ANTITRUST, FRANCHISING & TRADE REGULATION SECTION

STATE BAR OF MICHIGAN

SECTION MEETING MINUTES

CALL TO ORDER, ATTENDEES, & MINUTES

On June 10, 2011, at about 12:00 PM, Chairperson Andrew Morganti called the meeting to order at at Bowman & Brooke, LLP, 50 West Big Beaver Road, Suite 600, Troy, Michigan 48084, (248) 687-5340 (David Janis, Section Treasurer) or (248) 687-5300 (General Bowman & Brooke), david.janis@bowmanandbrooke.com. Besides Mr. Morganti, the meeting attendees were:

Vice Chairperson: Pahl Zinn

Secretary: Howard Lederman

Treasurer: David Janis

Ari Lehman

Paul Novak

Blair Renfro

The attendees approved the last two meetings' (January 14, 2011 and May 2, 2011) minutes.

PUBLICATIONS COMMITTEE REPORT

The conferees discussed whether to publish the next e-newsletter before the June 30, 2011 spring event. The conferees decided not to do so. Instead, they decided on an e-blast to publicize that event. Since the Publications Committee Chairperson could not attend the meeting, Mr. Lederman committed to contacting him and obtaining his estimate of a reasonable date for the next e-newsletter's publication. As with the last e-newsletter, distribution of the upcoming e-newsletter will be by e-mail only. Mr. Hakala will work with the section intern, Ms. Xeneli, to publish the next e-newsletter. Mr. Lederman will write a franchise law article for the next e-newsletter.

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 continued his contact with a leading franchise law attorney and invited him to attend section meetings and join the section. The attorney has responded positively to

attending an upcoming meeting. Mr. Lederman has forwarded the May 2, 2011 meeting minutes to inform him about the section and its activities. Mr. Lederman will also forward the next meeting minutes to him and continue contact. Further, Mr. Lederman will continue to contact other franchise law attorneys on joining the section. Finally, as stated above, Mr. Lederman will write a franchise law article for the next e-newsletter.

EDUCATION/SEMINAR COMMITTEE REPORT

At the May 2, 2011 meeting, Mr. Zinn had 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 the 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. At the January 14, 2011 meeting, the conferees had resumed discussion of this seminar with a suggested date of September 16, 201, the last day of the State Bar of Michigan's Annual Meeting. Thus, this seminar would be part of the section's annual meeting in conjunction with the State Bar's annual meeting.

Mr. Morganti had suggested that Kevin Calun of the U.S. Department of Justice would be a good guest speaker on the antitrust and criminal issues. Mr. Morganti has suggested to the Michigan Criminal Law that it co-sponsor the seminar.

On May 17, 2011, Mr. Zinn learned that our section needed to confirm its State Bar Annual Meeting arrangements as soon as possible. Later, Tracy Sproul from the State Bar gave the deadline as May 27, 2011. On May 26, 2011, Mr. Morganti, Mr. Zinn, and Mr. Janis communicated, completed the necessary arrangements, and forwarded them to Ms. Sproul in time. Thus, the section's annual meeting and the above seminar are on for September 16, 2011, with Mr. Calun as the main speaker. Mr. Pahl suggested cross-marketing this seminar to the State Bar Business Law Section and to in-house counsel. Regarding the former, Mr. Zinn will contact the above section's chairperson. Regarding the latter, Mr. Morganti pointed out that our section's membership list has information on whether each member is an in-house counsel or not. He will look into this for the next meeting. Mr. Pahl suggested giving as many section members as possible three-four in-house counsel to call and encourage them to attend this event.

Planning for the Third Annual Great Lakes Antitrust Seminar is continuing. The seminar date will be October 28, 2011, and the location will be in Columbus, Ohio. The next planning meeting will occur on June 27, 2011. The planners have not agreed on the attendance fee, but Mr. Renfro just received the agenda. He will moderate a panel on state enforcement of antitrust laws. Mr. Zinn will suggest some panel members to Mr. Renfro, including one from Tennessee and one from Georgia. The conferees discussed the idea of simulcasting the conference. Mr. Pahl suggested that to boost section attendance, the section should sponsor a cocktail hour before the dinner. He felt that for antitrust lawyers seeking to increase their knowledge and understanding of antitrust law,

actual attendance far surpassed simulcast attendance. Unlike actual attendees, simulcast attendees cannot attend the informal events connected with the seminar and thus miss some significant learning opportunities.

Mr. Zinn estimated that at the First Annual Great Lakes Antitrust Seminar, the total attendance was about 200-250 people. At the Second Annual Great Lakes Antitrust Seminar, the total attendance was similar. He estimated that about 50-75 people would attend the cocktail hour before the dinner. This year's dinner location will be the Ohio Bar Association building. The Planning Committee had not yet decided on a point hotel to recommend to prospective attendees. The seminar may include night before dinner package deal.

LAW SCHOOL OUTREACH PROGRAM

The conferees discussed resumption of the law school outreach program in the upcoming fall. The focus was on the Wayne State Law School event. We could not hold this event before the final examination period. To prevent this from reoccurring, Mr. Lederman suggested holding this event in October 2011. Mr. Janis will follow up with the law school to schedule this event. The conferees also discussed a joint Wayne State Law School-University of Detroit Law School event at a bar to increase attendance. The conferees agreed to resume discussion of this idea at an upcoming meeting.

At the November 5, 2010 section meeting, the conferees had divided the responsibilities for contacting the area law schools and arranging outreach dates, times, and contents 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

SECTION WEB SITE

The attendees will discuss section web site improvements at a future section meeting. By then, everyone will have reviewed our section's web site for possible improvements. Mr. Zinn had 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 had emphasized the importance of a schedule showing upcoming events. Mr. Lederman had 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 FUTURE EVENTS

The section's spring event will occur at the University of Michigan's Kelsey Museum of Archeology on 434 South State Street, Ann Arbor, Michigan, near the Law School. The date and time will be June 30, 2011, 5:30 PM-9:00 PM. To publicize the event further, the conferees authorized spending of an additional $75.00 for another e-blast. The conferees agreed to publicize this event to present and potential section members. The conferees congratulated Mr. Morganti for his successful efforts in arranging this upcoming event.

SECTION COUNCIL MEMBERSHIP INFORMATION

I have internalized its values of hope, perseverance, and will to win. As of this date (May 31, 2011), our section council membership and expiration years are:

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.

At the January 14, 2011 meeting, Mr. Zinn had 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.

Mr. Zinn has continued communications with the State Bar to resolve these issues. The attendees agreed that if any further communications with the section membership on these issues were essential, they will be by e-mail to save time, money, and effort. He asked for the conferees' opinion on whether publishing our reapproved section bylaws changes in the State Bar Journal was necessary. Mr. Lederman responded that given the State Bar's bylaws position, publication would be necessary. The conferees unanimously passed a motion to increase section membership dues to $25.00 beginning October 1, 2011.

TREASURER'S REPORT

Mr. Janis presented the treasurer's report. As of May 31, 2011, the section treasury had $19,408.28. The June 30, 2011 event's estimated cost is $2,200.00.

NEXT MEETING

The next section meeting will occur on July 21, 2011 at 5:30 PM, at Milberg, LLP, One Kennedy Square Building, 777 Woodward Avenue, Suite 890, Detroit, Michigan 48226, (313) 309-1760, Paul Novak, pnovak@milberg.com. The next meeting will be a combined business meeting and social event.

/s/Howard Yale Lederman, Section Secretary
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