

ANTITRUST, FRANCHISING & TRADE REGULATION SECTION

STATE BAR OF MICHIGAN

SECTION MEETING MINUTES

CALL TO ORDER, ATTENDEES, & MINUTES

On January 14, 2011, at about 12:00 PM, Chairperson Andrew Morganti called the meeting to order at Dickinson Wright, 500 Woodward Avenue-Suite 4000, Detroit, Michigan 48226, (313) 223-3705, pzinn@dickinson-wright.com. Besides Mr. Morganti, the meeting attendees were:

Vice Chairperson: Pahl Zinn

Secretary: Howard Lederman

Treasurer: David Janis

Dennis Banes

Craig Essenmacher

Paul Novak

Blair Renfro

Lance Young

The attendees approved the last meeting's (November 5, 2010) minutes.

PUBLICATIONS COMMITTEE REPORT

Mr. Janis announced that Ms. Belinda Xeneli has replaced Mr. Schroder as the section intern. Regarding her compensation, the new interns' compensation schedule of \$20.00 an hour with a maximum work time of 20 hours a month will apply. Mr. Hakala will publish the e-newsletter as soon as possible and forward copies to law school professors in our section's substantive law areas. Mr. Lederman will forward a franchise law article with any required changes for this e-newsletter in the next few days. The next e-newsletter's distribution will be by e-mail only in accordance with our section's vote at the November 5, 2010 meeting to eliminate hard copy distribution.

FRANCHISE COMMITTEE REPORT

Mr. Lederman is pursuing Mr. Bordman's suggestion of a franchise seminar with one speaker and the seminar attorneys sharing their experiences in box lunch format. Mr.

Lederman has resumed his contact with a leading franchise law attorney for his suggestions. Mr. Lederman will continue to contact other franchise law attorneys regarding this event. He will forward his franchise law article with any required changes for the next e-newsletter in the next few days.

EDUCATION/SEMINAR COMMITTEE REPORT

Mr. Zinn proposed a joint antitrust law regulatory compliance seminar with the State Bar of Michigan's Business Law Section. Since he knows the new chairperson, he will call him to propose and discuss his idea.

At our section's November 5, 2010 meeting, Mr. Morganti had informed the conferees that a US Department of Justice lawyer might speak at a seminar on antitrust and criminal issues. Mr. Morganti had also suggested that a Canadian lawyer might compare and contrast the American Sherman Antitrust Act and comparable Canadian competition laws. The conferees discussed the seminar, including Mr. Lederman's idea of videotaping the seminar. Mr. Morganti will continue to pursue our section's participation in the seminar and report on it at a future section meeting.

The conferees discussed seminars in other areas, like e-discovery, social networking services' discovery, and similar areas. The conferees also continued discussions of joint seminars with other sections, including joint seminars with the Ontario Bar Association's antitrust section and the Ohio Bar Association's antitrust section. Mr. Morganti suggested a joint State Bar of Michigan Antitrust, Criminal, and International Law Sections seminar. He informed the conferees that based on his initial contacts, both sections were interested.

We have also received information that Econ One, which presented a seminar last September, will present its seminar again later this year, and that besides last year's State Bar sections contacted, Econ One will contact the Intellectual Property Law Section. The conferees discussed the possibility of using section funds to encourage more section members to attend this seminar and other seminars.

Mr. Zinn informed the attendees that Mr. Steve Czernak, a GM in-house counsel active in ABA events, might want to participate in our section's seminars and other events. Mr. Zinn will email him and ask for his participation. Also, Mr. Zinn mentioned another attorney, Dan Camp, who might want to participate in our section's seminars and other events. Mr. Zinn will likewise email him. Further, Mr. Morganti mentioned a third attorney, Bryan Balconi, who might want to participate on our section's seminars and other events. Mr. Morganti will contact him.

The conferees discussed the continuing need to obtain feedback from our section's members to provide the best possible services to them. The conferees agreed to schedule these seminars for the second half of 2011 to prevent conflicts with our section's law school program outlined below.

LAW SCHOOL OUTREACH PROGRAM

At the November 5, 2010 section meeting, the conferees agreed on increasing section membership as a goal and considered ideas to increase section membership. In 2008-2009, the section had 276 members. Mr. Lederman suggested holding section meetings with presentations on our section at law schools during the noon hour. He suggested a broader focus beyond law students taking administrative, antitrust, or franchise law courses. Mr. Zinn suggested that Mr. Wierenga would be a good presenter at these meetings. The conferees decided to pursue this idea and divided the first part, contacting the law schools, as follows:

Cooley Law School (Auburn Hills Campus): Mr. Lederman

University of Detroit: Mr. Zinn

Wayne State University Law School: Mr. Janis

University of Michigan: Mr. Morganti

Michigan State University Law School: Mr. Renfro

At the present, January 14, 2011 section meeting, the attendees then discussed possible dates. Mr. Lederman reported that for Cooley Law School, the probable open dates ran only to about March 4, 2011 due to final examinations and certain end-of-the-school-year administrative priorities. He mentioned February 25, 2011 and March 4, 2011 as the best probable dates for the school. He stated that he could probably finalize March 4, 2011 as the first outreach program date in the next few days.

Mr. Zinn reported that due to a later final examination period (early May), University of Detroit Law School was more flexible and had later dates available, but that to finalize his date, he needed Mr. Lederman's date. Mr. Zinn stated that he was shooting for an early April 2011 date. He also reported that University of Detroit Law School did not have an antitrust law class.

Mr. Janis reported that Wayne State University Law School had a small antitrust law class of 6-8 students. He suggested a short talk at the end of a class session and then going out to the Circa bar and restaurant across the street from the law school. He stated that he was shooting for an earlier presentation, like January 25, 2011, February 1, 2011, or February 8, 2011, but that the school had enough flexibility for a later presentation.

Mr. Renfro said that he would call a University of Michigan professor next week to begin discussions on our presentation there.

After some discussion, the attendees agreed to make the Cooley Law School presentation the first presentation and to review it for improvements to the other

presentation. The attendees also agreed to work on a PowerPoint presentation for all the presentations.

As agreed at the November 5, 2010 section meeting, the above individuals informed the section officers and council members of their efforts' results via email on or about November 19, 2010 and also discussed their results.

SECTION WEB SITE

The attendees agreed that by the next section meeting, everyone will review our section's web site for possible improvements. Mr. Zinn suggested adding links to the ABA sections corresponding to our section's substantive law areas, the Federal Communications Commission, the Department of Justice, and other organizations likely to be of interest. Mr. Morganti emphasized the importance of a schedule showing upcoming events. Mr. Lederman suggested looking at other State Bar of Michigan sections' web sites for ideas. The attendees focused on several goals, like making our web site more attractive and useful for section members, in-house counsel, law students, and others interested in our substantive areas.

OTHER BUSINESS

At the November 5, 2010 meeting, to improve future planning, the conferees adopted the following meeting schedule for the next year subject to the Chairperson's discretion to call special meetings and other necessary changes:

December 9, 2010-Annual Holiday Season Event

January 14, 2011

March 4, 2011

April 22, 2011

June 3, 2011

July 22, 2011

September 30, 2011

As of their finalization dates, the October 1, 2010 and November 5, 2010 section meeting minutes do include the latest officers and council members. The present meeting minutes will also do so. But the conferees saw the need to alert Ms. Anderson of these changes.

OTHER FUTURE EVENTS

At the August 25, 2010 meeting, the attendees had discussed a several possible future events. These included possible outings to the Detroit Institute of Arts, the Detroit Historical Museum, the Ann Arbor Art Museum, the Ann Arbor Historical Museum, the Motown Museum, and Greenfield Village. The attendees continued their discussion and focused on an early summer 2011 Ann Arbor event. Mr. Zinn suggested a joint Ann Arbor summer event and a US Department of Justice antitrust seminar. Several attendees responded favorably. Mr. Zinn will pursue this possibility, and it will be a future meeting subject.

The December 9, 2010 social event went well. The event attracted a good number of people. The section members and others attending the event enjoyed themselves.

For future events, the attendees saw the need to obtain an in-house attorney roster from the State Bar of Michigan. Mr. Morganti will contact the State Bar on this.

SECTION COUNCIL MEMBERSHIP INFORMATION

To fill two of the 2010 expiring council member positions, at the November 5, 2010 section meeting, the attendees elected the following individuals:

Patrick Cafferty

Lance Young

At the same meeting, to replace Mr. Zinn, the attendees elected Keith Essenmacher.

As of this date (February 26, 2011), our section council membership and expiration years are:

TERM EXPIRING 2010

1. Stuart R. Bordman
2. David R. Grand
3. Mitch Rapp
4. Robert Wierenga

TERM EXPIRING 2011

1. Atleen Kaur
2. Fred Herrmann
3. Paul Novak
4. James Adams

TERM EXPIRING 2012

1. Brock Swartzle
2. Keith Essenmacher
3. Kimberly Kefalas
4. Craig Essenmacher

TERM EXPIRING 2013

1. Patrick Cafferty
2. Lance Young
3. Rick Juckniess
4. Ari Lehman

OTHER SECTION COUNCIL MEMBERS

1. Immediate Past Chairperson: Blair Renfro
2. Ex-Officio Publications Editor: Justin Hakala
3. Michigan Department of Attorney General Member: Vacant

SECTION BYLAWS CHANGES

The October 2010 State Bar Journal published the approved section bylaws changes discussed at the last three meetings, and the last Section E-Mail Newsletter contained these changes. Mr. Morganti has faxed them to the State Bar sections coordinator, Heather Anderson. According to our latest information, the recently approved annual section membership dues increase to \$25.00 will not be effective until next year due to a delayed effective date for the section bylaws changes.

Mr. Zinn informed the conferees that a State Bar individual had informed him that our section's bylaws needed to go through the formal bylaws changes and bylaws approval processes again, because apparently certain bylaws referred to nonexistent articles, or because other minor discrepancies were present. Mr. Lederman responded that he saw no need to redo the entire process over a few minor changes, and that he could see such a need only if a major problem with notice or approval of the changes existed. He emphasized that no such problem existed. After some discussion, Mr. Zinn agreed to lead in reviewing and changing the bylaws to make them easier to amend.

TREASURER'S REPORT

Mr. Janis reported that as of November 30, 2010, the section treasury had \$25,504.47. This amount includes most of the annual infusion of State Bar section dues, but this amount excludes payment of Mr. Schroder's remaining invoices and the recent Multi-State Ohio seminar. Once the State Bar approves and pays these amounts, he estimated that the section treasury would have about \$21,000.00.

NEXT MEETING

The next section meeting will occur on March 4, 2011 at 12:00 Noon, at Cooley Law School, 2630 Featherstone Road, Auburn Hills, Michigan 48326, (248) 751-7800 (General) X7788 (Ms. Lesnick), lesnicks@cooley.edu, in conjunction with the first presentation in our Law School Outreach Program to reach out to law students, inform them about our section, and invite them to join after their graduation.

/s/ Howard Yale Lederman
Howard Yale Lederman, Section Secretary
219 Elm Street, Birmingham, MI 48009
(248) 642-3600
lederman@normanyatooma.com

antitrust, franchising, trade reg section\01 14 11 section meeting minutes 02 26 11