

**STATE BAR OF MICHIGAN
BUSINESS LAW SECTION
COUNCIL MEETING MINUTES**

May 20, 2000

This meeting of the Council of the Business Law Section of the State Bar of Michigan was held at the Grand Traverse Resort, Acme, Michigan, May 20, 2000 at 7:00 a.m. pursuant to notice duly given.

- I. Call to Order and Determination of Quorum. Section Chairperson, Jeffrey Ammon, called the meeting to order at 7:00 a.m. and determined with the other officers present that a quorum existed.
- II. Approval of Minutes of Meeting of March 4, 2000. Mr. Ammon called for a motion to approve the Minutes of the Council Meeting held on March 4, 2000. Pursuant to motion duly made and seconded, the minutes were unanimously approved.
- III. Treasurer's Report. Mr. Damschroder reported that the Section has a surplus of \$244,349.75. Report attached.
- IV. Chairperson's Report. Mr. Ammon discussed a restructuring of the Section's current committees and provided a hand out to this effect. (Attached). As some Committees are more of a one person job, those Committees will become Directorships. Each Director may solicit help from other section members for any given project. Mr. Ammon called for a motion to adopt the restructuring of the committees and later propose people to fill these Directorships next September. Pursuant to motion duly made and seconded, the new Directorship structure was approved.

Mr. Ammon introduced Bob Wilson, the new Chairperson/Director of Publications. Mr. Ammon asked Co-Chairpersons to speak with each other and determine each other's role. There will be two year terms without term limits on Committees and Directorships.

With regard to Section Development, Mr. Ammon indicated that the Section has enough members. The goal will be to get members to be more involved and participate in Section programming.

Mr. Ammon indicated that the Section Manual is not available yet. The Manual will be distributed at the September meeting or mailed out earlier.

A discussion took place regarding the Section's contribution to Community Legal Resources. Last year the Council voted to give \$5000.00 last year and \$5000.00 this year for a total of \$10,000.00. CLR will probably approach the Section for more funding at a future meeting. Mr. Ammon indicated that the Section wouldn't vote on future funding during the meeting and would vote at a later meeting. Vicki Martin-Anderson asked if the Section would be open to other organizations that offer pro bono work. Mr. Ammon indicated that the Section would consider other organizations.

Mr. Ammon reported that he completed the Annual Report for the Section's committees and that the report would be published in an upcoming Bar Journal.

Mr. Ammon discussed the Annual Meeting Reception and Dinner that is set for September 19, 2000 at the Detroit Athletic Club. Invitations for the Reception will be sent to all Section members. Invitations for the Dinner that follows will be sent to Council Members, Past Chairpersons and the Honorable Gordon Quist.

V. Committee Reports

- A. Agriculture Committee. No report.
- B. Commercial Litigation. Diane Akers reported that her focus was to have the members of this committee meet other people than commercial litigators including outside counsel. A meeting of this committee is set for the first week of June. Ms. Akers requested ideas for future meetings.
- C. Corporate Laws. A written report of this committee is attached to these minutes.
- D. Creditors' Rights. A written report of this committee is attached to these minutes.
- E. Financial Institutions Committee. No Report.
- F. In-House Counsel Committee. Vicki Martin-Anderson reported that this committee met on May 19, 2000 and she is currently planning the next meeting. Ms. Martin-Anderson also reported that Mike Khoury is in the process of setting up a listserve for committee members.
- G. Legislative Review Committee. No Report.
- H. Nonprofit Corporations Committee. Mark Lezotte reported that this committee's meeting has been rescheduled. There hasn't been any activity since March, 2000.
- I. Program Committee. Eric Lark reported that this Section's Annual Meeting will be on the morning of September 20, 2000. A memo regarding the speakers will be sent out shortly.
- J. Publications Committee. Bob Wilson of Butzel Long was welcomed as the new Chairperson of this committee.
- K. Regulations of Securities Committee. A written report of this committee is attached to these minutes.
- L. Technology Committee. ICLE has put together a survey to be sent to the Section's membership regarding what statutes would be useful to provide. The cost will be between \$3500.00 - \$4500.00 which will be paid by the Section pursuant to being approved at the March, 2000 Council Meeting.
- M. Uniform Commercial Code Committee. Mr. Ammon reported that a replacement for Mr. Trentacosta hasn't been found yet. Article 9 of the Code will be discussed at the Annual Meeting.

N. Unincorporated Enterprises Committee. A written report of this committee is attached to these minutes.

VI. Ad Hoc Committee Reports. The ABA Guidelines are to be republished separate from the Accord and sent out later this year. The Accord in whole will not be revisited.

VII. Liaison Reports. Prior to the meeting, Joe Bonventre, Chairperson of the Taxation Section, discussed the possibility of the Chairpersons of a section communicating on a project to project basis. He suggested that this might be a more effective way to communicate. Jeff Ammon discussed the possibility of adopting a method of getting information to other sections.

VIII. Other Business and Announcements. There was discussion of the possibility of joint programming at future Annual Meetings. The 2001 Annual Meeting Scheduling Meeting is set for September, 2000.

The minutes from all Council Meetings will be put on the section web site. There will be language indicating that the minutes are subject to approval at the next Council Meeting.

Midyear Meeting: Other locations including Shanty Creek, Garland and Tree Tops were discussed as alternatives to the Grand Traverse Resort for the 2001 Midyear Meeting. Discussion regarding various costs at Grand Traverse Resort took place.

The breakout sessions during this year's Meeting seem to go very well. There was higher attendance than in previous years. As a way to promote greater attendance for next year, the Section discussed a monetary incentive to law firms that register two or more people.

IX. Adjournment. There being no further business to come before this meeting of the Council of the Business Law Section of the State Bar of Michigan, upon a motion made and seconded, and unanimously approved, the meeting was adjourned.

Respectfully Submitted,

Tracy T. Larsen, Secretary of the Section