. To draft a formal nomination outline to be use by those nominating candidates for each award;
4. To receive nominations for the awards and present those meeting the award criteria to the Commission according to the approved deadlines, including a listing of past award winners.
5. To engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee's diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Mark Astling, Co-chair - Bar Examiner Committee
Abby Dizon-Maughan, Co-chair – Bar Examiner Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To assure that each applicant has the ability to identify legal issues, to engage in a reasoned analysis of those issues and to arrive at a logical solution by application of fundamental legal principles by examination which demonstrates the applicant’s thorough understanding of these legal principles by writing and grading the essay questions.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

To draft and grade Bar examination questions and answers in accordance with the Bar Examiners Handbook so that the Bar may appropriately assess an applicant’s knowledge and competence to practice law in the state of Utah. Committee members will review examination materials prior to questions being placed on the examination. Reviewers will analyze questions and answers to insure that they are fair, clear and accurate.

Questions and model answers shall be completed and submitted for all testing areas by October 1st for the February examination and by May 1st for the July examination.

Changes requested by the Bar Examiner Review Committee shall be incorporated and submitted by February 15th for the February exam and by July 15th for the July exam.

The February exam shall be graded in March and the July exam graded in September.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Todd Gordon, Co-chair - Budget and Finance Committee
Rick Hoffman, Co-chair – Budget and Finance Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

Provide expert counsel, review and advice to the Bar’s Financial Department and the Bar Commission to assure that the Bar is complying with all regulatory accounting requirements, principles and practices so that the financial records of the Bar are clear, transparent, complete, accurate and understandable.

SPECIFIC OBJECTIVES:

1. Review annual budget;
2. Review annual audit;
3. Review quarterly financial statements;
3. Recommend auditors;
4. Work with staff as necessary to keep technology and practices up to date;
5. Review investment policy and portfolio; and
6. Review Bar By-Laws and Financial Policies & Procedures annually to assure compliance with accepted accounting principles and practices and business best practices.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

CHARGE TO STANDING COMMITTEE

TO: Evan Strassberg, Co-chair - Character and Fitness Committee
Melinda Bowen, Co-chair – Character and Fitness Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To assure that each applicant has graduated from an ABA approved law school and possesses the requisite moral character and fitness to protect the public interest and engender the trust of clients, adversaries, courts and others.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

To meet monthly to review application files, oversee investigations, conduct hearings and either approve or deny applications for admission to the Utah State Bar.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system and to report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Alisha Giles, Editor and Chair - *Utah Bar Journal* Committee
Andrea Valenti Arthur, Vice-chair and Managing Editor – *Utah Bar Journal* Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To publish six editions of the *Utah Bar Journal* annually.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES: To provide comprehensive coverage of the legal profession and the activities of the Utah State Bar, including articles of legal importance, state bar news and information, notices from the Judiciary and Bar Section information, summaries of recent cases, legislative reports, classified advertisements, messages from the Bar President and Commissioners, and appropriate announcements of general interest. This should be performed within the adopted budget and by soliciting sufficient and appropriate advertising.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Stephen Farr, Chair - Fund for Client Protection Committee
Kathleen Jeffery, Vice-chair – Fund for Client Protection Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To consider claims made against the Fund for Client Protection and recommend appropriate payouts for consideration and approval by the Board of Bar Commissioners.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES: To meet on an as-needed basis to review claims, and to provide written recommendations for approval by the Board of Bar Commissioners.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: John A. Snow, Chair - Ethics Advisory Opinion Committee
Sara E. Bouley, Vice-chair – Ethics Advisory Opinion Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To prepare ethics advisory opinions in response to requests by members of the Bar concerning prospective conduct that is currently not in litigation and when the issue is a significant one for lawyers and the "Utah Rules of Professional Conduct" do not provide guidance.

The committee shall consist of its chair(s) and any at-large members appointed according to the rules of the committee.

SPECIFIC OBJECTIVES:

1. To meet as necessary to respond to requests and provide proposed advisory opinions to the Board of Bar Commissioners for their review; and
2. To maintain a compilation of all Bar-approved ethics advisory opinions and prepare an index of all opinions which will be published and available at the Bar office for all lawyers.
3. The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee's diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: A. John “Jack” Pate, Chair – Fee Dispute Resolution Committee
Robert Harrison, Vice-chair - Fee Dispute Resolution Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To implement Utah State Bar Fee Dispute Resolution program according to existing rules.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES: To assign arbitration panels to hold arbitration hearings with appropriate notice and to provide final decisions to the parties. To finalize revisions to the arbitration rules.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Jaqualin Friend Peterson, Co-chair - Governmental Relations Committee
Sara Bouley, Co-chair – Governmental Relations Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To monitor pending or proposed legislation which falls within the Bar's legislative policy and make recommendations to the Board of Bar Commissioners to support, oppose, take to no position, or to recommend other appropriate action.

The Committee shall consist of its chair(s) and representatives from the Sections of the Bar.

SPECIFIC OBJECTIVES: To meet as necessary during the year to monitor legislative activity, coordinate activities with the Bar's legislative representative and make recommendations to the Board of Bar Commissioners during regularly scheduled telephonic and other meetings during the session, and before/after the sessions, as appropriate. To develop partnerships between the Bar and the various branches of government.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee's diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Christine M. Durham, Chair - Access to Justice Commission
Amy Sorenson, Vice-chair - Access to Justice Commission

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To provide leadership the Bar’s Access to Justice Programs and ensure greater communication among the various providers of legal services to the under-served populations in the state regarding the broad spectrum of judicial, court-related, administrative, educational, market-based, and consumer-oriented issues and to discuss the means of improving the services.

SPECIFIC OBJECTIVES:

1. To coordinate the Bar’s Access to Justice programs, which currently includes the Modest Means and Pro Bono Programs as well as the AAA Task Force and the Licensed Lawyer directory site;
 2. To regularly gather the various legal services providers in the state to share information, discuss improvements, review the extent to which this work is being accomplished and evaluate any gaps which may still exist; and,
 3. To maintain comprehensive reports of the services.
 4. To engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.
-

CHARGE TO STANDING COMMITTEE

TO: Hon. Daphne Oberg, Co-chair – Bar Admissions Committee
Evan Strassberg, Co-chair, Bar Admissions Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To oversee the Bar admissions process for licensure by the Supreme Court and assure that: (1) each applicant has achieved a sufficient amount of scholarly education and graduated from an ABA approved law school; (2) each applicant possesses the requisite moral character and fitness to protect the public interest and engender the trust of clients, adversaries, courts and others; and (3) each applicant has the ability to identify legal issues, to engage in a reasoned analysis of those issues and to arrive at a logical solution by application of fundamental legal principles by examination which demonstrates the applicant’s thorough understanding of these legal principles.

The Committee shall consist of its chairs, the chairs of all admission-related committees, the Deputy General Counsel in Charge of Admissions and any at-large members appointed by the Utah State Bar Commission. The Deans of the J. Reuben Clark Law School and S. J. Quinney College of Law shall be *ex-officio* members of the committee.

SPECIFIC OBJECTIVES:

To coordinate the participation and performance of all admission-related Committees regarding admissions process including; (1) initial contact with Bar; (2) the Bar application; (3) the Rules of Admission; (4) the investigative process; (5) the Character and Fitness review process; and, (6) the Bar Exam, preparation, administration, grading and grievances.

1. To hear Bar Exam Applicants’ grievances.
2. To research and recommend improvements in the process.
3. The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Michelle Quist, Co-chair - Bar Awards Committee
Katie Woods, Co-chair - Bar Awards Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To propose the policies and processes through which the Bar recognizes the meritorious performance and contributions of lawyers and members of the public.

SPECIFIC OBJECTIVES:

1. To establish the process and means to be adopted by the Commission for the solicitation of nominations of lawyers and members of the public for the various Bar awards, including the notification of interested groups; policies on the number and types of nominations which will be considered by the Commission; and the timing of the selection process.
2. To draft the criteria for the Commission to consider in selecting recipients for each award;
3. To draft a formal nomination outline to be use by those nominating candidates for each award;
4. To receive nominations for the awards and present those meeting the award criteria to the Commission according to the approved deadlines, including a listing of past award winners.
5. To engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Mark Astling, Co-chair - Bar Examiner Committee
Abby Dizon-Maughan, Co-chair – Bar Examiner Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To assure that each applicant has the ability to identify legal issues, to engage in a reasoned analysis of those issues and to arrive at a logical solution by application of fundamental legal principles by examination which demonstrates the applicant’s thorough understanding of these legal principles by writing and grading the essay questions.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

To draft and grade Bar examination questions and answers in accordance with the Bar Examiners Handbook so that the Bar may appropriately assess an applicant’s knowledge and competence to practice law in the state of Utah. Committee members will review examination materials prior to questions being placed on the examination. Reviewers will analyze questions and answers to insure that they are fair, clear and accurate.

Questions and model answers shall be completed and submitted for all testing areas by October 1st for the February examination and by May 1st for the July examination.

Changes requested by the Bar Examiner Review Committee shall be incorporated and submitted by February 15th for the February exam and by July 15th for the July exam.

The February exam shall be graded in March and the July exam graded in September.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Todd Gordon, Co-chair - Budget and Finance Committee
Rick Hoffman, Co-chair – Budget and Finance Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

Provide expert counsel, review and advice to the Bar’s Financial Department and the Bar Commission to assure that the Bar is complying with all regulatory accounting requirements, principles and practices so that the financial records of the Bar are clear, transparent, complete, accurate and understandable.

SPECIFIC OBJECTIVES:

1. Review annual budget;
2. Review annual audit;
3. Review quarterly financial statements;
3. Recommend auditors;
4. Work with staff as necessary to keep technology and practices up to date;
5. Review investment policy and portfolio; and
6. Review Bar By-Laws and Financial Policies & Procedures annually to assure compliance with accepted accounting principles and practices and business best practices.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

CHARGE TO STANDING COMMITTEE

TO: Evan Strassberg, Co-chair - Character and Fitness Committee
Melinda Bowen, Co-chair – Character and Fitness Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To assure that each applicant has graduated from an ABA approved law school and possesses the requisite moral character and fitness to protect the public interest and engender the trust of clients, adversaries, courts and others.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

To meet monthly to review application files, oversee investigations, conduct hearings and either approve or deny applications for admission to the Utah State Bar.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system and to report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Alisha Giles, Editor and Chair - *Utah Bar Journal* Committee
Andrea Valenti Arthur, Vice-chair and Managing Editor – *Utah Bar Journal* Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To publish six editions of the *Utah Bar Journal* annually.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES: To provide comprehensive coverage of the legal profession and the activities of the Utah State Bar, including articles of legal importance, state bar news and information, notices from the Judiciary and Bar Section information, summaries of recent cases, legislative reports, classified advertisements, messages from the Bar President and Commissioners, and appropriate announcements of general interest. This should be performed within the adopted budget and by soliciting sufficient and appropriate advertising.

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CHARGE TO STANDING COMMITTEE

TO: Stephen Farr, Chair - Fund for Client Protection Committee
Kathleen Jeffery, Vice-chair – Fund for Client Protection Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To consider claims made against the Fund for Client Protection and recommend appropriate payouts for consideration and approval by the Board of Bar Commissioners.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES: To meet on an as-needed basis to review claims, and to provide written recommendations for approval by the Board of Bar Commissioners.

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CHARGE TO STANDING COMMITTEE

TO: John A. Snow, Chair - Ethics Advisory Opinion Committee
Sara E. Bouley, Vice-chair – Ethics Advisory Opinion Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To prepare ethics advisory opinions in response to requests by members of the Bar concerning prospective conduct that is currently not in litigation and when the issue is a significant one for lawyers and the "Utah Rules of Professional Conduct" do not provide guidance.

The committee shall consist of its chair(s) and any at-large members appointed according to the rules of the committee.

SPECIFIC OBJECTIVES:

1. To meet as necessary to respond to requests and provide proposed advisory opinions to the Board of Bar Commissioners for their review; and
2. To maintain a compilation of all Bar-approved ethics advisory opinions and prepare an index of all opinions which will be published and available at the Bar office for all lawyers.
3. The committee chair(s) shall also identify and train eventual successive chairperson(s).

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CHARGE TO STANDING COMMITTEE

TO: A. John “Jack” Pate, Chair – Fee Dispute Resolution Committee
Robert Harrison, Vice-chair - Fee Dispute Resolution Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To implement Utah State Bar Fee Dispute Resolution program according to existing rules.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES: To assign arbitration panels to hold arbitration hearings with appropriate notice and to provide final decisions to the parties. To finalize revisions to the arbitration rules.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Jaqualin Friend Peterson, Co-chair - Governmental Relations Committee
Sara Bouley, Co-chair – Governmental Relations Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To monitor pending or proposed legislation which falls within the Bar's legislative policy and make recommendations to the Board of Bar Commissioners to support, oppose, take to no position, or to recommend other appropriate action.

The Committee shall consist of its chair(s) and representatives from the Sections of the Bar.

SPECIFIC OBJECTIVES: To meet as necessary during the year to monitor legislative activity, coordinate activities with the Bar's legislative representative and make recommendations to the Board of Bar Commissioners during regularly scheduled telephonic and other meetings during the session, and before/after the sessions, as appropriate. To develop partnerships between the Bar and the various branches of government.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee's diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Maribeth LeHoux, Chair - Unauthorized Practice of Law Committee
Michael Menssen, Vice-chair - Unauthorized Practice of Law Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To review and investigate all complaints made regarding unauthorized practice of law (UPL) allegations. Addressing UPL complaints by means such as dismissal, drafting informal letters of caution, or pursuing more formal Cease & Desist Agreements. Recommending where appropriate and approved, the filing a civil complaint for UPL violations. As deemed appropriate, engage in special projects such as publishing a “notario” pamphlet, drafting Spanish language UPL complaints forms, etc. Reviewing the current UPL process, including guidelines and procedures and advising the Board of Bar Commissioners on recommended changes in the process, such as criminalization, prosecution by the Office of Bar Counsel, or prosecution by others, etc. As directed, work with the Utah Supreme Court’s Rules Advisory Committee.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES: To meet as necessary to review and discuss, complaints and current UPL issues and make recommendations to the Board of Bar Commissioners as appropriate for formal action.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Joan M. Andrews, Chair - Bar Exam Test Accommodation Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To assure that the Bar examination fairly tests an applicant’s competency, by utilizing appropriate, accurate, and clearly-worded questions, and that appropriate test accommodations are awarded as required under the Americans with Disabilities Act. And to assure that the latest technological advances in testing processes and security measures are incorporated into the Bar examination, and that testing is conducted at a safe and suitable exam site.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

To oversee the administration of the Bar examination, including test preparation, grading, test accommodation requests, site selection, computer use, emergency-preparedness, and test security issues. The Special Accommodation Committee, a subcommittee of the Bar Exam Administration Committee, focuses on reviewing requests for test accommodations on the February and July Bar exams, investigating the applicants and their requests, and making a recommendation on whether to grant, modify, or deny an applicant’s test accommodation request.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Jonathan Hafen, Chair - CLE Advisory Committee

FROM: Kristin "Katie" Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE: To provide quality continuing legal education programs to all attorneys and paralegals of Utah.

The committee shall consist of its chair(s) and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

1. To study and report to the Bar Commission on the concept of expanding CLE self-study options to permit interactive videoconferencing as "live" CLE credit in order to accommodate rural and outlying areas as long as not more than 6 credit hours can be completed through participation at traditional "live" events.
2. To explore, in conjunction with the Bar, the implementation of the requirement that each section: (1) provide at least one CLE course per year to section members; (2) provide at least one CLE presentation every three years at a regular Bar convention; (3) consider offering at least one hour of free CLE for section members at section presentations; and (4) encourage certain sections to join together for CLE presentations.
3. To make recommendations on raising the prices of Bar-offered CLE courses and of convention courses to keep pace with the cost of conventions, and to become a modest source of revenue for the Bar.
4. To work, in conjunction with the Bar, with the S.J. Quinney and J. Reuben Clark law schools to make appropriate programs they have developed available on the Bar's website.
5. To work, in conjunction with the Bar, to invite the Bar president each year to provide a lecture on professionalism, civility and problem solving to stress the importance of meaningful problem solving and professionalism.
6. To encourage well-developed, current and informational handouts and materials by CLE presenters.
7. To develop suggested criteria for designating CLE presentations, such as: "Beginning," "Intermediate," and "Advanced" training levels, and in improving the explanations of CLE presentations in advertising so that Bar members might have a more complete idea of the substance and depth of the presentations.
8. To assist the Bar in enhancing the Bar's website to permit the solicitation of ideas and requests for CLE from Bar members and to work to enhance the breadth and mix of topics.

9. To explore the introduction of diversity training as part of Professionalism/Civility CLE programs during the next two years, but not as a mandatory component, and to report back to the Commission on the feasibility of requiring one hour of diversity training every two years as part of the Professionalism/Civility CLE component.
10. The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee's diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: S. Brook Millard, Chair
Danielle Hawkes, Vice-chair

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

Lawyers Helping Lawyers provides peer to peer support for lawyers in Utah. The goal is to connect lawyers with one another so that they can share their hardships and solutions with one another. The problems addressed may include issues of mental health struggles, suicidal ideation, professional problems, and substance abuse. The volunteers working with the committee may not be trained in mental health, but rather will be trained on how to share their own experiences in how they solved similar problems.

Lawyers Helping Lawyers will work in collaboration with the Wellness Committee and Blomquist Hale to provide the peer to peer aspect of wellness. The organizations will refer to one another to make certain that those in need find the right help.

SPECIFIC OBJECTIVES:

Lawyers Helping Lawyers specific objective is to provide peer to peer connections and support within Utah. This may be done using the following methods: individual meetings, group meetings, CLEs, and other methods used to connect those suffering with those who have solved similar problems.

CHARGE TO STANDING COMMITTEE

TO: Julie Emery, Chair - Licensed Paralegal Practitioner Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To oversee the admissions process for licensure as a paralegal practitioner by the Supreme Court and assure that:

- (1) each applicant has achieved a sufficient amount of scholarly education and substantive legal experience to satisfy the LPP education and experience requirements;
- (2) each applicant possesses the requisite moral character and fitness to protect the public interest and engender the trust of clients, adversaries, courts and others; and
- (3) each applicant has the ability to identify legal issues related to their area of practice, to engage in a reasoned analysis of those issues and to arrive at a logical solution by application of fundamental legal principles by examination which demonstrates the applicant’s thorough understanding of these legal principles.

The Committee shall consist of its chair and any at-large members appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

To coordinate the LPP admissions process including:

- (1) the Rules of Admission for LPP’s;
- (2) approving all applications and forms related to the LPP Examination and LPP Admissions process;
- (3) reviewing LPP examination application files;
- (4) overseeing the investigative process;
- (5) overseeing the LPP Character and Fitness review process, including conducting hearings and approving or denying applications for admission as an LPP; and
- (6) overseeing the LPP Exam administration and grading, specifically:
 - a. assigning subject matter experts to grade the written portions of the LPP examination so that the Bar may appropriately assess an applicant’s knowledge and competence to practice as an LPP.
- (7) assuring that appropriate test accommodations are awarded as required under the Americans with Disabilities Act and that testing is conducted at a safe and suitable exam site.
 - a. this includes:
 - i. reviewing requests for test accommodations on the March and August LPP exams, investigating the applicants and their requests, and making a recommendation on whether to grant, modify, or deny an applicant’s test accommodation request;
 - ii. emergency-preparedness; and
 - iii. test security issues.
- (8) to hear Bar Exam Applicants’ grievances.
- (9) to research and recommend improvements in the process.

The committee chair shall also identify and train eventual successive chairperson(s).

Additionally, The Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee's diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: New Lawyer Training Program Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

The Utah State Bar Committee on New Lawyer Training shall consist of its chair(s) and any other bar members appointed by the Utah State Bar Commission. The Committee represents the bar membership by bringing together attorneys from large and small firms, government agencies, and members of court.

SPECIFIC OBJECTIVES:

The members are responsible for recruiting and approving mentors and reviewing, evaluating, and creating policies for the NLTP. The committee also assists in the development of valuable resources for mentors and new lawyers and builds relationships with firms, agencies, and other organizations for building an effective mentoring program. The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Preston Regehr, Co-chair- Innovation in Law Practice Committee
Christine Hashimoto, Co-chair - Innovation in Law Practice Committee

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To lead the Bar and Utah practitioners in using innovation and technology to serve clients more effectively and more efficiently. While all members of the Bar are important to the work of this Committee, the committee will place emphasis on the needs of solo and small firm practitioners, new lawyers and underserved client populations.

The Committee shall consist of its chairs, appointees from Solo, Small Firm and Rural Practice Section, the Young Lawyers Division, the Paralegal Division, the New Lawyers Training Program Committee, the IT Director of the Bar, and any at-large members, including non-lawyers such as IT professionals and firm administrators, appointed by the Utah State Bar Commission.

SPECIFIC OBJECTIVES:

The committee will provide a forum for exchange and exploration of innovative approaches to providing and pricing legal services, not only through new technologies but also through fresh approaches to marketing and business structures.

The committee will provide continuing legal education on these subjects at regular intervals throughout the year but also at the major Bar conventions and meetings, presently to include the Bar's Summer and Spring Conventions and the Fall Forum.

The committee will seek out partnerships with law technology vendors and providers, both to enhance the content of the education and defray the costs and to stay abreast of market-driven innovation in the practice of law.

The committee also will coordinate its efforts and activities with other Bar sections and committees to the extent there are overlapping interests.

The committee will provide a regular and ongoing assessment of the Bar organization 's uses of innovation and technology in meeting its mission.

The committee chair(s) shall also identify and train eventual successive chairperson(s).

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee's diversity and inclusion successes.

CHARGE TO STANDING COMMITTEE

TO: Jen Tomchak, Co-chair - Bar Leadership Academy
Angelina Tsu, Co-chair – Bar Leadership Academy

FROM: Kristin “Katie” Woods, Utah State Bar President

DATE: September 2022

PURPOSE OF COMMITTEE:

To promote increased involvement and diversity in the Utah State Bar by recruiting, targeting, and training outstanding leaders to participate in Bar leadership, committees, and the community in general. The Academy will seek diversity in gender, race, and region within the state, recognizing that the Bar will better function to serve its members and communities when participation in Bar functions is more diverse in gender, race, and state region and by bringing in attorneys from underrepresented arenas to broaden and strengthen the Utah Bar and to increase involvement and interest from areas traditionally not actively involved in Bar service.

SPECIFIC OBJECTIVES:

Over each year, participants will meet monthly with Bar leaders and members of the legal community to learn more about the Bar and practice and cultivate leadership skills. At the end of each year, members will commit to serve the Bar as a volunteer in an active capacity for at least one on committee, project, program, meeting, service or activity, or in other areas where they will be needed. Further objectives are included in the Utah Bar Leadership Academy governance information.

Additionally, the Committee shall engage all persons fully, including persons of different ages, disabilities, economic status, ethnicities, genders, geographic regions, national origins, sexual orientations, practice settings and areas, and races and religions. Inclusion is critical to the success of the Bar, the legal profession, and the judicial system. Report annually to the Bar Commission on the Committee’s diversity and inclusion successes.

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Hon. Clem Landau, Co-chair – Bar Leadership Academy

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DATE: September 2022

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UTAH STATE BAR COMMISSION MEETING

MINUTES

Wednesday, July 6, 2022

Loews Coronado Bay Resort - Coronado, California

AGENDA

In Attendance: President Heather Thuet, President-Elect Kristin “Katie” Woods, and Commissioners John Bradley Traci Gunderson, Greg Hoole, Chrystal Mancuso-Smith, Marty Moore, Mark Morris, Andrew Morse, Shawn Newell, and Michelle Quist. New Commissioners Cara Tangaro, Beth Kennedy, Tom Bayles, Matt Hansen, and new President-Elect Erik Christiansen.

Ex-Officio Members: Past-President Heather Farnsworth, Kim Cordova, Grant Miller, Tonya Wright, Margaret Plane, Dean Gordon Smith, Camila Moreno, and new Ex Officio member Shalise McKinley.

Not in Attendance: Commissioners Rick Hoffman and Tyler Young, and Ex Officio members Nate Alder, Amy Fowler, J. Ramzi Hamady, Dean Elizabeth Kronk-Warner, Brandon Mark, Grace Pusavat.

~~**Also in Attendance:** Executive Director Elizabeth A. Wright, General Counsel Nancy J. Sylvester, Utah Court Representative Nick Stiles.~~

1. President’s Report: Heather Thuet

1.1 Welcome and Convention Schedule.

Ms. Thuet welcomed the Commission to the meeting and reviewed the Summer Convention schedule.

1.2 Talent Show Contest and Winner

Ms. Thuet reported on the talent show. She noted that there were two winners out of fourteen participants. Ms. Thuet moved to give free admission to the Fall Forum for all participants. Ms. Woods asked whether there were participants from outside of the Wasatch Front and whether it made sense to just give free admission to the winners only. Ms. Thuet confirmed that there were participants from other areas around the state. She said that there were some very talented people

that would be great to recognize. Ms. Wright noted that Ms. Thuet's proposal would come out of the Commission education budget at a cost of \$3,120. Ms. Quist noted her agreement with Ms. Woods on awarding the winners Fall Forum admission, but not all participants. Ms. Thuet's motion was not seconded and thus did not advance.

1.3 2022-2023 Meeting Schedule: Katie Woods

Ms. Woods reported that Commission meetings will be in-person in the coming year, with remote options available. The March meeting will be in St. George, and the October meeting will be in Springdale. The Summer Convention 2023 is proposed to be in Kanab, but that is tentative.

1.4 Commission Retreat October 14-15: Katie Woods

Ms. Woods reported that the Commission Retreat will be held in Springdale, right outside of Zion National Park October 14-15.

2. Action Items:

2.1 Re-appoint Kim Cordova as a Bar ABA Representative

Ms. Quist moved to reappoint Kim Cordova to the position of Bar ABA Representative. Mr. Moore seconded. The Commission approved Ms. Cordova's reappointment.

2.2 Appoint Budget and Finance Committee Members

Ms. Woods announced the proposed Budget and Finance Committee members as follows: Brad Merrill, Rick Hoffman, Tyler Young, Marty Moore, Katie Woods, Todd Gordon (CPA), and Marvin John (CPA), with ex officio members Lauren Stout (Finance Director) and Elizabeth Wright (Executive Director). Ms. Woods moved to appoint the members. Mr. Bradley seconded. The Commission approved the Budget and Finance Committee as proposed.

3. Commission Reorganization:

3.1 Welcome New Bar Commissioners

Ms. Thuet welcomed new Commissioners Cara Tangaro (3rd Division), Tom Bayles (5th Division), Beth Kennedy (3rd Division), and Matt Hansen (2nd Division).

Ms. Thuet then had the Commission meeting attendees all introduce themselves.

3.2 Appoint Ex Officio Members-For Action

This item was tabled until the next meeting pending a complete list.

3.3 Approve Executive Committee-For Action

Ms. Woods announced the following proposed new Executive Committee: Katie Woods, Traci Gundersen, Chrystal Mancuso-Smith, Andrew Morse, Mark Morris, and Erik Christiansen. Ms.

Woods moved to approve the proposed Executive Committee. Mr. Moore seconded. The motion carried.

3.4 Adopt Resolution on Bank Signatures-For Action

The Commission resolved to make the Executive Committee signatories on checks for amounts paid over \$1,000, with Mr. Moore moving and Ms. Quist seconding. The motion carried.

4. Recognize Retiring Commissioners

The Commission recognized Heather Thuet, Michelle Quist, and John Bradley for their service to the Commission.

5. Adjournment.

The meeting adjourned at 2:15 p.m.

CONSENT AGENDA

The following item was approved without discussion: Minutes of the May 26, 2022 Commission meeting.

ATTACHMENTS

FINANCIAL STATEMENT HIGHLIGHTS

The results of the financials for fiscal year 21/22 show total revenues overreported compared to the budget, while expenses underreported, thus resulting in a favorable variance of \$193,014 compared to the budget.

Year-to-Date (YTD) Net Profit – Accrual Basis:

	Actual	Budget	Fav(unfav) \$ Variance	Fav(unfav) % Variance
YTD revenue	6,751,904	6,557,876	194,028	3%
YTD expenses	6,557,890	6,556,876	(1,014)	0%
YTD net profit/(loss)	194,014	1,000	193,014	19301%

YTD net income is \$194,014 and is \$193,014 over budget.

YTD Net Profit –Cash Basis: Adding back year-to-date depreciation expense of \$144,303 and deducting capital expenditures of \$105,318, the cash basis year-to-date net profit is approximately \$38,985 higher.

Explanations for Departments with Net Profit Variances of \$10k and 5% Over/Under Budget and/or significant activity:

Admissions: The year's profit for fiscal year 21/22 is \$136,976 more than budgeted, as Admissions revenue overperformed by \$88,493 compared to the budget. It appears that all areas of Admissions performed better than budgeted. Expenses also appear to have performed better than budgeted by \$48,483 mostly due to the lower than budget salaries and wages, which is discussed below at the NLTP section.

NLTP: The year's net spending is \$34,870 less than budgeted. NLTP revenue reported \$4,269 less than expected, but the reason for the larger than budgeted loss is due to expenses running higher than expected. Expenses for the department related to salaries and benefits are \$32,643 higher than budget due to the NLTP director (who is also the director of Admissions) spending more time on the NLTP program than budgeted for the first nine months of the year. As the director for the two departments is filled by one person, the higher NLTP salaries and wages resulted in lower than budget salaries in Admissions. In March a new employee was hired to manage the NLTP program. The combination of the new employee and the Admissions Director's time spent on the NLTP is the main result the department is showing net spending at year end, rather than a net profit.

CLE: For the fiscal year 21/22, the CLE department's revenue overreported \$148,464 (36%) compared to the budget, while expenses overreported by \$111,822 (24%) compared to the budget. The higher than budgeted revenues appear to be the result of higher than budgeted attendance to various CLE's in the last quarter of the fiscal year. Expenses related to the program administration of those CLE's was higher than budget, and was most likely the result of the management learning the cost of virtual CLE's, and balancing those costs with appropriate registration fees.

Fall Forum: The Forum was held virtually each week from November through January, and registration revenues performed better than budgeted. Revenues for the event are \$12,181 higher than budgeted; and

expenses are lower than expected due to the online format. The event reported a net profit of \$56,837.

Spring Convention: The Spring Convention that was held virtually each week beginning March 10th to May 12th had positive turnout, with the event net profit of \$39,495. Although the revenues are currently \$55,572 less than budgeted, expenses are also lower than budgeted by \$95,067, which has resulted in the overall net profit for the event.

Member Services: Member Services' net spending for the year was \$345,224 compared to budgeted net spending of \$390,570, a difference of \$45,346. The reason for the variance is mostly due to lower-than-budgeted expenses, which was the result of limited spending in July, August and September due to budget delays and reduced activity throughout the year due to the pandemic. Also advertising revenues for Bar Journal ads are overreporting by almost \$18,814.

Public Services: Public Services' net spending is \$42,500 less than budgeted, which is due to expenses running under budget. The fiscal year 21/22 budget allowed for almost \$20,000 in spending for the Tuesday Night Bar, however the program was moved to a virtual format and therefore very few expenses are necessary to run the program.

Bar Operations: Bar Operations net spending is currently reporting \$268,239 higher than budgeted, with the majority of the excess over budgeted related to the Program Services expenses. During the April 2022 Bar Commission meeting a \$250,000 donation to And Justice For All was awarded, as well as \$101,780 contribution to the Fund for Client Protection.

Facilities: Bar meeting room facilities continue to be underutilized due to the COVID pandemic, which resulted in lower-than-budgeted revenues and expense.

ADDITIONAL COMMENTS

Board Designated Reserves: In consultation with Bar management and the Budget & Finance Committee, the Commission informally targeted the following reserve amounts:

Operations Reserve (3 months' operations)	\$1,639,219
Capital Replacement Reserve (equipment)	200,000
Capital Replacement Reserve (building)*	<u>372,930</u>
Total	\$2,212,149
Estimated cash reserve at June 30, 2022	<u>\$7,294,248</u>
Estimated cash reserve over board-designated reserve	<u>\$5,082,099</u>

UNAUDITED

**Utah State Bar
Income Statement
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
Licensing	4,636,465	4,769,088	4,728,378	40,710	101%	4,728,378	101%
Admissions	430,711	527,394	438,901	88,493	120%	438,901	120%
NLTP	56,034	52,885	57,154	(4,269)	93%	57,154	93%
OPC	63,656	44,829	50,893	(6,064)	88%	50,893	88%
CLE	284,997	555,781	407,317	148,464	136%	407,317	136%
Summer Convention	-	198,025	141,640	56,385	140%	141,640	140%
Fall Forum	56,368	87,905	75,724	12,181	116%	75,724	116%
Spring Convention	56,617	68,680	124,252	(55,572)	55%	124,252	55%
Member Services	293,659	310,716	293,977	16,739	106%	293,977	106%
Public Services	50,688	43,120	36,898	6,222	117%	36,898	117%
Bar Operations	723,118	7,727	67,285	(59,558)	11%	67,285	11%
Facilities	39,185	85,753	135,457	(49,704)	63%	135,457	63%
Total Revenue	6,691,496	6,751,904	6,557,876	194,028	103%	6,557,876	103%
Expenses							
Licensing	210,276	143,714	155,055	11,341	93%	155,055	93%
Admissions	516,333	429,780	478,263	48,483	90%	478,263	90%
NLTP	103,690	63,407	32,806	(30,601)	193%	32,806	193%
OPC	1,435,479	1,475,438	1,517,546	42,108	97%	1,517,546	97%
CLE	283,726	574,337	462,515	(111,822)	124%	462,515	124%
Summer Convention	8,687	189,368	141,640	(47,728)	134%	141,640	134%
Fall Forum	26,701	31,068	75,724	44,656	41%	75,724	41%
Spring Convention	37,201	29,185	124,252	95,067	23%	124,252	23%
Member Services	566,732	655,940	684,547	28,607	96%	684,547	96%
Public Services	542,833	562,799	599,077	36,278	94%	599,077	94%
Bar Operations	1,569,640	2,041,405	1,832,725	(208,680)	111%	1,832,725	111%
Facilities	365,677	361,448	452,726	91,278	80%	452,726	80%
Total Expenses	5,666,976	\$ 6,557,890	6,556,876	(1,014)	100%	6,556,876	100%
Net Profit (Loss)	\$ 1,024,520	\$ 194,014	\$ 1,000	\$ 193,014	19401%	\$ 1,000	19401%
Depreciation	164,311	144,303	169,056	24,753	85%	169,056	
Cash increase (decrease) from operations	1,188,831	338,317	170,056	168,261	199%	170,056	
Changes in operating assets/liabilities	(2,283,442)	8,078	8,078	-	100%	20,000	
Capital expenditures	53,732	(105,318)	(100,000)	(5,318)	105%	(157,000)	
Net change in cash	\$ (1,040,879)	\$ 241,077	\$ 78,134	\$ 162,943	309%	\$ 33,056	729%

Utah State Bar
Licensing
June 30, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4010 · Section/Local Bar Support fees	17,292	18,048	17,638	410	102%	17,638	102%
4004 · Admissions - Laptop Fees	575	455	587	(132)	78%	587	78%
4006 · Transfer App Fees	-	-	-	-	#DIV/0!	-	#DIV/0!
4011 · Admissions LPP	2,738	2,250	2,738	(488)	82%	2,738	82%
4021 · Lic Fees > 3 Years	3,756,910	3,833,555	3,832,047	1,508	100%	3,832,047	100%
4020 · NLTP Fees	750	-	765	(765)	0%	765	0%
4022 · Lic Fees < 3 Years	205,390	207,115	209,498	(2,383)	99%	209,498	99%
4023 · Lic Fees - House Counsel	47,810	52,165	48,766	3,399	107%	48,766	107%
4025 · Pro Hac Vice Fees	214,875	213,875	219,173	(5,298)	98%	219,173	98%
4024 · Lic Fees LPP	2,150	4,850	2,193	2,657	221%	2,193	221%
4026 · Lic Fees - Inactive/FS	116,560	118,115	118,891	(776)	99%	118,891	99%
4027 · Lic Fees - Inactive/NS	219,975	223,080	224,375	(1,295)	99%	224,375	99%
4029 · Prior Year Lic Fees	-	-	-	-	#DIV/0!	-	#DIV/0!
4030 · Certs of Good Standing	17,980	19,040	18,340	700	104%	18,340	104%
4061 · Advertising Revenue	120	-	122	(122)	0%	122	0%
4095 · Miscellaneous Income	245	90	250	(160)	36%	250	36%
4096 · Late Fees	33,095	76,450	32,995	43,455	232%	32,995	232%
Total Revenue	4,636,465	4,769,088	4,728,378	40,710	101%	4,728,378	101%
Expenses							
Program Services	37,099	26,588	37,138	10,550	72%	37,138	-
Salaries & Benefits	119,690	138,132	123,279	(14,853)	112%	123,279	112%
General & Administrative	43,990	(31,605)	(15,080)	16,525	210%	(15,080)	210%
Building Overhead	9,498	10,599	9,718	(881)	109%	9,718	109%
Total Expenses	210,276	143,714	155,055	11,341	93%	155,055	93%
Net Profit (Loss)	\$ 4,426,188	\$ 4,625,374	\$ 4,573,323	\$ 52,051	101%	\$ 4,573,323	101%

Note: Includes LPP staff time and exam expense

Utah State Bar
Admissions
June 30, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4001 · Admissions - Student Exam Fees	103,100	142,175	105,162	37,013	135%	105,162	135%
4002 · Admissions - Attorney Exam Fees	57,050	67,025	58,191	8,834	115%	58,191	115%
4003 · Admissions - Retake Fees	32,800	32,200	33,456	(1,256)	96%	33,456	96%
4004 · Admissions - Laptop Fees	62,200	79,400	63,444	15,956	125%	63,444	125%
4005 · Admissions - Application Forms	8,200	1,150	8,364	(7,214)	-	8,364	-
4006 · Transfer App Fees	45,100	64,650	46,002	18,648	141%	46,002	141%
4008 · Attorney - Motion	81,600	85,850	83,232	2,618	103%	83,232	103%
4009 · House Counsel	15,300	23,800	15,606	8,194	153%	15,606	153%
4011 · Admissions LPP	200	-	200	(200)	0%	200	0%
4095 · Miscellaneous Income	4,161	5,885	4,244	1,641	139%	4,244	139%
4096 · Late Fees	21,000	25,400	21,000	4,400	121%	21,000	121%
4200 · Seminar Profit/Loss	-	(141)	-	(141)	#DIV/0!	-	#DIV/0!
Total Revenue	430,711	527,394	438,901	88,493	120%	438,901	98%
Expenses							
Program Services	50,237	93,377	64,003	(29,374)	146%	64,003	146%
Salaries & Benefits	374,010	245,888	318,584	72,696	77%	318,584	77%
General & Administrative	75,245	71,720	78,443	6,723	91%	78,443	91%
Building Overhead	16,842	18,795	17,233	(1,562)	109%	17,233	109%
Total Expenses	516,333	429,780	478,263	48,483	90%	478,263	90%
Net Profit (Loss)	\$ (85,623)	\$ 97,614	\$ (39,362)	\$ 136,976	-348%	\$ (39,362)	-248%

Utah State Bar
NLTP
June 30, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4020 · NLTP Fees	56,100	53,850	57,222	(3,372)	94%	57,222	94%
4081 · CLE - Registrations	619	-	631	(631)	0%	631	0%
4200 · Seminar Profit/Loss	(685)	(1,361)	(699)	(662)	195%	(699)	-
Total Revenue	56,034	52,885	57,154	(4,269)	93%	57,154	93%
Expenses							
Program Services	-	-	2,652	2,652	0%	2,652	0%
Salaries & Benefits	79,848	39,493	6,850	(32,643)	577%	6,850	577%
General & Administrative	20,252	19,907	19,630	(277)	101%	19,630	101%
Building Overhead	3,590	4,006	3,674	(332)	109%	3,674	109%
Total Expenses	103,690	63,407	32,806	(30,601)	193%	32,806	193%
Net Profit (Loss)	\$ (47,656)	\$ (10,522)	\$ 24,348	\$ (34,870)	-43%	\$ 24,348	-43%

Utah State Bar
OPC
June 30, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4095 · Miscellaneous Income	2,203	5,001	4,000	1,001	125%	4,000	125%
4200 · Seminar Profit/Loss	61,452	39,828	46,893	(7,065)	85%	46,893	85%
Total Revenue	63,656	44,829	50,893	(6,064)	88%	50,893	88%
Expenses							
Program Services	1,453	5,314	14,285	8,971	37%	14,285	37%
Salaries & Benefits	1,266,380	1,275,287	1,308,094	32,807	97%	1,308,094	97%
General & Administrative	105,217	125,170	130,074	4,904	96%	130,074	96%
Building Overhead	62,428	69,667	65,093	(4,574)	107%	65,093	107%
Total Expenses	1,435,479	1,475,438	1,517,546	42,108	97%	1,517,546	97%
Net Profit (Loss)	\$ (1,371,823)	\$ (1,430,609)	\$ (1,466,653)	\$ 36,044	98%	\$ (1,466,653)	98%

UNAUDITED

**Utah State Bar
CLE
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4052 · Meeting - Sponsor Revenue	7,250	11,675	15,000	(3,325)	78%	15,000	78%
4053 · Meeting - Vendor Revenue	-	500	-	500	#DIV/0!	-	-
4054 · Meeting - Material Sales	-	-	-	-	#DIV/0!	-	-
4081 · CLE - Registrations	204,511	274,008	315,000	(40,992)	87%	315,000	87%
4082 · CLE - Video Library Sales	173,086	205,831	173,085	32,746	119%	173,085	119%
4084 · Business Law Book Sales	-	-	-	-	#DIV/0!	-	-
4093 · Law Day Revenue	-	(48)	-	(48)	#DIV/0!	-	-
4095 · Miscellaneous Income	-	-	-	-	#DIV/0!	-	-
4200 · Seminar Profit/Loss	(99,849)	63,815	(95,768)	159,583	-67%	(95,768)	-67%
Total Revenue	284,997	555,781	407,317	148,464	136%	407,317	136%
Expenses							
Program Services	108,496	335,408	202,596	(132,812)	166%	202,596	166%
Salaries & Benefits	125,670	174,588	211,664	37,076	82%	211,664	82%
General & Administrative	34,811	49,550	33,093	(16,457)	150%	33,093	150%
Building Overhead	14,749	14,791	15,162	371	98%	15,162	98%
Total Expenses	283,726	574,337	462,515	(111,822)	124%	462,515	124%
Net Profit (Loss)	\$ 1,271	\$ (18,556)	\$ (55,198)	\$ 36,642	34%	\$ (55,198)	34%

**Utah State Bar
Summer Convention
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4051 · Meeting - Registration	-	142,748	117,410	25,338	122%	117,410	122%
4052 · Meeting - Sponsor Revenue	-	14,750	10,275	4,475	144%	10,275	144%
4053 · Meeting - Vendor Revenue	-	14,100	6,550	7,550	215%	6,550	215%
4055 · Meeting - Sp Ev Registration	-	13,235	7,405	5,830	179%	7,405	179%
4095 · Miscellaneous Income	-	13,192	-	13,192	-	-	-
Total Revenue	-	198,025	141,640	56,385	140%	141,640	140%
Expenses							
Program Services	15	167,769	118,388	(49,381)	142%	118,388	142%
Salaries & Benefits	8,472	16,486	12,154	(4,332)	136%	12,154	136%
General & Administrative	200	5,112	11,098	5,986	46%	11,098	46%
Building Overhead	-	-	-	-	#DIV/0!	-	-
Total Expenses	8,687	189,368	141,640	(47,728)	134%	141,640	134%
Net Profit (Loss)	\$ (8,687)	\$ 8,657	\$ -	\$ 8,657	#DIV/0!	\$ -	#DIV/0!

**Utah State Bar
Fall Forum
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4051 · Meeting - Registration	55,368	86,005	68,999	17,006	125%	68,999	125%
4052 · Meeting - Sponsor Revenue	-	900	-	900	#DIV/0!	-	-
4053 · Meeting - Vendor Revenue	1,000	1,000	4,950	(3,950)	20%	4,950	20%
4055 · Meeting - Sp Ev Registration	-	-	1,775	(1,775)	0%	1,775	-
Total Revenue	56,368	87,905	75,724	12,181	116%	75,724	116%
Expenses							
Program Services	18,732	21,269	64,464	43,195	33%	64,464	33%
Salaries & Benefits	1,825	3,413	4,160	747	82%	4,160	82%
General & Administrative	6,145	6,386	7,100	714	90%	7,100	90%
Building Overhead	-	-	-	-	#DIV/0!	-	-
Total Expenses	26,701	31,068	75,724	44,656	41%	75,724	41%
Net Profit (Loss)	\$ 29,666	\$ 56,837	\$ -	\$ 56,837	#DIV/0!	\$ -	#DIV/0!

**Utah State Bar
Spring Convention
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4051 · Meeting - Registration	56,617	63,930	97,895	(33,965)	65%	97,895	65%
4052 · Meeting - Sponsor Revenue	-	-	13,500	(13,500)	0%	13,500	0%
4053 · Meeting - Vendor Revenue	-	4,750	10,950	(6,200)	43%	10,950	43%
4055 · Meeting - Sp Ev Registration	-	-	1,907	(1,907)	0%	1,907	0%
Total Revenue	56,617	68,680	124,252	(55,572)	55%	124,252	55%
Expenses							
Program Services	23,366	20,409	94,989	74,580	21%	94,989	21%
Salaries & Benefits	7,294	2,654	16,256	13,602	16%	16,256	16%
General & Administrative	6,542	6,121	13,007	6,886	47%	13,007	47%
Building Overhead	-	-	-	-	#DIV/0!	-	-
Total Expenses	37,201	29,185	124,252	95,067	23%	124,252	23%
Net Profit (Loss)	\$ 19,416	\$ 39,495	\$ -	\$ 39,495	#DIV/0!	\$ -	#DIV/0!

Utah State Bar
Member Services
June 30, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4010 · Section/Local Bar Support fees	82,904	84,399	82,904	1,495	102%	82,904	102%
4052 · Meeting - Sponsor Revenue	-	-	-	-	#DIV/0!	-	#DIV/0!
4061 · Advertising Revenue	195,858	214,672	195,858	18,814	110%	195,858	110%
4062 · Subscriptions	30	60	30	30	200%	30	200%
4071 · Mem Benefits - Lexis	1,200	1,303	1,200	103	109%	1,200	-
4072 · Royalty Inc - Bar J, MBNA, LM,M	8,175	9,822	8,175	1,647	120%	8,175	120%
Total Revenue	293,659	310,716	293,977	16,739	106%	293,977	106%
Expenses							
Program Services	253,367	280,398	303,951	23,553	92%	303,951	92%
Salaries & Benefits	168,753	157,256	181,447	24,191	87%	181,447	87%
General & Administrative	126,276	200,674	180,318	(20,356)	111%	180,318	111%
Building Overhead	18,336	17,612	18,831	1,219	94%	18,831	94%
Total Expenses	566,732	655,940	684,547	28,607	96%	684,547	96%
Net Profit (Loss)	\$ (273,073)	\$ (345,224)	\$ (390,570)	\$ 45,346	88%	\$ (390,570)	88%

**Utah State Bar
Public Services
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4063 · Modest Means revenue	12,400	11,425	13,000	(1,575)	88%	13,000	88%
4093 · Law Day Revenue	-	-	2,700	(2,700)	0%	2,700	0%
4095 · Miscellaneous Income	20	30	20	10	150%	20	150%
4120 · Grant Income	39,576	27,178	21,178	6,000	128%	21,178	128%
4200 · Seminar Profit/Loss	(1,308)	4,487	-	4,487	#DIV/0!	-	-
Total Revenue	50,688	43,120	36,898	6,222	117%	36,898	117%
Expenses							
Program Services	111,090	136,955	174,038	37,083	79%	174,038	79%
Salaries & Benefits	336,438	353,524	362,748	9,224	97%	362,748	97%
General & Administrative	83,872	59,561	50,593	(8,968)	118%	50,593	118%
Building Overhead	11,433	12,759	11,698	(1,061)	109%	11,698	109%
Total Expenses	542,833	562,799	599,077	36,278	94%	599,077	94%
Net Profit (Loss)	\$ (492,145)	\$ (519,679)	\$ (562,179)	\$ 42,500	92%	\$ (562,179)	92%

**Utah State Bar
Bar Operations
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4031 · Enhanced Web Revenue	-	-	-	-	-	-	-
4052 · Meeting - Sponsor Revenue	-	-	-	-	#DIV/0!	-	#DIV/0!
4053 · Meeting - Vendor Revenue	-	-	-	-	#DIV/0!	-	#DIV/0!
4060 · E-Filing Revenue	24,853	5,741	24,853	(19,112)	23%	24,853	23%
4103 · In - Kind Revenue - UDR	23	-	-	-	#DIV/0!	-	#DIV/0!
4095 · Miscellaneous Income	20,956	1,257	20,956	(19,699)	6%	20,956	6%
4200 · Seminar Profit/Loss	-	-	-	-	#DIV/0!	-	-
Investment Income	21,476	729	21,476	(20,747)	3%	21,476	100%
Total Revenue	67,308	7,727	67,285	(59,558)	11%	67,285	100%
Expenses							
Program Services	17,470	501,347	178,877	(322,470)	280%	178,877	280%
Salaries & Benefits	1,260,413	1,198,417	1,304,037	105,620	92%	1,304,037	92%
General & Administrative	241,000	286,927	298,000	11,073	96%	298,000	96%
In Kind	5,404	1,704	5,404	3,700	32%	5,404	32%
Building Overhead	45,354	53,011	46,407	(6,604)	114%	46,407	114%
Total Expenses	1,569,640	2,041,405	1,832,725	(208,680)	111%	1,832,725	111%
Net Profit (Loss)	\$ (1,502,332)	\$ (2,033,679)	\$ (1,765,440)	\$ (268,239)	115%	\$ (1,765,440)	115%

**Utah State Bar
Facilities
June 30, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4039 · Room Rental-All parties	12,344	38,809	51,386	(12,577)	76%	51,386	76%
4042 · Food & Beverage Rev-All Parties	5,539	27,554	62,654	(35,100)	44%	62,654	44%
4043 · Setup & A/V charges-All parties	-	945	701	244	135%	701	135%
4090 · Tenant Rent	21,232	18,446	20,646	(2,200)	89%	20,646	89%
4095 · Miscellaneous Income	70	-	70	(70)	0%	70	0%
4103 · In - Kind Revenue - UDR	-	-	-	-	#DIV/0!	-	#DIV/0!
Total Revenue	39,185	85,753	135,457	(49,704)	63%	135,457	63%
Expenses							
Program Services	6,287	28,362	60,835	32,473	47%	60,835	47%
Salaries & Benefits	165,522	150,828	185,606	34,778	81%	185,606	81%
General & Administrative	6,362	2,079	17,470	15,391	12%	17,470	12%
In Kind	475	16,587	475	(16,112)	3492%	475	3492%
Building Overhead	187,030	163,592	188,340	24,748	87%	188,340	87%
Total Expenses	365,677	361,448	452,726	91,278	80%	452,726	80%
Net Profit (Loss)	\$ (326,492)	\$ (275,695)	\$ (317,269)	\$ 41,574	87%	\$ (317,269)	87%

Utah State Bar
Income Statement - Consolidated By Account
June 30, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4001 - Admissions - Student Exam Fees	103,100	142,175	105,162	37,013	135%	105,162	135%
4002 - Admissions - Attorney Exam Fees	57,050	67,025	58,191	8,834	115%	58,191	115%
4003 - Admissions - Retake Fees	32,800	32,200	33,456	(1,256)	96%	33,456	96%
4004 - Admissions - Laptop Fees	62,775	79,855	64,031	15,824	125%	64,031	125%
4005 - Admissions - Application Forms	8,200	1,150	8,364	(7,214)	14%	8,364	-
4006 - Transfer App Fees	45,100	64,650	46,002	18,648	141%	46,002	141%
4008 - Attorney - Motion	81,600	85,850	83,232	2,618	103%	83,232	103%
4009 - House Counsel	15,300	23,800	15,606	8,194	153%	15,606	153%
4010 - Section/Local Bar Support fees	100,196	102,447	100,542	1,905	102%	100,542	102%
4011 - Admissions LPP	2,938	2,250	2,938	(688)	77%	2,938	77%
4012 - Admissions Military Spouse	-	-	-	-	#DIV/0!	-	#DIV/0!
4020 - NLTP Fees	56,850	53,850	57,987	(4,137)	93%	57,987	93%
4021 - Lic Fees > 3 Years	3,756,910	3,833,555	3,832,047	1,508	100%	3,832,047	100%
4022 - Lic Fees < 3 Years	205,390	207,115	209,498	(2,383)	99%	209,498	99%
4023 - Lic Fees - House Counsel	47,810	52,165	48,766	3,399	107%	48,766	107%
4024 - Lic Fees LPP	2,150	4,850	2,193	2,657	221%	2,193	221%
4025 - Pro Hac Vice Fees	214,875	213,875	219,173	(5,298)	98%	219,173	98%
4026 - Lic Fees - Inactive/FS	116,560	118,115	118,891	(776)	99%	118,891	99%
4027 - Lic Fees - Inactive/NS	219,975	223,080	224,375	(1,295)	99%	224,375	99%
4029 - Prior Year Lic Fees	-	-	-	-	#DIV/0!	-	#DIV/0!
4030 - Certs of Good Standing	17,980	19,040	18,340	700	104%	18,340	104%
4039 - Room Rental-All parties	12,344	38,809	51,386	(12,577)	76%	51,386	76%
4042 - Food & Beverage Rev-All Parties	5,539	27,554	62,654	(35,100)	44%	62,654	44%
4043 - Setup & A/V charges-All parties	-	945	701	244	135%	701	135%
4051 - Meeting - Registration	111,985	292,683	284,304	8,379	103%	284,304	103%
4052 - Meeting - Sponsor Revenue	7,250	27,325	38,775	(11,450)	70%	38,775	70%
4053 - Meeting - Vendor Revenue	1,000	20,350	22,450	(2,100)	91%	22,450	91%
4054 - Meeting - Material Sales	-	-	-	-	#DIV/0!	-	#DIV/0!
4055 - Meeting - Sp Ev Registration	-	13,235	11,087	2,148	119%	11,087	119%
4060 - E-Filing Revenue	24,853	5,741	24,853	(19,112)	23%	24,853	23%
4061 - Advertising Revenue	195,978	214,672	195,980	18,692	110%	195,980	110%
4062 - Subscriptions	30	60	30	30	200%	30	200%
4063 - Modest Means revenue	12,400	11,425	13,000	(1,575)	88%	13,000	88%
4071 - Mem Benefits - Lexis	1,200	1,303	1,200	103	109%	1,200	-
4072 - Royalty Inc - Bar J, MBNA, LM,M	8,175	9,822	8,175	1,647	120%	8,175	120%
4081 - CLE - Registrations	205,130	274,458	315,631	(41,173)	87%	315,631	87%
4082 - CLE - Video Library Sales	173,086	205,831	173,085	32,746	119%	173,085	119%
4090 - Tenant Rent	21,232	18,446	20,646	(2,200)	89%	20,646	89%
4093 - Law Day Revenue	-	(48)	2,700	(2,748)	-2%	2,700	-2%
4095 - Miscellaneous Income	27,665	25,967	29,550	(3,583)	88%	29,550	88%
4096 - Late Fees	54,095	101,850	53,995	47,855	189%	53,995	189%
4103 - In - Kind Revenue - UDR	23	-	-	-	#DIV/0!	-	#DIV/0!
4200 - Seminar Profit/Loss	(34,908)	106,521	(43,774)	150,295	-243%	(43,774)	-243%
Investment income	21,476	729	21,476	(20,747)	3%	21,476	3%
Total Revenue	5,996,110	6,724,726	6,536,698	188,028	103%	6,536,698	103%
Program Service Expenses							
5001 - Meeting Facility-external only	1,914	53,442	25,726	(27,716)	208%	25,726	208%
5002 - Meeting facility-internal only	11,074	19,091	28,034	8,943	68%	28,034	68%
5013 - ExamSoft	15,471	32,816	15,490	(17,326)	212%	15,490	212%
5014 - Questions	52,750	62,502	52,750	(9,752)	118%	52,750	118%
5015 - Investigations	1,006	1,650	1,137	(513)	145%	1,137	145%
5016 - Credit Checks	2,534	2,597	2,534	(63)	102%	2,534	102%
5017 - Medical Exam	320	480	320	(160)	150%	320	-
5020 - Exam Scoring	-	-	-	-	#DIV/0!	-	#DIV/0!
5025 - Temp Labor/Proctors	-	340	-	(340)	-	-	#DIV/0!
5030 - Speaker Fees & Expenses	6,500	29,359	10,232	(19,127)	287%	10,232	287%
5031 - Speaker Reimb. - Receipt Req'd	-	-	5,824	5,824	0%	5,824	0%
5035 - Awards	7,568	14,084	3,358	(10,726)	419%	3,358	419%
5037 - Grants/ contributions - general	6,796	368,200	17,500	(350,700)	2104%	17,500	2104%
5040 - Witness & Hearing Expense	(16)	410	766	356	54%	766	54%
5041 - Process Serving	282	706	605	(101)	117%	605	117%
5046 - Court Reporting	1,596	1,455	1,596	141	91%	1,596	91%
5047 - Casemaker	53,992	55,693	50,000	(5,693)	111%	50,000	111%
5055 - Legislative Expense	60,000	60,000	60,000	-	100%	60,000	100%
5060 - Program Special Activities	30	5,481	-	(5,481)	#DIV/0!	-	-
5061 - LRE - Bar Support	64,182	64,182	64,182	-	100%	64,182	100%
5062 - Law Day	-	11,866	11,653	(213)	102%	11,653	102%
5063 - Special Event Expense	6,829	34,072	40,603	6,531	84%	40,603	84%
5064 - MCLE Fees Paid	39,142	62,283	38,050	(24,233)	164%	38,050	164%
5070 - Equipment Rental	38	7,258	23,894	16,636	30%	23,894	30%
5075 - Food & Bev-external costs only	19,245	237,560	292,249	54,689	81%	292,249	81%
5076 - Food & beverage - internal only	7,396	18,068	33,395	15,327	54%	33,395	54%
5079 - Soft Drinks	2,726	4,294	5,348	1,054	80%	5,348	80%
5085 - Misc. Program Expense	1,298	5,707	13,961	8,254	41%	13,961	41%
5090 - Commission Expense	39,022	37,028	37,404	376	99%	37,404	99%
5095 - Wills for Heroes	360	1,432	1,767	335	81%	1,767	81%
5096 - UDR Support	-	-	-	-	#DIV/0!	-	#DIV/0!
5099 - Blomquist Hale	77,738	89,644	91,041	1,397	98%	91,041	98%
5702 - Travel - Lodging	7,065	30,649	39,520	8,871	78%	39,520	78%
5703 - Travel - Transportation/Parking	282	13,314	13,376	62	100%	13,376	100%
5704 - Travel - Mileage Reimbursement	1,035	5,132	9,477	4,345	54%	9,477	54%
5705 - Travel - Per Diems	-	3,797	2,868	(929)	132%	2,868	132%
5706 - Travel - Meals	-	-	1,054	1,054	0%	1,054	0%
5707 - Travel - Commission Mtgs	-	38,940	38,500	(440)	101%	38,500	101%
5805 - ABA Annual Meeting	-	300	5,171	4,871	6%	5,171	6%
5810 - ABA Mid Year Meeting	100	2,871	11,233	8,362	26%	11,233	26%
5815 - Commission/Education	1,287	12,210	20,550	8,340	59%	20,550	59%
5820 - ABA Annual Delegate	-	1,234	5,069	3,835	24%	5,069	24%
5830 - Western States Bar Conference	205	20,465	13,278	(7,187)	154%	13,278	154%
5840 - President's Expense	20,534	18,000	20,000	2,000	90%	20,000	90%
5841 - President's Reimbursement	-	-	-	-	#DIV/0!	-	#DIV/0!
5845 - Reg Reform Task Force	-	-	-	-	#DIV/0!	-	#DIV/0!
5850 - Leadership Academy	200	8,056	10,200	2,144	79%	10,200	79%
5855 - Bar Review	-	8,934	6,000	(2,934)	149%	6,000	149%
5865 - Retreat	-	21,944	33,300	11,356	66%	33,300	66%
5866 - Wellbeing Committee	50,733	63,295	70,000	6,705	90%	70,000	90%

Utah State Bar
Income Statement - Consolidated By Account
June 30, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
5867 - Bar Membership Survey	-	7,750	-	(7,750)	#DIV/0!	-	#DIV/0!
5868 - UCLI Support	-	-	-	-	#DIV/0!	-	#DIV/0!
5960 - Overhead Allocation - Seminars	(3,404)	-	18,835	18,835	0%	18,835	0%
5970 - Event Revenue Sharing - 3rd Pty	69,783	78,605	68,366	(10,239)	115%	68,366	115%
Total Program Service Expenses	627,612	1,617,196	1,316,216	(300,980)	123%	1,316,216	123%
Salaries & Benefit Expenses							
5510 - Salaries/Wages	3,057,778	2,938,721	3,137,489	198,768	94%	3,137,489	94%
5605 - Payroll Taxes	234,952	237,630	243,400	5,770	98%	243,400	98%
5610 - Health Insurance	278,473	271,801	310,096	38,295	88%	310,096	88%
5620 - Health Ins/Medical Reimb	7,500	5,650	7,144	1,494	79%	7,144	79%
5630 - Dental Insurance	15,237	16,105	17,592	1,487	92%	17,592	92%
5640 - Life & LTD Insurance	19,788	19,253	23,275	4,022	83%	23,275	83%
5645 - Workman's Comp Insurance	2,733	2,102	2,733	631	77%	2,733	77%
5650 - Retirement Plan Contributions	276,136	248,227	270,528	22,301	92%	270,528	92%
5655 - Retirement Plan Fees & Costs	18,337	9,213	17,300	8,087	53%	17,300	53%
5660 - Training/Development	3,378	7,263	5,322	(1,941)	136%	5,322	136%
Total Salaries & Benefit Expenses	3,914,313	3,755,967	4,034,879	278,912	93%	4,034,879	97%
General & Administrative Expenses							
7025 - Office Supplies	14,976	21,050	16,229	(4,821)	130%	16,229	130%
7015 - Office Equip Repairs	-	-	-	-	#DIV/0!	-	#DIV/0!
7033 - Operating Meeting Supplies	1,822	2,306	11,392	9,086	20%	11,392	20%
7035 - Postage/Mailing, net	59,449	56,317	59,248	2,931	95%	59,248	95%
7040 - Copy/Printing Expense	110,954	125,255	135,064	9,809	93%	135,064	93%
7041 - Copy/Print revenue	(16,772)	(15,754)	(16,766)	(1,012)	94%	(16,766)	94%
7045 - Internet Service	10,603	19,147	12,483	(6,664)	153%	12,483	153%
7050 - Computer Maintenance	42,437	97,921.11	40,670	(57,251)	241%	40,670	241%
7055 - Computer Supplies & Small Equip	15,750	29,008	14,525	(14,483)	200%	14,525	200%
7089 - Membership Database Fees	57,057	58,183	69,437	11,254	84%	69,437	84%
7095 - Fax Equip & Supplies	(7)	(140)	(10)	130	1400%	(10)	-
7100 - Telephone	65,361	56,619	65,109	8,490	87%	65,109	87%
7105 - Advertising	3,281	34,991	50,856	15,865	69%	50,856	69%
7106 - Public Notification	290	-	754	754	0%	754	0%
7107 - Production Costs	-	27,306	-	(27,306)	#DIV/0!	-	#DIV/0!
7110 - Publications/Subscriptions	28,144	28,454	30,350	1,896	94%	30,350	94%
7115 - Public Relations	-	-	-	-	#DIV/0!	-	#DIV/0!
7120 - Membership/Dues	10,858	18,354	10,830	(7,524)	169%	10,830	169%
7135 - Bank Service Charges	938	666	938	272	71%	938	71%
7136 - ILM Service Charges	17,944	20,946	17,944	(3,002)	117%	17,944	117%
7138 - Bad debt expense	-	-	-	-	#DIV/0!	-	-
7140 - Credit Card Merchant Fees	120,507	64,549	63,406	(1,143)	102%	63,406	102%
7141 - Credit Card surcharge	(68,871)	(72,009)	(68,872)	3,137	105%	(68,872)	105%
7145 - Commission Election Expense	2,717	3,013	2,700	(313)	112%	2,700	112%
7150 - E&O/Off & Dir Insurance	53,811	59,129	53,637	(5,492)	110%	53,637	110%
7160 - Audit Expense	35,435	38,143	35,435	(2,708)	108%	35,435	108%
7170 - Lobbying Rebates	227	335	232	(103)	145%	232	145%
7175 - O/S Consultants	150,458	77,325.41	178,979	101,654	43%	178,979	43%
7176 - Bar Litigation	10,450	22,599	10,000	(12,599)	226%	10,000	226%
7177 - UPL	1,564	5,618	10,000	4,382	56%	10,000	56%
7178 - Offsite Storage/Backup	-	-	-	-	#DIV/0!	-	#DIV/0!
7179 - Payroll Adm Fees	3,126	2,957	3,126	170	95%	3,126	95%
7180 - Administrative Fee Expense	996	1,751	996	(755)	176%	996	176%
7190 - Lease Interest Expense	364	-	-	-	#DIV/0!	-	#DIV/0!
7191 - Lease Sales Tax Expense	-	-	-	-	#DIV/0!	-	#DIV/0!
7195 - Other Gen & Adm Expense	13,307	17,563	15,054	(2,509)	117%	15,054	117%
Total General & Administrative Expenses	747,175	801,603	823,746	22,143	97%	823,746	91%
In Kind Expenses							
7103 - InKind Contrib-UDR & all other	5,879	18,291	5,879	(12,412)	311%	5,879	311%
Total In Kind Expenses	5,879	18,291	5,879	(12,412)	311%	5,879	100%
Building Overhead Expenses							
6015 - Janitorial Expense	17,004	28,383	17,062	(11,321)	166%	17,062	166%
6020 - Heat	21,226	22,427	21,605	(822)	104%	21,605	104%
6025 - Electricity	41,502	43,035	42,212	(823)	102%	42,212	102%
6030 - Water/Sewer	6,188	5,768	6,388	620	90%	6,388	90%
6035 - Outside Maintenance	14,046	20,740	14,343	(6,397)	145%	14,343	145%
6040 - Building Repairs	20,897	18,651	18,421	(230)	101%	18,421	101%
6045 - Bldg Mtncn Contracts	29,488	27,400	30,914	3,514	89%	30,914	89%
6050 - Bldg Mtncn Supplies	-	-	-	-	#DIV/0!	-	#DIV/0!
6055 - Real Property Taxes	34,272	32,744	35,300	2,556	93%	35,300	93%
6060 - Personal Property Taxes	397	384	410	26	94%	410	94%
6065 - Bldg Insurance/Fees	19,930	21,000	20,445	(555)	103%	20,445	103%
6070 - Building & Improvements Depre	68,193	84,254	65,918	(18,336)	128%	65,918	128%
6075 - Furniture & Fixtures Depre	4,453	3,065	3,375	310	91%	3,375	91%
7065 - Computers, Equip & Sftwre Depre	91,665	56,985	99,763	42,778	57%	99,763	57%
Total Building Overhead Expenses	369,260	364,833	376,156	11,323	97%	376,156	98%
Total Expenses	5,664,238	6,557,890	6,556,876	(1,014)	100%	6,556,876	86%
Other							
4300 - Gain (Loss) - Disposal Of Assets	-	-	-	-	#DIV/0!	-	#DIV/0!
4120 - Grant Income	695,386	27,178	21,178	(6,000)	128%	21,178	128%
	695,386	27,178	21,178	(6,000)	128%	21,178	128%
Net Profit (Loss)	\$ 1,027,257	\$ 194,014	\$ 1,000	\$ 193,014	19401%	\$ 1,000	19401%

Utah State Bar Balance Sheets

	6/30/2022	6/30/2021
ASSETS		
Current Assets		
Petty Cash	\$ 625	\$ 625
Cash in Bank	1,278,654	1,466,786
Invested Funds	7,371,903	6,942,694
Total Cash/Investments	8,651,182	8,410,105
Accounts Receivable	97,588	25,924
Prepaid Expenses	241,574	134,036
A/R - Sections	48,211	49,354
Total Other Current Assets	387,373	209,313
Total Current Assets	9,038,555	8,619,418
Fixed Assets		
Property & Equipment	5,073,034	4,967,716
Accumulated Depreciation	(4,328,468)	(4,184,165)
Land	633,142	633,142
Total Fixed Assets	1,377,707	1,416,692
TOTAL ASSETS	\$ 10,416,263	\$ 10,036,110
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
AP Trade	\$ 203,619	\$ 147,410
Other Accounts Payable	141,552	119,207
Accrued Payables	454,417	543,060
Cap Lease Oblig - ST	4,112	4,112
A/P - Sections	210,495	191,515
Deferred Revenue	2,684,077	2,502,575
Total Current Liabilities	3,698,272	3,507,878
Long Term Liabilities		
Capital Lease Oblig	(4,255)	-
Total Long Term Liabilities	(4,255)	-
Total Liabilities	3,694,016	3,507,878
Equity		
Unrestricted Net Assets (R/E)	6,528,232	5,503,712
Fund Balance - Current Year	194,014	1,024,520
Total Equity	6,722,247	6,528,232
TOTAL LIABILITIES & EQUITY	\$ 10,416,263	\$ 10,036,110

Balance Sheet Classification

ILM-USB-SECTION (20054)

Base Currency: USD As of 06/30/2022

Dated: 08/09/2022

CE

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
38141W273	GOLDMAN:FS GOVT INST	398,665.60	AAA	1.380	06/30/2022	1.370	1.370	398,665.60	0.00	1.0000	0.00	398,665.60
CCYUSD	Cash	330.37	AAA	0.000	06/30/2022	0.000	0.000	330.37	0.00	1.0000	0.00	330.37
---	---	398,995.97	AAA	---	06/30/2022	1.369	1.369	398,995.97	0.00	1.0000	0.00	398,995.97

ST

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
57629WCK4	MASSMUTUAL GLOBAL FUNDING II	45,000.00	AA+	2.250	07/01/2022	0.202	2.296	45,000.00	-0.09	99.9998	506.25	45,506.16
025816BM0	AMERICAN EXPRESS CO	40,000.00	A	2.500	07/01/2022	0.389	2.314	40,000.00	0.36	100.0009	416.67	40,417.03
89114QCD8	TORONTO-DOMINION BANK	40,000.00	A+	1.900	12/01/2022	0.334	2.784	40,261.46	-408.74	99.6318	63.33	39,916.05
9128282P4	UNITED STATES TREASURY	200,000.00	AAA	1.875	07/31/2022	0.318	1.679	200,257.64	-226.39	100.0156	1,564.23	201,595.48
48133DE71	JPMORGAN CHASE FINANCIAL COMPANY LLC	45,000.00	A	2.500	05/01/2023	2.500	4.017	45,000.00	-557.28	98.7616	193.75	44,636.47
064159VK9	BANK OF NOVA SCOTIA	45,000.00	A	1.625	05/01/2023	0.356	3.250	45,475.16	-1,074.07	98.6691	121.88	44,522.97
---	---	415,000.00	AA	---	10/03/2022	0.553	2.332	415,994.26	-2,266.21	---	2,866.10	416,594.16

LT

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
90348JT34	UBS Bank USA	25,000.00	A+	0.350	09/22/2023	0.400	0.400	24,984.66	0.00	99.9386	2.16	24,986.81
795451AU7	Sallie Mae Bank	25,000.00	BBB+	0.350	09/22/2023	0.400	0.400	24,984.66	0.00	99.9386	24.21	25,008.87
38149MZX4	Goldman Sachs Bank USA	25,000.00	A+	0.350	09/22/2023	0.400	0.400	24,984.66	0.00	99.9386	24.21	25,008.87
87165HD64	Synchrony Bank	200,000.00	BBB	0.400	09/25/2023	0.450	0.450	199,877.12	0.00	99.9386	216.99	200,094.11
87165EUF2	Synchrony Bank	25,000.00	BBB	0.400	09/18/2023	0.450	0.450	24,984.75	0.00	99.9390	29.44	25,014.20
05580AD92	BMW Bank of North America	25,000.00	AA-	0.350	09/25/2023	0.400	0.400	24,984.51	0.00	99.9380	23.73	25,008.25
---	---	325,000.00	BBB+	---	09/24/2023	0.435	0.434	324,800.36	0.00	---	320.75	325,121.10

Summary

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
---	---	1,138,995.97	AA-	---	12/10/2022	0.804	1.454	1,139,790.59	-2,266.21	---	3,186.85	1,140,711.23

* Grouped by: BS Class 2. * Groups Sorted by: BS Class 2. * Weighted by: Base Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.

FINANCIAL STATEMENT HIGHLIGHTS

Year-to-Date (YTD) Net Profit – Accrual Basis:

	Actual	Budget	Fav(unfav) \$ Variance	Fav(unfav) % Variance
YTD revenue	4,368,200	4,583,418	(215,218)	-5%
YTD expenses	945,980	688,661	(257,319)	-37%
YTD net profit/(loss)	3,422,220	3,894,757	(472,536)	-12%

YTD net income is \$3,422,220 and is \$472,536 less than budgeted.

YTD Net Profit –Cash Basis: Adding back year-to-date depreciation expense of \$10,412 and deducting capital expenditures of \$27,097, the cash basis year-to-date net profit is approximately \$16,685 lower.

Explanations for Departments with Net Profit Variances \$10k and 5% Over/Under Budget and/or significant activity:

Admissions: Admissions’ net spending is currently running \$50,000 higher than budgeted. The reason for the variance is that expenses paid for the July Bar Exam were received early enough to pay in July, whereas in prior years the July Bar Exam expenses were paid in August. We anticipate the expenses will even out and report closer to budgeted in the upcoming months.

CLE: For the first month of fiscal year 22/23, the CLE department’s revenue overreported by more than \$19,000, and expenses were in-line with the budget. The higher than budgeted CLE revenues relate to a number of CLE events that generated registration revenue in July. As the quarter progresses, we anticipate the CLE revenues to even out and be more in-line with budget.

Summer Convention: The Summer Convention held in July 2022 in San Diego, California was projected to break-even, thereby having attendance revenues and sponsorships revenues cover all expenses. The current financials for the first month of fiscal year 22/23 show that the Summer Convention is currently reporting a \$127,000 loss. While some additional expenses may be recorded in future months, we anticipate a loss for the event mostly due to registration revenue underreporting by \$80,000 and expenses for the venue including food and rental accommodations overreporting by more than \$60,000.

Member Services: Member Services net spending for the first month of the fiscal year is \$15,000 better than anticipated. Currently higher than budgeted advertising revenue and lower than budgeted General & Administrative expenses make up most of the variance, both of which we anticipate will even out as the year progresses.

Bar Operations: Bar Operations net spending for the first month of the year is \$100,000 more than budgeted, with most of the variance due to the \$60,000 donation made to LRE, which was made in July this year, however the budget is based off last’s year’s donation being paid in September. Therefore, the LRE

expense will even out with the budget in September. The additional variance in Bar Operations Program Services expense categories relates to Commission travel to the annual Summer Convention and to payments made toward the Salary/Operations audit conducted by WIPFLI, both of which were included in the current year budget, but actual payment of expenses, may not align with the timing of the expected expenses included in the budget. We anticipate these two expenses to align more closely to the budget as the year progresses.

Facilities: Bar meeting room facilities for the month of July are reporting less net spending than budgeted. After more than two years of slow rental income due to the pandemic, the Bar is starting to see more demand for rental meeting space, thus the improved actual net spending compared to the budget.

ADDITIONAL COMMENTS

Board Designated Reserves: In consultation with Bar management and the Budget & Finance Committee, the Commission informally targeted the following reserve amounts:

Operations Reserve (3 months' operations)	\$1,747,525
Capital Replacement Reserve (equipment)	200,000
Capital Replacement Reserve (building)*	<u>600,000</u>
Total	\$2,547,525
Estimated cash reserve at July 31, 2022	<u>\$4,571,648</u>
Excess of current cash reserve over board-designated reserve	<u>\$2,024,123</u>

**Utah State Bar
Income Statement
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
Licensing	4,076,023	4,119,138	4,196,841	(77,703)	98%	4,922,403	84%
Admissions	16,095	18,485	16,479	2,006	112%	547,370	3%
NLTP	5,400	3,900	6,572	(2,672)	59%	64,642	6%
OPC	50	-	40	(40)	0%	61,613	0%
CLE	21,883	37,550	18,486	19,064	203%	480,715	8%
Summer Convention	167,573	127,825	220,464	(92,639)	58%	220,464	58%
Fall Forum	-	-	75,640	(75,640)	0%	84,660	0%
Spring Convention	-	-	-	-	#DIV/0!	124,252	0%
Member Services	28,041	31,470	27,650	3,820	114%	310,750	10%
Public Services	760	950	658	292	144%	17,291	5%
Bar Operations	2,977	22,853	17,512	5,341	130%	27,960	82%
Facilities	2,305	6,029	3,076	2,953	196%	133,994	4%
Total Revenue	4,321,107	4,368,200	4,583,418	(215,218)	95%	6,996,114	62%
Expenses							
Licensing	(3,518)	70,272	9,638	(60,634)	729%	187,839	37%
Admissions	21,816	76,610	24,578	(52,032)	312%	494,361	15%
NLTP	9,415	6,214	9,099	2,885	68%	69,146	9%
OPC	134,378	138,216	137,281	(935)	101%	1,534,494	9%
CLE	14,768	25,570	25,442	(128)	101%	519,476	5%
Summer Convention	165,559	255,155	110,642	(144,513)	231%	220,464	116%
Fall Forum	-	-	66,911	66,911	0%	84,660	0%
Spring Convention	125	-	-	-	#DIV/0!	124,252	0%
Member Services	49,530	40,473	52,260	11,786	77%	699,770	6%
Public Services	37,489	41,722	42,442	720	98%	626,761	7%
Bar Operations	161,797	273,864	168,705	(105,160)	162%	1,998,080	14%
Facilities	21,934	17,883	41,665	23,781	43%	430,800	4%
Total Expenses	613,292	\$ 945,980	688,661	(257,319)	137%	6,990,103	14%
Other							
Net Profit (Loss)	\$ 3,707,815	\$ 3,422,220	\$ 3,894,757	\$ (472,536)	88%	\$ 6,011	56931%
Depreciation	11,157	10,412	11,286	874	92%	145,522	
Cash increase (decrease) from operations	3,718,972	3,432,633	3,906,043	(473,410)	88%	151,533	
Changes in operating assets/liabilities	(2,283,442)	(3,028,580)	(3,028,580)	-	100%	20,000	
Capital expenditures	53,732	(27,097)	(8,333)	(18,764)	325%	(157,000)	
Net change in cash	\$ 1,489,262	\$ 376,955	\$ 869,129	\$ (492,174)	43%	\$ 14,533	2594%

**Utah State Bar
Licensing
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4010 · Section/Local Bar Support fees	-	-	-	-	#DIV/0!	18,352	0%
4004 · Admissions - Laptop Fees	173	173	176	(4)	98%	464	37%
4006 · Transfer App Fees	-	-	-	-	#DIV/0!	-	#DIV/0!
4011 · Admissions LPP	-	-	-	-	#DIV/0!	1,433	0%
4021 · Lic Fees > 3 Years	3,560,225	3,595,925	3,652,294	(56,369)	98%	3,932,691	91%
4020 · NLTP Fees	-	-	-	-	#DIV/0!	-	#DIV/0!
4022 · Lic Fees < 3 Years	148,250	142,300	165,817	(23,517)	86%	231,657	61%
4023 · Lic Fees - House Counsel	45,675	47,585	49,822	(2,237)	96%	56,901	84%
4025 · Pro Hac Vice Fees	12,375	19,550	13,157	6,393	149%	227,384	9%
4024 · Lic Fees LPP	2,400	3,400	1,916	1,484	177%	3,672	93%
4026 · Lic Fees - Inactive/FS	109,050	111,780	111,702	78	100%	120,987	92%
4027 · Lic Fees - Inactive/NS	195,720	196,875	199,465	(2,590)	99%	227,348	87%
4029 · Prior Year Lic Fees	-	-	-	-	#DIV/0!	-	#DIV/0!
4030 · Certs of Good Standing	1,340	1,440	1,650	(210)	87%	23,440	6%
4061 · Advertising Revenue	-	-	10	(10)	0%	122	0%
4095 · Miscellaneous Income	15	10	17	(7)	60%	102	10%
4096 · Late Fees	800	100	815	(715)	12%	77,850	0%
Total Revenue	4,076,023	4,119,138	4,196,841	(77,703)	98%	4,922,403	84%
Expenses							
Program Services	-	-	2,289	2,289	0%	28,055	-
Salaries & Benefits	11,307	11,336	12,772	1,436	89%	111,445	10%
General & Administrative	(15,586)	58,069	(6,217)	(64,286)	-934%	38,141	152%
Building Overhead	761	867	794	(73)	109%	10,198	9%
Total Expenses	(3,518)	70,272	9,638	(60,634)	729%	187,839	37%
Net Profit (Loss)	\$ 4,079,540	\$ 4,048,866	\$ 4,187,203	\$ (138,337)	97%	\$ 4,734,564	86%

Note: Includes LPP staff time and exam expense

Utah State Bar
Admissions
July 31, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4001 · Admissions - Student Exam Fees	-	-	-	-	#DIV/0!	146,421	0%
4002 · Admissions - Attorney Exam Fees	-	-	-	-	#DIV/0!	68,697	0%
4003 · Admissions - Retake Fees	-	-	-	-	#DIV/0!	38,199	0%
4004 · Admissions - Laptop Fees	-	1,000	-	1,000	#DIV/0!	82,824	1%
4005 · Admissions - Application Forms	-	-	-	-	-	(867)	-
4006 · Transfer App Fees	5,300	7,650	5,410	2,240	141%	65,994	12%
4008 · Attorney - Motion	9,350	5,950	9,526	(3,576)	62%	87,465	7%
4009 · House Counsel	850	3,400	1,020	2,380	333%	28,560	12%
4011 · Admissions LPP	-	-	-	-	#DIV/0!	306	0%
4095 · Miscellaneous Income	595	485	523	(38)	93%	5,171	9%
4096 · Late Fees	-	-	-	-	#DIV/0!	24,600	0%
4200 · Seminar Profit/Loss	-	-	-	-	#DIV/0!	-	#DIV/0!
Total Revenue	16,095	18,485	16,479	2,006	112%	547,370	3%
Expenses							
Program Services	1,240	42,760	1,769	(40,991)	2417%	107,572	40%
Salaries & Benefits	13,751	22,227	16,629	(5,598)	134%	298,236	7%
General & Administrative	5,475	10,085	4,890	(5,195)	206%	70,462	14%
Building Overhead	1,349	1,537	1,290	(247)	119%	18,091	8%
Total Expenses	21,816	76,610	24,578	(52,032)	312%	494,361	15%
Net Profit (Loss)	\$ (5,721)	\$ (58,125)	\$ (8,099)	\$ (50,026)	618%	\$ 53,009	-110%

Utah State Bar
NLTP
July 31, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4020 · NLTP Fees	5,400	3,900	6,572	(2,672)	59%	65,535	6%
4081 · CLE - Registrations	-	-	-	-	#DIV/0!	-	#DIV/0!
4200 · Seminar Profit/Loss	-	-	-	-	#DIV/0!	(893)	-
Total Revenue	5,400	3,900	6,572	(2,672)	59%	64,642	6%
Expenses							
Program Services	-	-	563	563	0%	6,750	0%
Salaries & Benefits	4,924	4,052	4,438	386	91%	36,980	11%
General & Administrative	4,204	1,835	3,824	1,989	48%	21,560	9%
Building Overhead	288	328	274	(54)	120%	3,856	8%
Total Expenses	9,415	6,214	9,099	2,885	68%	69,146	9%
Net Profit (Loss)	\$ (4,015)	\$ (2,314)	\$ (2,527)	\$ 213	92%	\$ (4,504)	51%

Utah State Bar
OPC
July 31, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4095 · Miscellaneous Income	50	-	40	(40)	0%	4,000	0%
4200 · Seminar Profit/Loss	-	-	-	-	#DIV/0!	57,613	0%
Total Revenue	50	-	40	(40)	0%	61,613	0%
Expenses							
Program Services	34	21	152	131	14%	12,271	0%
Salaries & Benefits	116,665	119,185	122,386	3,201	97%	1,337,742	9%
General & Administrative	12,678	13,312	9,957	(3,355)	134%	117,414	11%
Building Overhead	5,002	5,698	4,786	(912)	119%	67,067	8%
Total Expenses	134,378	138,216	137,281	(935)	101%	1,534,494	9%
Net Profit (Loss)	\$ (134,328)	\$ (138,216)	\$ (137,241)	\$ (975)	101%	\$ (1,472,881)	9%

**Utah State Bar
CLE
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4052 · Meeting - Sponsor Revenue	-	-	-	-	#DIV/0!	15,000	0%
4053 · Meeting - Vendor Revenue	-	-	-	-	#DIV/0!	-	-
4054 · Meeting - Material Sales	-	-	-	-	#DIV/0!	-	-
4081 · CLE - Registrations	6,591	21,095	7,577	13,518	278%	315,000	7%
4082 · CLE - Video Library Sales	15,292	16,455	10,909	5,546	151%	146,835	11%
4084 · Business Law Book Sales	-	-	-	-	#DIV/0!	-	-
4093 · Law Day Revenue	-	-	-	-	#DIV/0!	2,500	-
4095 · Miscellaneous Income	-	-	-	-	#DIV/0!	-	-
4200 · Seminar Profit/Loss	-	-	-	-	#DIV/0!	1,380	0%
Total Revenue	21,883	37,550	18,486	19,064	203%	480,715	8%
Expenses							
Program Services	(3,888)	2,672	2,418	(254)	110%	219,317	1%
Salaries & Benefits	12,838	14,842	17,815	2,973	83%	242,485	6%
General & Administrative	4,609	6,853	3,955	(2,898)	173%	42,364	16%
Building Overhead	1,209	1,203	1,254	51	96%	15,310	8%
Total Expenses	14,768	25,570	25,442	(128)	101%	519,476	5%
Net Profit (Loss)	\$ 7,116	\$ 11,980	\$ (6,956)	\$ 18,936	-172%	\$ (38,761)	-31%

**Utah State Bar
Summer Convention
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4051 · Meeting - Registration	126,198	82,625	168,064	(85,439)	49%	168,064	49%
4052 · Meeting - Sponsor Revenue	14,750	32,700	30,000	2,700	109%	30,000	109%
4053 · Meeting - Vendor Revenue	13,800	11,300	20,600	(9,300)	55%	20,600	55%
4055 · Meeting - Sp Ev Registration	12,325	1,200	1,800	(600)	67%	1,800	67%
4095 · Miscellaneous Income	500	-	-	-	-	-	-
Total Revenue	167,573	127,825	220,464	(92,639)	58%	220,464	58%
Expenses							
Program Services	156,948	246,093	99,638	(146,455)	247%	179,276	137%
Salaries & Benefits	6,851	2,022	9,657	7,635	21%	25,030	8%
General & Administrative	1,759	7,040	1,346	(5,694)	523%	16,158	44%
Building Overhead	-	-	-	-	#DIV/0!	-	-
Total Expenses	165,559	255,155	110,642	(144,513)	231%	220,464	116%
Net Profit (Loss)	\$ 2,014	\$ (127,330)	\$ 109,822	\$ (237,152)	-116%	\$ 0	-76397922%

**Utah State Bar
Fall Forum
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4051 · Meeting - Registration	-	-	67,419	(67,419)	0%	76,260	0%
4052 · Meeting - Sponsor Revenue	-	-	-	-	#DIV/0!	-	-
4053 · Meeting - Vendor Revenue	-	-	8,221	(8,221)	0%	8,400	0%
4055 · Meeting - Sp Ev Registration	-	-	-	-	#DIV/0!	-	-
Total Revenue	-	-	75,640	(75,640)	0%	84,660	0%
Expenses							
Program Services	-	-	63,810	63,810	0%	69,543	0%
Salaries & Benefits	-	-	1,489	1,489	0%	3,583	0%
General & Administrative	-	-	1,612	1,612	0%	11,534	0%
Building Overhead	-	-	-	-	#DIV/0!	-	-
Total Expenses	-	-	66,911	66,911	0%	84,660	0%
Net Profit (Loss)	\$ -	\$ -	\$ 8,729	\$ (8,729)	0%	\$ -	#DIV/0!

**Utah State Bar
Spring Convention
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4051 · Meeting - Registration	-	-	-	-	#DIV/0!	97,895	0%
4052 · Meeting - Sponsor Revenue	-	-	-	-	#DIV/0!	13,500	0%
4053 · Meeting - Vendor Revenue	-	-	-	-	#DIV/0!	10,950	0%
4055 · Meeting - Sp Ev Registration	-	-	-	-	#DIV/0!	1,907	0%
Total Revenue	-	-	-	-	#DIV/0!	124,252	0%
Expenses							
Program Services	-	-	-	-	#DIV/0!	93,276	0%
Salaries & Benefits	-	-	-	-	#DIV/0!	17,070	0%
General & Administrative	125	-	-	-	#DIV/0!	13,906	0%
Building Overhead	-	-	-	-	#DIV/0!	-	-
Total Expenses	125	-	-	-	#DIV/0!	124,252	0%
Net Profit (Loss)	\$ (125)	\$ -	\$ -	\$ -	#DIV/0!	\$ -	#DIV/0!

Utah State Bar
Member Services
July 31, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4010 · Section/Local Bar Support fees	-	-	-	-	#DIV/0!	86,087	0%
4052 · Meeting - Sponsor Revenue	-	-	-	-	#DIV/0!	-	#DIV/0!
4061 · Advertising Revenue	27,358	30,131	27,007	3,124	112%	211,916	14%
4062 · Subscriptions	-	-	-	-	#DIV/0!	30	0%
4071 · Mem Benefits - Lexis	-	-	-	-	#DIV/0!	1,279	-
4072 · Royalty Inc - Bar J, MBNA, LM,M	683	1,339	643	696	208%	11,438	12%
Total Revenue	28,041	31,470	27,650	3,820	114%	310,750	10%
Expenses							
Program Services	16,509	18,861	16,997	(1,864)	111%	306,471	6%
Salaries & Benefits	11,053	12,307	12,573	266	98%	173,775	7%
General & Administrative	20,472	7,936	21,149	13,213	38%	201,043	4%
Building Overhead	1,496	1,369	1,540	171	89%	18,481	7%
Total Expenses	49,530	40,473	52,260	11,786	77%	699,770	6%
Net Profit (Loss)	\$ (21,489)	\$ (9,003)	\$ (24,610)	\$ 15,607	37%	\$ (389,020)	2%

**Utah State Bar
Public Services
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4063 · Modest Means revenue	750	950	656	294	145%	10,000	10%
4093 · Law Day Revenue	-	-	-	-	#DIV/0!	-	#DIV/0!
4095 · Miscellaneous Income	10	-	2	(2)	0%	20	0%
4120 · Grant Income	-	-	-	-	#DIV/0!	-	#DIV/0!
4200 · Seminar Profit/Loss	-	-	-	-	#DIV/0!	7,271	-
Total Revenue	760	950	658	292	144%	17,291	5%
Expenses							
Program Services	8,576	5,779	11,522	5,743	50%	155,087	4%
Salaries & Benefits	22,864	29,213	24,871	(4,342)	117%	401,716	7%
General & Administrative	5,134	5,687	5,172	(515)	110%	57,675	10%
Building Overhead	916	1,044	877	(167)	119%	12,283	8%
Total Expenses	37,489	41,722	42,442	720	98%	626,761	7%
Net Profit (Loss)	\$ (36,729)	\$ (40,772)	\$ (41,784)	\$ 1,012	98%	\$ (609,470)	7%

**Utah State Bar
Bar Operations
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4031 · Enhanced Web Revenue	-	-	-	-	-	-	-
4052 · Meeting - Sponsor Revenue	-	-	-	-	#DIV/0!	-	#DIV/0!
4053 · Meeting - Vendor Revenue	-	-	-	-	#DIV/0!	-	#DIV/0!
4060 · E-Filing Revenue	-	-	-	-	#DIV/0!	16,741	0%
4103 · In - Kind Revenue - UDR	-	-	-	-	#DIV/0!	-	#DIV/0!
4095 · Miscellaneous Income	70	12,570	51	12,519	24647%	918	1369%
4200 · Seminar Profit/Loss	-	-	-	-	#DIV/0!	-	-
Investment Income	2,907	10,283	17,461	(7,178)	59%	10,301	28%
Total Revenue	2,977	22,853	17,512	5,341	130%	27,960	11%
Expenses							
Program Services	32,623	111,612	17,007	(94,606)	656%	201,456	55%
Salaries & Benefits	101,837	128,428	125,728	(2,700)	102%	1,462,204	9%
General & Administrative	23,538	29,230	22,389	(6,841)	131%	282,481	10%
In Kind	165	127	178	51	71%	1,836	7%
Building Overhead	3,634	4,467	3,403	(1,064)	131%	50,103	9%
Total Expenses	161,797	273,864	168,705	(105,160)	162%	1,998,080	14%
Net Profit (Loss)	\$ (158,819)	\$ (251,012)	\$ (151,193)	\$ (99,819)	166%	\$ (1,970,120)	13%

**Utah State Bar
Facilities
July 31, 2022**

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4039 · Room Rental-All parties	985	2,485	1,304	1,181	191%	51,387	5%
4042 · Food & Beverage Rev-All Parties	320	1,958	728	1,230	269%	62,654	3%
4043 · Setup & A/V charges-All parties	-	-	-	-	#DIV/0!	701	0%
4090 · Tenant Rent	1,000	1,586	1,044	542	152%	19,252	8%
4095 · Miscellaneous Income	-	-	-	-	#DIV/0!	-	#DIV/0!
4103 · In - Kind Revenue - UDR	-	-	-	-	#DIV/0!	-	#DIV/0!
Total Revenue	2,305	6,029	3,076	2,953	196%	133,994	4%
Expenses							
Program Services	927	3,166	1,770	(1,396)	179%	60,507	5%
Salaries & Benefits	12,632	11,703	14,835	3,131	79%	179,278	7%
General & Administrative	(6,592)	(8,491)	9,195	17,686	-92%	833	-1019%
In Kind	190	300	148	(152)	203%	12,927	2%
Building Overhead	14,777	11,204	15,717	4,513	71%	177,255	6%
Total Expenses	21,934	17,883	41,665	23,781	43%	430,800	4%
Net Profit (Loss)	\$ (19,628)	\$ (11,854)	\$ (38,589)	\$ 26,735	31%	\$ (296,806)	4%

Utah State Bar
Income Statement - Consolidated By Account
July 31, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
Revenue							
4001 - Admissions - Student Exam Fees	-	-	-	-	#DIV/0!	146,421	0%
4002 - Admissions - Attorney Exam Fees	-	-	-	-	#DIV/0!	68,697	0%
4003 - Admissions - Retake Fees	-	-	-	-	#DIV/0!	38,199	0%
4004 - Admissions - Laptop Fees	173	1,173	176	997	666%	83,288	1%
4005 - Admissions - Application Forms	-	-	-	-	#DIV/0!	(867)	-
4006 - Transfer App Fees	5,300	7,650	5,410	2,240	141%	65,994	12%
4008 - Attorney - Motion	9,350	5,950	9,526	(3,576)	62%	87,465	7%
4009 - House Counsel	850	3,400	1,020	2,380	333%	28,560	12%
4010 - Section/Local Bar Support fees	-	-	-	-	#DIV/0!	104,439	0%
4011 - Admissions LPP	-	-	-	-	#DIV/0!	1,739	0%
4012 - Admissions Military Spouse	-	-	-	-	#DIV/0!	-	#DIV/0!
4020 - NLTP Fees	5,400	3,900	6,572	(2,672)	59%	65,535	6%
4021 - Lic Fees > 3 Years	3,560,225	3,595,925	3,652,294	(56,369)	98%	3,932,691	91%
4022 - Lic Fees < 3 Years	148,250	142,300	165,817	(23,517)	86%	231,657	61%
4023 - Lic Fees - House Counsel	45,675	47,585	49,822	(2,237)	96%	56,901	84%
4024 - Lic Fees LPP	2,400	3,400	1,916	1,484	177%	3,672	93%
4025 - Pro Hac Vice Fees	12,375	19,550	13,157	6,393	149%	227,384	9%
4026 - Lic Fees - Inactive/FS	109,050	111,780	111,702	78	100%	120,987	92%
4027 - Lic Fees - Inactive/NS	195,720	196,875	199,465	(2,590)	99%	227,348	87%
4029 - Prior Year Lic Fees	-	-	-	-	#DIV/0!	-	#DIV/0!
4030 - Certs of Good Standing	1,340	1,440	1,650	(210)	87%	23,440	6%
4039 - Room Rental-All parties	985	2,485	1,304	1,181	191%	51,387	5%
4042 - Food & Beverage Rev-All Parties	320	1,958	728	1,230	269%	62,654	3%
4043 - Setup & A/V charges-All parties	-	-	-	-	#DIV/0!	701	0%
4051 - Meeting - Registration	126,198	82,625	235,483	(152,858)	35%	342,219	24%
4052 - Meeting - Sponsor Revenue	14,750	32,700	30,000	2,700	109%	58,500	56%
4053 - Meeting - Vendor Revenue	13,800	11,300	28,821	(17,521)	39%	39,950	28%
4054 - Meeting - Material Sales	-	-	-	-	#DIV/0!	-	-
4055 - Meeting - Sp Ev Registration	12,325	1,200	1,800	(600)	67%	3,707	32%
4060 - E-Filing Revenue	-	-	-	-	#DIV/0!	16,741	0%
4061 - Advertising Revenue	27,358	30,131	27,017	3,114	112%	212,038	14%
4062 - Subscriptions	-	-	-	-	#DIV/0!	30	0%
4063 - Modest Means revenue	750	950	656	294	145%	10,000	10%
4071 - Mem Benefits - Lexis	-	-	-	-	#DIV/0!	1,279	-
4072 - Royalty Inc - Bar J, MBNA, LM,M	683	1,339	643	696	208%	11,438	12%
4081 - CLE - Registrations	6,591	21,095	7,577	13,518	278%	315,000	7%
4082 - CLE - Video Library Sales	15,292	16,455	10,909	5,546	151%	146,835	11%
4090 - Tenant Rent	1,000	1,586	1,044	542	152%	19,252	8%
4093 - Law Day Revenue	-	-	-	-	#DIV/0!	2,500	0%
4095 - Miscellaneous Income	1,240	13,065	633	12,433	2065%	10,211	128%
4096 - Late Fees	800	100	815	(715)	12%	102,450	0%
4103 - In - Kind Revenue - UDR	-	-	-	-	#DIV/0!	-	#DIV/0!
4200 - Seminar Profit/Loss	-	-	-	-	#DIV/0!	65,371	0%
Investment income	2,907	10,283	17,461	(7,178)	59%	10,301	100%
Total Revenue	4,321,107	4,368,200	4,583,418	(215,218)	95%	6,996,114	62%
Program Service Expenses							
5001 - Meeting Facility-external only	23,219	40,082	8,315	(31,767)	482%	45,840	87%
5002 - Meeting facility-internal only	795	2,025	1,974	(51)	103%	26,020	8%
5013 - ExamSoft	-	17,623	79	(17,544)	22308%	33,764	52%
5014 - Questions	-	-	2,201	2,201	0%	73,183	0%
5015 - Investigations	75	75	69	(6)	109%	1,600	5%
5016 - Credit Checks	232	105	211	106	50%	2,364	4%
5017 - Medical Exam	-	-	-	-	#DIV/0!	800	-
5020 - Exam Scoring	-	-	-	-	#DIV/0!	-	-
5025 - Temp Labor/Proctors	-	-	-	-	#DIV/0!	90	0%
5030 - Speaker Fees & Expenses	438	17,393	317	(17,076)	5487%	12,887	135%
5031 - Speaker Reimb. - Receipt Req'd	-	-	1,490	1,490	0%	13,170	0%
5035 - Awards	1,181	1,834	344	(1,490)	533%	3,770	49%
5037 - Grants/ contributions - general	-	-	333	333	0%	18,500	0%
5040 - Witness & Hearing Expense	(15)	-	(22)	(22)	0%	389	0%
5041 - Process Serving	-	-	-	-	#DIV/0!	607	0%
5046 - Court Reporting	-	-	-	-	#DIV/0!	15	0%
5047 - Casemaker	4,528	4,240	4,065	(175)	104%	49,999	8%
5055 - Legislative Expense	5,000	5,000	5,000	-	100%	60,000	8%
5060 - Program Special Activities	981	-	-	-	#DIV/0!	-	-
5061 - LRE - Bar Support	-	60,000	-	(60,000)	#DIV/0!	64,182	93%
5062 - Law Day	-	-	-	-	#DIV/0!	9,400	0%
5063 - Special Event Expense	5,642	1,943	1,670	(273)	116%	21,223	9%
5064 - MCLE Fees Paid	584	3,482	2,730	(753)	128%	52,681	7%
5070 - Equipment Rental	4,444	4,646	18,272	13,625	25%	40,119	12%
5075 - Food & Bev-external costs only	94,459	170,867	90,084	(80,783)	190%	307,857	56%
5076 - Food & beverage - internal only	320	1,269	2,567	1,298	49%	32,964	4%
5079 - Soft Drinks	740	1,436	1,130	(306)	127%	5,680	25%
5085 - Misc. Program Expense	401	816	747	(69)	109%	2,890	28%
5090 - Commission Expense	(1,618)	2,056	(1,682)	(3,738)	-122%	37,456	5%
5095 - Wills for Heroes	152	-	104	104	0%	1,250	0%
5096 - UDR Support	-	-	-	-	#DIV/0!	-	-
5099 - Blomquist Hale	7,466	7,470	7,495	25	100%	90,000	8%
5702 - Travel - Lodging	11,145	14,473	4,946	(9,527)	293%	51,020	28%
5703 - Travel - Transportation/Parking	229	5,924	1,589	(4,335)	373%	14,162	42%
5704 - Travel - Mileage Reimbursement	1,649	1,061	453	(608)	234%	8,886	12%
5705 - Travel - Per Diems	1,464	1,238	261	(976)	474%	4,327	29%
5706 - Travel - Meals	-	-	104	104	0%	1,250	0%
5707 - Travel - Commission Mtgs	32,311	36,944	4,375	(32,569)	844%	52,500	70%
5805 - ABA Annual Meeting	-	-	348	348	0%	4,173	0%
5810 - ABA Mid Year Meeting	-	-	667	667	0%	8,005	0%
5815 - Commission/Education	-	-	1,625	1,625	0%	19,500	0%
5820 - ABA Annual Delegate	-	-	550	550	0%	6,600	0%
5830 - Western States Bar Conference	-	-	747	747	0%	8,959	0%
5840 - President's Expense	1,500	1,500	1,667	167	90%	20,000	8%
5841 - President's Reimbursement	-	-	-	-	#DIV/0!	-	#DIV/0!
5845 - Reg Reform Task Force	-	-	-	-	#DIV/0!	-	-
5850 - Leadership Academy	-	-	850	850	0%	10,200	0%
5855 - Bar Review	-	36	-	(36)	#DIV/0!	-	#DIV/0!
5865 - Retreat	-	-	2,775	2,775	0%	33,300	0%
5866 - Wellbeing Committee	8,358	5,175	10,077	4,902	51%	76,311	7%

Utah State Bar
Income Statement - Consolidated By Account
July 31, 2022

	Actual LYTD	Actual YTD	Budget YTD	Fav (Unfav) variance	% of Budget	Total Budget	YTD % of Tot Budget
5867 · Bar Membership Survey	-	-	-	-	#DIV/0!	-	#DIV/0!
5868 · UCLI Support	-	-	-	-	#DIV/0!	-	#DIV/0!
5960 · Overhead Allocation - Seminars	-	-	23,454	23,454	0%	17,115	0%
5970 · Event Revenue Sharing - 3rd Pty	7,289	9,176	5,762	(3,414)	159%	62,273	15%
Total Program Service Expenses	212,967	430,965	217,743	(213,222)	198%	1,437,281	30%
Salaries & Benefit Expenses							
5510 · Salaries/Wages	245,042	284,232	283,115	(1,116)	100%	3,326,637	9%
5605 · Payroll Taxes	19,418	20,928	22,660	1,732	92%	272,485	8%
5610 · Health Insurance	24,586	23,322	26,883	3,561	87%	305,955	8%
5620 · Health Ins/Medical Reimb	600	300	690	390	43%	6,728	4%
5630 · Dental Insurance	1,298	1,429	1,432	3	100%	18,527	8%
5640 · Life & LTD Insurance	1,521	1,674	1,917	243	87%	23,819	7%
5645 · Workman's Comp Insurance	101	355	142	(213)	250%	2,961	12%
5650 · Retirement Plan Contributions	21,056	22,525	24,978	2,453	90%	311,428	7%
5655 · Retirement Plan Fees & Costs	-	-	-	-	#DIV/0!	14,000	0%
5660 · Training/Development	1,100	550	1,376	826	40%	7,004	8%
Total Salaries & Benefit Expenses	314,722	355,315	363,193	7,878	98%	4,289,544	7%
General & Administrative Expenses							
7025 · Office Supplies	1,816	845	1,318	473	64%	18,127	5%
7015 · Office Equip Repairs	-	-	-	-	#DIV/0!	-	#DIV/0!
7033 · Operating Meeting Supplies	1,087	143	4,102	3,959	3%	8,700	2%
7035 · Postage/Mailing, net	418	36	13,616	13,580	0%	49,646	0%
7040 · Copy/Printing Expense	16,685	2,104	18,552	16,447	11%	152,187	1%
7041 · Copy/Print revenue	(1,260)	(1,025)	(1,487)	(462)	69%	(18,595)	6%
7045 · Internet Service	706	971	691	(280)	141%	17,961	5%
7050 · Computer Maintenance	5,162	16,486	5,987	(10,500)	275%	143,658	11%
7055 · Computer Supplies & Small Equip	4,914	2,138	4,666	2,528	46%	20,989	10%
7089 · Membership Database Fees	3,712	10,846	5,672	(5,174)	191%	84,285	13%
7095 · Fax Equip & Supplies	-	-	-	-	#DIV/0!	(140)	-
7100 · Telephone	6,565	6,155	7,315	1,160	84%	63,519	10%
7105 · Advertising	-	98	-	(98)	#DIV/0!	45,444	0%
7106 · Public Notification	-	-	-	-	#DIV/0!	-	#DIV/0!
7107 · Production Costs	-	-	-	-	#DIV/0!	7,500	0%
7110 · Publications/Subscriptions	2,468	3,018	2,560	(458)	118%	26,874	11%
7115 · Public Relations	-	-	-	-	#DIV/0!	-	#DIV/0!
7120 · Membership/Dues	9,277	7,725	9,026	1,301	86%	17,117	45%
7135 · Bank Service Charges	233	260	295	35	88%	800	33%
7136 · ILM Service Charges	1,410	1,487	1,383	(104)	108%	20,541	7%
7138 · Bad debt expense	-	-	-	-	#DIV/0!	-	-
7140 · Credit Card Merchant Fees	89	77,137	925	(76,212)	8341%	122,848	63%
7141 · Credit Card surcharge	(16,566)	(14,284)	(7,939)	6,345	180%	(66,551)	21%
7145 · Commission Election Expense	-	-	-	-	#DIV/0!	3,013	0%
7150 · E&O/Off & Dir Insurance	4,927	5,866	4,741	(1,125)	124%	56,894	10%
7160 · Audit Expense	-	10,000	-	(10,000)	#DIV/0!	38,143	26%
7170 · Lobbying Rebates	7	-	18	18	0%	214	0%
7175 · O/S Consultants	8,640	-	1,122	1,122	0%	9,461	0%
7176 · Bar Litigation	-	86	-	(86)	#DIV/0!	10,000	1%
7177 · UPL	-	-	-	-	#DIV/0!	20,000	0%
7178 · Offsite Storage/Backup	-	-	-	-	#DIV/0!	-	#DIV/0!
7179 · Payroll Adm Fees	251	184	253	69	73%	2,973	6%
7180 · Administrative Fee Expense	232	135	209	74	65%	1,580	9%
7190 · Lease Interest Expense	-	-	-	-	#DIV/0!	364	0%
7191 · Lease Sales Tax Expense	-	-	-	-	#DIV/0!	-	#DIV/0!
7195 · Other Gen & Adm Expense	5,040	1,144	4,248	3,104	27%	16,019	7%
Total General & Administrative Expenses	55,816	131,557	77,273	(54,284)	170%	873,571	6%
In Kind Expenses							
7103 · InKind Contrib-UDR & all other	355	427	326	(101)	131%	14,763	3%
Total In Kind Expenses	355	427	326	(101)	131%	14,763	2%
Building Overhead Expenses							
6015 · Janitorial Expense	1,978	4,892	1,886	(3,006)	259%	26,681	18%
6020 · Heat	1,245	919	1,250	331	74%	22,269	4%
6025 · Electricity	5,514	4,829	5,645	816	86%	43,987	11%
6030 · Water/Sewer	659	1,051	704	(347)	149%	6,142	17%
6035 · Outside Maintenance	1,429	441	1,214	773	36%	17,290	3%
6040 · Building Repairs	466	-	662	662	0%	25,872	0%
6045 · Bldg Mtnc Contracts	2,367	562	2,474	1,913	23%	28,065	2%
6050 · Bldg Mtnc Supplies	-	-	-	-	#DIV/0!	-	#DIV/0!
6055 · Real Property Taxes	2,838	2,651	3,040	389	87%	35,074	8%
6060 · Personal Property Taxes	31	36	31	(5)	118%	387	9%
6065 · Bldg Insurance/Fees	1,750	1,924	1,744	(180)	110%	21,355	9%
6070 · Building & Improvements Depre	6,901	7,124	6,650	(474)	107%	80,543	9%
6075 · Furniture & Fixtures Depre	116	423	165	(258)	256%	4,198	10%
7065 · Computers, Equip & Sftwre Depre	4,140	2,865	4,471	1,605	64%	60,781	5%
Total Building Overhead Expenses	29,432	27,716	29,936	2,219	93%	372,644	8%
Total Expenses	613,292	945,980	688,470	(257,510)	137%	6,987,803	9%
Other							
4300 · Gain (Loss) - Disposal Of Assets	-	-	-	-	#DIV/0!	-	#DIV/0!
4120 · Grant Income	-	-	-	-	#DIV/0!	-	#DIV/0!
	-	-	-	-	#DIV/0!	-	#DIV/0!
Net Profit (Loss)	\$ 3,707,815	\$ 3,422,220	\$ 3,894,948	\$ (472,728)	88%	\$ 8,311	41176%

Utah State Bar Balance Sheets

	7/31/2022	6/30/2022
ASSETS		
Current Assets		
Petty Cash	\$ 625	\$ 625
Cash in Bank	2,122,483	1,278,654
Invested Funds	7,579,420	7,371,903
Total Cash/Investments	9,702,528	8,651,182
Accounts Receivable	93,317	97,588
Prepaid Expenses	240,461	241,574
A/R - Sections	49,251	48,211
Total Other Current Assets	383,029	387,373
Total Current Assets	10,085,557	9,038,555
Fixed Assets		
Property & Equipment	5,100,131	5,073,034
Accumulated Depreciation	(4,340,783)	(4,328,468)
Land	633,142	633,142
Total Fixed Assets	1,392,490	1,377,707
TOTAL ASSETS	\$ 11,478,047	\$ 10,416,263
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
AP Trade	\$ 266,492	\$ 203,619
Other Accounts Payable	252,013	141,552
Accrued Payables	479,110	454,417
Cap Lease Oblig - ST	4,112	4,112
A/P - Sections	337,030	210,495
Deferred Revenue	950	2,684,077
Total Current Liabilities	1,339,707	3,698,272
Long Term Liabilities		
Capital Lease Oblig	(4,255)	(4,255)
Total Long Term Liabilities	(4,255)	(4,255)
Total Liabilities	1,335,452	3,694,016
Equity		
Unrestricted Net Assets (R/E)	6,720,375	6,528,232
Fund Balance - Current Year	3,422,220	194,014
Total Equity	10,142,596	6,722,247
TOTAL LIABILITIES & EQUITY	\$ 11,478,047	\$ 10,416,263

Balance Sheet Classification

ILM-USB-SECTION (20054)

Base Currency: USD As of 07/31/2022

Dated: 08/09/2022

CE

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
38141W273	GOLDMAN:FS GOVT INST	484,689.85	AAA	2.070	07/31/2022	2.080	2.080	484,689.85	0.00	1.0000	0.00	484,689.85
CCYUSD	Cash	631.23	AAA	0.000	07/31/2022	0.000	0.000	631.23	0.00	1.0000	0.00	631.23
CCYUSD	Receivable	201,875.00	AAA	0.000	07/31/2022	0.000	0.000	201,875.00	0.00	1.0000	0.00	201,875.00
---	---	687,196.08	AAA	---	07/31/2022	1.467	1.467	687,196.08	0.00	1.0000	0.00	687,196.08

ST

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
89114QCD8	TORONTO-DOMINION BANK	40,000.00	A+	1.900	12/01/2022	0.334	3.016	40,208.48	-357.00	99.6287	126.67	39,978.15
48133DE71	JPMORGAN CHASE FINANCIAL COMPANY LLC	45,000.00	A	2.500	05/01/2023	2.500	4.228	45,000.00	-569.70	98.7340	287.50	44,717.80
064159VK9	BANK OF NOVA SCOTIA	45,000.00	A	1.625	05/01/2023	0.356	3.308	45,427.23	-984.60	98.7614	182.81	44,625.44
---	---	130,000.00	A	---	03/15/2023	1.089	3.536	130,635.72	-1,911.31	---	596.98	129,321.39

LT

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
90348JT34	UBS Bank USA	25,000.00	A+	0.350	09/22/2023	0.400	0.400	24,985.72	0.00	99.9429	2.40	24,988.12
795451AU7	Sallie Mae Bank	25,000.00	BBB+	0.350	09/22/2023	0.400	0.400	24,985.72	0.00	99.9429	31.64	25,017.36
38149MZ4	Goldman Sachs Bank USA	25,000.00	A+	0.350	09/22/2023	0.400	0.400	24,985.72	0.00	99.9429	31.64	25,017.36
87165HD64	Synchrony Bank	200,000.00	BBB	0.400	09/25/2023	0.450	0.450	199,885.57	0.00	99.9428	284.93	200,170.50
87165EUF2	Synchrony Bank	25,000.00	BBB	0.400	09/18/2023	0.450	0.450	24,985.82	0.00	99.9433	38.06	25,023.87
05580AD92	BMW Bank of North America	25,000.00	AA-	0.350	09/25/2023	0.400	0.400	24,985.58	0.00	99.9423	31.16	25,016.74
---	---	325,000.00	BBB+	---	09/24/2023	0.435	0.434	324,814.12	0.00	---	419.84	325,233.96

Summary

Identifier	Description	Current Units	Rating	Coupon	Effective Maturity	Book Yield	Yield	Base Book Value	Base Net Total Unrealized Gain/Loss	Market Price	Base Accrued Balance	Base Market Value + Accrued
---	---	1,142,196.08	AA-	---	12/23/2022	1.130	1.407	1,142,645.92	-1,911.31	---	1,016.82	1,141,751.42

* Grouped by: BS Class 2. * Groups Sorted by: BS Class 2. * Weighted by: Base Market Value + Accrued, except Book Yield by Base Book Value + Accrued. * Holdings Displayed by: Lot.