



**STATE BAR OF TEXAS  
BOARD OF DIRECTORS POLICY MANUAL**

**June 2017**

(17) “Special Committee” means a volunteer committee temporarily established by the Board with a defined limited purpose and whose term of existence extends no longer than the next Annual Meeting following the date of creation unless specifically extended by the Board.

(18) “Standing Committee” means a volunteer committee established by the Board with a defined broad purpose, whose term of existence is indefinite until discontinued by the Board.

(19) “State Bar” means the State Bar of Texas.

(20) “State Bar Act” means Chapter 81 of the Texas Government Code.

(21) “State Bar Rules” means the rules adopted by the Supreme Court of Texas for the operation, maintenance and conduct of the State Bar and for the disciplining of its members.

(22) “TATJC” means the Texas Access to Justice Commission.

(23) “Texas Trade Association” means a cooperative and voluntarily joined statewide association of business or professional competitors in this state designed to assist its members and its industry or profession in dealing with mutual business or professional problems and in promoting their common interest.

(24) “TYLA” means the Texas Young Lawyers Association.

(25) “Voting Board Member” includes:

- (A) Officers of the State Bar;
- (B) president, president-elect, and immediate past president of the TYLA;
- (C) not more than thirty members of the State Bar elected by the membership from their district as determined by the Board;
- (D) six persons appointed by the Supreme Court and confirmed by the senate who are not attorneys and who do not have, other than as consumers, a financial interest in the practice of law pursuant to §81.02 of the State Bar Act; and
- (E) four Minority Directors appointed by the President.

## CONFLICTS WITH ACT AND RULES

The State Bar of Texas is an administrative agency of the Supreme Court of Texas and is subject to the direction of

the Court. To the extent any portion of this Policy Manual is inconsistent with any directive, charge, or order of the Court, such directive, charge, or order shall take precedence. Further, nothing contained in this Policy Manual shall be inconsistent or conflict with the State Bar Act, the State Bar Rules or other applicable federal or Texas laws or rules. If there is any such inconsistency or conflict, the State Bar Act, the State Bar Rules, and/or such other applicable laws or rules shall take precedence over this Policy Manual.

## PART I. BOARD OF DIRECTORS

### 1.01 General

**1.01.01 Policy Making Body.** The Board is the policy-making body of the State Bar of Texas.

#### 1.01.02 Board Districts.

(A) *District 1 Counties:* Bowie, Camp, Cass, Collin, Delta, Fannin, Franklin, Grayson, Harrison, Henderson, Hopkins, Hunt, Kaufman, Lamar, Marion, Morris, Panola, Rains, Red River, Rockwall, Titus, Upshur, Van Zandt, Wood

(B) *District 2 Counties:* Anderson, Angelina, Cherokee, Freestone, Gregg, Houston, Leon, Limestone, Madison, Nacogdoches, Navarro, Rusk, Sabine, San Augustine, Shelby, Smith, Trinity

(C) *District 3 Counties:* Chambers, Hardin, Jasper, Jefferson, Liberty, Montgomery, Newton, Orange, Polk, San Jacinto, Tyler, Walker

(D) *District 4 Counties:* Harris

(E) *District 5 Counties:* Austin, Brazoria, Colorado, Fayette, Fort Bend, Galveston, Grimes, Jackson, Lavaca, Matagorda, Waller, Wharton

(F) *District 6 Counties:* Dallas

(G) *District 7 Counties:* Ellis, Hill, Johnson, Tarrant

(H) *District 8 Counties:* Bastrop, Bell, Bosque, Brazos, Burleson, Caldwell, Coryell, Falls, Hamilton, Lee, Milam, McLennan, Robertson, Washington, Williamson

(I) *District 9 Counties:* Travis

(J) *District 10 Counties:* Bexar

(K) *District 11 Counties:* Aransas, Bee, Calhoun, De Witt, Goliad, Gonzales, Guadalupe, Jim Wells, Karnes, Kleberg, Live Oak, Nueces, Refugio, San Patricio, Victoria, Wilson

(L) *District 12 Counties:* Atascosa, Brooks, Cameron,

the section's position, paragraph 2 of the disclaimer may be omitted.

**8.02.06 Other Requests.** From time to time, the State Bar or a State Bar section may be requested to express support or opposition to any position, action or resolution taken or proposed to be taken by any entity outside of the State Bar. In that event, such request will be treated in a similar manner as a request for approval to file an amicus brief, and will be subject to the requirements, restrictions and procedures established in this §8.02.

## Part IX. STATE BAR STAFF

### 9.01 Executive Director

**9.01.01 Appointment.** The Board shall appoint the Executive Director. Annual compensation for the Executive Director shall be established by the Board. The Executive Director shall at all times be the highest paid employee of the State Bar.

**9.01.02 Executive Director.** The Executive Director is the chief administrative officer who has full responsibility for the proper administration of the State Bar office and all its facilities and properties, and is subject to review only by the Board.

**(A)** Along with the President, the Executive Director is the official spokesperson for the State Bar.

**(B)** The Executive Director, after considering the advice of legal counsel, has authority to compromise claims by or against the State Bar up to the amount of \$50,000.

**(C)** The Executive Director, upon consultation with the Officers, shall hire in-house legal counsel.

**(D)** The Executive Director, upon consultation with the Officers, shall have the authority to retain outside counsel to represent the State Bar in legal matters.

#### 9.01.03 Evaluation of Executive Director.

**(A) Evaluation.** The Executive Director shall be evaluated once every fiscal year. The Executive Committee will be responsible for coordinating the evaluation process as detailed below. The Executive Committee shall delegate its initial duties to an Evaluation Subcommittee comprised of the President, President-elect, Immediate Past President, Chair of the Board, and Chair of the Administration Committee.

**(B) Setting Performance Objectives.** At the beginning of each fiscal year, but not later than the first quarterly Board Meeting, the Evaluation Subcommittee shall meet with the Executive Director and set performance objectives for that fiscal year, including performance objectives that the

Executive Director will hold division directors and members of the Senior Management Team responsible for accomplishing. The performance objectives of the Executive Director will be presented to the Executive Committee for review and final approval

**(C) Process.** The Evaluation Subcommittee will be responsible for the actual conduct of the evaluation, including but not limited to, drafting of the appropriate inquiries, seeking input from each Board member and the tabulation and reporting of same. The responses to the inquiries shall state the nature and extent of contact with the Executive Director during the evaluation year. In the evaluation process, each Board member shall be furnished with the performance objectives approved for that evaluation year, together with the commentary, if any, of the Executive Director setting out how those performance objectives were completed.

**(D) Confidentiality.** The evaluation process is to be conducted in a confidential manner, which ensures the privacy of the Board members' responses consistent with the Public Information Act, or any successor act.

**(E) Performance Areas.** It is anticipated that the evaluation process will include, but is not limited to, at least the following:

**(1)** Administration functions and responsibilities;

**(2)** Financial accountability;

**(3)** Leadership skills and activities;

**(4)** External and internal communication including outside entities (such as the judiciary, legislature, local bar associations, committees, sections, and affiliated entities).

**(F) Presentation to Executive Director.** The annual evaluation shall be completed before the fourth quarterly Board meeting. The Evaluation Subcommittee shall meet with the Executive Director to review the results of the annual evaluation prior to reporting the results to the Board, at the fourth quarterly Board meeting. The Executive Director, prior to the results being reported to the Board, shall be given an opportunity to provide input to the Evaluation Subcommittee at which time they may, in their discretion, amend the report before presenting it to the Board. The final approval of the annual evaluation is with the Board of Directors.

**9.01.04 Unclassified Employees.** The two unclassified employees of the State Bar are the Executive Director and the Chief Disciplinary Counsel.