



## **Joint Statement of Relationship & Shared Purpose**

**Between**

**San Diego Law Library Board of Trustees**

**&**

**San Diego Law Library Foundation**

**Board of Trustees**

### **1. Independent Governance**

The San Diego Law Library Board of Trustees (“Board of Trustees”) governs the San Diego County Public Law Library (“San Diego Law Library” or “Law Library”), an independent local government agency established by California Business & Professions Code section 6300 in 1891 to provide access to the law and legal materials for the public and legal community.

The Law Library Foundation Board (“Law Library Foundation” or “Foundation”) is a 501(c)(3) charitable organization established as a separate entity in 1961 to serve as a fundraising vehicle for the San Diego Law Library. These separate legal entities have distinct articles of incorporation, bylaws, tax-identification numbers, and independent and separate governing boards.

The Board of Trustees is a nine-member body comprised of five judges elected by the Superior Court of San Diego County and four lawyers appointed by the San Diego County Board of Supervisors, serving staggered 3 year terms. The Foundation Board of Directors is a self-governing Board that nominates and appoints its own members according to its bylaws. Although both groups share “San Diego Law Library” in their respective names, they are fully independent groups with unique missions. The Board of Trustees seeks to serve the best interests of the people of San Diego County in their access to legal materials, while the Foundation assists the San Diego Law Library by raising funds.

## 2. **Scope of Responsibilities / Mission:**

### **The Board of Trustees' scope is broad**

The Board of Trustees governs county-wide Law Library operations: employs dedicated staff and provides resources that support dozens of programs, services, initiatives, events, publications, and other outreach efforts; oversees a comprehensive program of legal research education; oversees volunteers who assist in Law Library operations; supports local and statewide initiatives that benefit its mission; and provides signature events to serve the needs of its supporters. The Board of Trustees oversees the programs and services that support 50,000-100,000 people each year through its many public programs. The Board has direct authority over the Law Library's administration, both financially and operationally, and its trustees serve as fiduciaries who are responsible for protecting the public's interests.

### **The Law Library Foundation's scope is targeted**

Since 1961, the Foundation has been the charitable "arm" of the San Diego Law Library, striving to support the Law Library's mission of providing access to justice by raising money and increasing visibility for the Law Library. The Law Library Foundation implements its mission through fundraising and/or events.

## 3. **Shared Vision / Independent Operations / Administrative Support**

### **Shared Vision**

Although the two organizations are independent and have different responsibilities, they share the same interests and vision: ***to make the San Diego Law Library everyone's automatic first choice when wanting to learn how to resolve their legal matters for free.***

### **Independent Operations**

Both boards acknowledge that help from Law Library staff in achieving the Foundation's fundraising objectives is voluntary and not obligatory. The boards anticipate that the Foundation will provide its own resources for legal and operational reasons when conducting fundraising activities. It is also anticipated that input from Law Library staff is invaluable in carrying out Foundation fundraising activities, and that staff will communicate with the Foundation as needed to carry out our shared goals of providing access to Law Library resources.

### **Administrative Support**

This document recognizes both the needs of the Foundation and the benefits that Law Library staff can contribute.

To that point, the Board of Trustees and Foundation Board agree to 1) endeavor to add to the Foundation Board at least one trustee with a background in fundraising; and/or 2) reserve some Foundation funds to pay for a temporary or part time administrative assistant, executive director or other administrative professional to assist with Foundation events.

#### **4. Shared Vision of Commitment and Respect**

As noted above, both groups share the same name which provides opportunity for recognition and exposure for the Foundation. However, both groups recognize there is the opportunity for “brand confusion” between the Board of Trustees and the Law Library Foundation, as most members of the legal community and community-at-large may assume we are one organization.

Both groups recognize an important shared goal of protecting the Law Library brand, as both boards benefit from a strong San Diego Law Library brand.

Given that each board is wholly independent and board membership periodically changes, the boards want to formalize certain understandings in an effort to ensure a strong partnership, robust communication, and mutual respect as follows:

- The perspective and feedback of the Law Library Board of Trustees regarding Law Library Foundation activities is intended to be helpful and should be valued. However, it is not intended to be controlling. One board does not oversee the other.
- The work the Law Library Foundation does is targeted, critical, and significant for our community and is recognized and valued by the Board of Trustees.
- The Law Library Foundation should aggressively pursue its fundraising work; it needs no permission from the Board of Trustees when carrying out work within the parameters of the Foundation’s mission.
- The Foundation’s funds, budgets, and expenditures are solely within their control; the Board of Trustees does not control how Foundation moneys are to be spent, although they will happily suggest ways when consulted.

#### **5. Shared Communications Plan: Great Value in Regular Communication**

##### **A. Annual Joint Meeting of Both Boards**

The Board of Trustees and Foundation Board agree that it is mutually beneficial to schedule at least one joint meeting of the full board memberships each year to provide a way to socialize, promote new ideas, and learn about the current goals and direction of the Law Library. This joint meeting shall be held in the evening to

accommodate the most trustees and directors and, when possible, include dinner and refreshments. The joint meeting shall be organized by the Law Library administration.

Timing: The boards agree that it would be helpful to hold the annual joint meeting at the same time of year every year when possible on a date to be determined by the boards at their respective January meetings after consultation between the two presidents. The boards may opt to hold the joint meeting in December in lieu of the regular daytime meeting.

Scope of Discussion: The scope will be determined by the trustees of each board. The Presidents of each respective board should take turns leading the annual meeting, determining subject matter, and scope. The Director of Libraries should be consulted beforehand to determine the most pressing topics from the Law Library's viewpoint.

## **B. Board Members Liaison Program**

The importance of sharing information is underscored by the Foundation bylaws, which require that two Law Library Board trustees sit as *ex officio* directors of the Foundation (one must be a sitting judge of the Superior Court, and one must be a current member of the San Diego County Bar Association). These two liaisons play an important role in informing the Foundation about the Board of Trustees, and informing the Board of Trustees about the Foundation. Having two designated liaisons is beneficial due to frequent conflicts with meeting dates that do not allow attendance of both liaisons at every Foundation meeting.

The Board of Trustees, in a motion approved at its public meeting of June 15, 2018, invited the Foundation Board to appoint one of its members to attend its meetings to fulfill the same function as its liaisons do. The Foundation agreed that this is a welcome step toward better communication. In addition, Law Library staff send Law Library Board agendas and meeting materials, including meeting minutes, to Foundation Board members each month so they can keep apprised of Law Library activities.

## **6. Joint Support Plan**

The Board of Trustees has provided and will continue to provide significant support for the Law Library Foundation's efforts to support access to justice in San Diego County. For example, the Law Library Board of Trustees will:

- Provide use of any and all San Diego Law Library facilities for Foundation events with no charge for rent, AV, HVAC or otherwise;
- Will attend and help out at Foundation events, to the best of their ability assuming the

- event is on a date that does not compete with any Board of Trustees signature event;
- Provide free advertising for Foundation events in Law Library newsletters, social media posts, and signage;
- Board of Trustees President and Executive Director will always support the Witkin Awards and all the Foundation events by their attendance, to the extent possible; and
- Recognize this plan is a fluid one, with the intent that as new issues arise or situations develop that the leaders of these boards will work together for a mutually agreed-upon resolution.

\* \* \* \* \*

The signatories to this document have met and mutually pledge the support of their organizations to always work cooperatively in the best interests of the Law Library.

Agreed to the \_\_\_\_\_ day of \_\_\_\_\_, 2021 in San Diego, California

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Hon. Mara W. Elliott  
President, San Diego Law Library  
Board of Trustees

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Ana Sambold, Esq.  
President, San Diego Law Library  
Foundation