

Association of Corporate Counsel  
Louisiana Chapter

Minutes  
Board of Directors Meeting  
July 28, 2020

The Board of Directors of the Louisiana Chapter of the Association of Corporate Counsel met telephonically on July 28, 2020.

Present: Kimberly Theriot-Smith, President; Daniel LaGrone, Secretary; Kurt Duncan, Treasurer; Edmund Giering; Katy Wittman Randy McKann, Joni A. Johnson; Jose Corrada; Molly Vigour, Past President

Absent: Franck Labiche; Sophia Ryan; John H. Fenner; Jeff Peters

**I. Call to Order**

Ms. Theriot- Smith called the meeting to order.

**II. Review and Approval of Board Minutes of April 24, 2020**

The Board reviewed the minutes of the meetings held April 24, 2020 and January 17, 2020. On motion duly made and seconded, the minutes were approved.

**III. Financial Reports**

Mr. Duncan indicated that all the targeted Chapter sponsors for 2020 have paid for their sponsorships except for Galloway, Deutsch Kerrigan, and Kean Miller. He indicated that the Chapter currently maintains a checking balance of \$28,560.

**IV. Program and Sponsorship Committee**

The Board took notice that the Louisiana Supreme Court has lifted the limit on CLE that is delivered remotely.

Ms. Johnson identified the Chapter's 2020 sponsors and the event calendar:

<b>Sponsor</b>	<b>Program</b>	<b>Date</b>
Fisher Phillips	CLE Webinar	May
Phelps Dunbar	CLE Webinar	June
Baldwin Haspel	CLE Webinar	July
Ware Immigration	CLE Webinar	August
Deutsch Kerrigan	CLE Webinar	September (tentative)
Jones Walker	CLE Webinar	October (tentative)

McGlinchey Stafford		To be determined
Galloway Johnson Tompkins Burr & Smith		November (tentative)
Ogletree Deakins	Last Chance CLE	December

Kean Miller agreed to participate as a Sponsor for the purpose of hosting a social event. That event is on hold.

In May, Fisher Phillips presented a webinar on managing employee return-to-work issues, continuing employee leave and attendance issues after re-opening, the effective implementation of safety and health protocols, employee privacy concerns, training, communications, and new risks including anticipated litigation.

Similarly, in June, Phelps Dunbar presented a webinar regarding issues facing businesses during COVID-19 (including insurance coverage matters, contract issues including force majeure, and COVID related litigation).

In July, Baldwin Haspel presented a webinar regarding Tax Law Updates and the SECURE Act.

Sponsors are managing their relationship with the Chapter differently on account of the pandemic. Litchfield Cavo asked to roll over their sponsorship to next year, declining the Chapter's suggestion that Litchfield host a webinar. The Board discussed the viability of sponsoring an all-day virtual CLE with Loyola School of Law; but the consensus of the Board was that the program would not generate sufficient participation.

Board members accepted various assignments to contact Sponsors to confirm their commitment to provide CLE to the Chapter members via webinars.

## **V. Old/Unfinished Business**

### **A. Board Succession Plan 2021**

Ms. Theriot sought the Board's input on the Board's composition for 2021, as well as the nomination of officers. She noted the two year service limit for the position of President as set forth in the Chapter's by-laws. The Board considered whether, under the unusual circumstances of the pandemic, it would be appropriate to waive the by-laws as they would apply to the position of the president for 2021. Ms. Theriot indicated her desire to serve an additional year as president, since she would like to complete her term as president in a more personally interactive environment. A motion was made and carried that the Chapter's Bylaws were suspended as they apply to the position of president for 2021. Mr. LaGrone confirmed that he would serve as Secretary for 2021, if nominated. Ms. Johnson confirmed that she would serve as Vice President. The Board continues to search for a Treasurer.

**VI. New Business**

Annual Meeting 2020 Options

Ms. Theriot discussed with the Board the Chapter's options for participating in the 2020 ACC Annual Meeting, which will be conducted virtually. Ms. Theriot advised the Board of offers from ACC National regarding registration for the virtual Annual Meeting. Joni Johnson and Kim Theriot, who were scheduled to participate in the National meeting, proposed that the registration fee, already paid, be applied to the 2021 Annual Meeting. Ms. Theriot will also reach out to ACC National about an extension of the no-cost registration offered to the Chapter for an additional (third) participant from the Chapter for the 2020 annual meeting.

A motion was made and carried for the Chapter to apply the previously paid annual fee for the 2021 Annual Meeting.

**VI. There being no further business, the meeting was adjourned.**

A blue rectangular box containing a handwritten signature in black ink that reads "Daniel LaGrone".

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Daniel LaGrone, Secretary