

ANTITRUST, FRANCHISING & TRADE REGULATION SECTION

STATE BAR OF MICHIGAN

SEPTEMBER 18, 2009 SECTION MEETING MINUTES

CALL TO ORDER, ATTENDEES, & MINUTES

At about 12:00 Noon, Chairperson Blair Renfro called the meeting to order at 10:27 AM at the State Bar of Michigan Annual Meeting, Dearborn Hyatt Regency Hotel, 600 Town Center Drive, Dearborn, Michigan 48126, (800) 233-1234. www.dearborn.hyatt.com. Besides Mr. Renfro, the meeting attendees were:

Vice Chairperson: Andrew Morganti

Secretary: Howard Lederman

Treasurer: David Janis

Rick Juckniess

James Adams

Stuart Bordman

Justin Hakala

Fred Herrmann

Barbara Mandell

Paul Novak

Mitch Rapp

The attendees approved the last meeting's minutes.

ELECTION OF OFFICERS, NOMINATION OF ADDITIONAL COUNCIL MEMBERS AND COMMENDATION TO FORMER CHAIRPERSON

The attendees commended Mr. Juckniess for his excellent service as Chairperson, and Mr. Renfro, on the section's behalf, announced the presentation of a plaque to him in his honor. Mr. Renfro will present the plaque in person shortly.

For the open officer positions, Mr. Renfro took nominations from the attendees. They nominated Andrew Morganti as Vice Chairperson, Howard Lederman as Secretary,

David Janis as Treasurer, and Justin Hakala as Publications Editor. The attendees elected all four to their respective nominated positions. The attendees also nominated Pahl Zinn, Brock Swartzle, Kimberly Kefalas, and Craig Essenmacher as additional Council Members. Elections for these council member positions will occur at the next regularly scheduled meeting.

PUBLICATIONS COMMITTEE REPORT

The conferees set a September 30, 2009 E-Newsletter article deadline. Mr. Hakala will finalize and distribute the e-newsletter. He has also furnished e-newsletter memos and materials to Mr. Juckniess for the new intern. As the attendees agreed at an earlier meeting, the next e-newsletter will include a preliminary notice on the upcoming Fall 2009 franchise law and practice seminar. Also, the next e-newsletter will include an announcement on the upcoming section member directory. At an earlier meeting, the conferees agreed to notify all section members of their opportunity to include their names, business addresses, business telephone numbers, business email addresses, legal specialties, biographical information, and photos this fall. The next e-newsletter will include this notification.

Mr. Renfro will review Mr. Juckniess' directory materials, like State Bar of Michigan samples. Mr. Juckniess suggested permitting each section member complete and forward a one-half to one-page form containing desired directory information. The attendees agree that the directory should provide for members' photos.

FRANCHISE COMMITTEE REPORT

Regarding the Fall 2009 franchising seminar, Mr. Lederman has conferred with Mr. Lehman and Mr. Herrmann on their presentation subjects separately and will confer with them together in the next few weeks. Mr. Bordman's and Mr. Lederman's presentations are set. Mr. Janis and Mr. Lederman have completed the hotel reservation arrangements. Mr. Lederman signed the contract, and Mr. Janis will send it to the State Bar of Michigan's General Counsel for a quick review. The seminar date, time, and place are: Friday, October 30, 2009, 12:00 PM-5:00 PM, Hotel Baronette in Novi, Michigan. Earlier, the section had agreed on eblasts and other publicity for the seminar and on contacting other interested organizations to maximize attendance. There will be two eblasts, one in mid-October and one in late October 2009 to all section members.

At the seminar, Mr. Bordman will speak on termination of franchises and related matters. Mr. Lederman will speak on franchisee and franchisor claims and defenses. Mr. Herrmann will speak on franchise law and practice areas involving motor vehicle dealerships (What obligations do vehicle manufacturers/franchisors have to vehicle dealers/franchisees?). Mr. Lehman will speak on antitrust and franchising subjects applicable to many kinds of vehicle dealers.

Seminar planning and publicity efforts will continue next month.

EDUCATION/SEMINAR COMMITTEE REPORT

Regarding the Fall 2009 Franchising Seminar, see the above Franchise Committee Report.

Concerning the Real Estate Multi-Listing Service Antitrust Webinar, Mr. Janis has prepared a brief description and set an October 8, 2009, 12:00 Noon, webinar date. He will arrange for eblasts and other webinar publicity. As the conferees had agreed at an earlier meeting, the webinar will also have a call-in phone number for individuals unable to attend in person to attend by phone.

The attendees discussed the November 6, 2009 Great Lakes Institute, the multistate antitrust seminar, at the Hyatt Regency Hotel in Columbus, Ohio. The seminar will run from 8:30 AM to 4:00 PM. Mr. Renfro will speak there at a panel of current and former state antitrust law enforcers. Mr. Juckniess raised the idea of the section awarding scholarships to section members wishing to attend the seminar. Mr. Renfro stated that the registration fee was \$275.00 for most state antitrust section members, but he did not know the charge for Michigan members. He stated that the registration fee was \$350.00 for individuals not belonging to state antitrust section sections. Mr. Juckniess will obtain information on the Michigan registration fee and related subjects from John Ecklund to enable the section to set the Michigan scholarship amount.

Mr. Renfro mentioned a possible seminar involving administrative law and antitrust law. He will contact an AT & T antitrust attorney, Bill Sherry. Mr. Morganti will contact the Ontario Antitrust Lawyers organization on its members' interest in this seminar.

NEW STUDENT ASSISTANT

Mr. Grand, Mr. Janis, and Mr. Juckniess posted notices at University of Detroit Law School, Wayne State University Law School, University of Michigan Law School, and Cooley Law School. So far, a candidate has not come forward. Networking efforts will continue.

FUTURE EVENTS

The attendees continued to discuss a University of Michigan Art Museum event. The attendees also discussed a documentary film event involving a 45-minute film, "Happiness Is." The location would be an Ann Arbor location. Mr. Juckniess mentioned that University of Michigan could host and cater the event, if we invited university students to attend. Mr. Janis mentioned a Newby Bar alternative. The attendees will discuss these ideas further at the next regularly scheduled meeting.

PRESENT SECTION COUNCIL MEMBERS AND OFFICERS

As of this date, the following Section Members and Officers are Council Members:

James Adams: Fourth Year.

Stuart Bordman: Fourth Year.

David Grand: Third Year.

Howard Iwrey: Fourth Year.

Fred Herrmann: Fourth Year.

David Janis: Fourth Year.

Rick Juckniess: Fourth Year.

Atleen Kaur: Third Year.

Howard Lederman: Fourth Year.

Paul Novak: Fourth Year.

Mitch Rapp: Fourth Year.

Blair Renfro: Third Year.

Bob Wierenga: Third Year.

As indicated above, the attendees nominated Pahl Zinn, Brock Swartzle, Kimberly Kefalas, and Craig Essenmacher as additional Council Members. Elections for these council member positions will occur at the next regularly scheduled meeting.

SECTION BYLAWS CHANGES

At the July 24, 2009 section meeting, the following events occurred: Mr. Zinn circulated a draft of proposed section bylaws changes. Regarding Article II, Section 1, at the June 5, 2009 meeting, the attendees had voted to increase the annual section dues from \$15.00 to \$25.00. The increase will be effective for the 2009-2010 fiscal year beginning October 1, 2009. The attendees voted to strike Article II, Section 3 reading: "No person shall be eligible for election to the Council as a member at large who has served as a member of the Council during each of the six years immediately preceding the term for which the election is held." The conferees discussed Article II, Section 6, Paragraph b reading: "The Assistant Attorney General (or equivalent) having primary responsibility for antitrust enforcement with the Michigan Department of Attorney General" shall be an ex officio voting member of the Council. Mr. Renfro mentioned that

the current Assistant Attorney General is not a section member. When Mr. Renfro has offered this individual rides to section meetings, this individual has refused. Mr. Renfro will find out if this provision is mandatory and inform the attendees at the next meeting. The conferees approved all the other proposed changes. **NOTE:** All the votes, except the dues increase, were subject to ratification at the next meeting occurring at the State Bar of Michigan Annual Meeting.

At the present meeting, the attendees voted to ratify all the above changes and discussed the Assistant Attorney General situation further. Mr. Renfro and Mr. Lederman summarized earlier efforts to interest the Attorney General Department in participating. Mr. Renfro will approach Susan Sanford, the new head of the Department's antitrust enforcement section, to renew these efforts. The attendees voted to defer bylaw change action on this subject for another year to see if the Department responds to Mr. Renfro's or any later efforts.

OTHER BUSINESS

Mr. Renfro will attend the October 1, 2009 State Bar of Michigan training session for section chairpersons. There, he will ask if the section can compensate any of its members for any of their section work. .

TREASURER'S REPORT

Mr. Janis reported that as of August 31, 2009, the section treasury had \$34,764.28. He said that the section had paid DIA for the May 2009 event.

NEXT MEETING

The next section meeting will be on Friday, October 23, 2009, at 12:00 PM at Kerr Russell & Weber, 500 Woodward Avenue-#2500, Detroit, Michigan 48226, (313) 961-0200.

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