

**UNINCORPORATED ENTERPRISES COMMITTEE
ANNUAL REPORT PREPARED FOR THE
DECEMBER 3, 2011 ANNUAL MEETING**

Please describe your committee's activities during the 2010-2011 year toward achievement of the goals outlined in the Section's Strategic Plan. Each question below corresponds to a specific Section of the Plan, a copy of which is attached and to which reference may be made for further guidance in providing responses. If the question is not applicable to your particular committee or directorship, please note as such.

1. Sponsorship of programs for Continuing Legal Education via a means accessible to Section Members, including holding at least one program yearly (Article I, 3).

During the past year, the Unincorporated Enterprises Committee has continued to sponsor events for the Business Law Section membership and the State Bar members at large. The annual LLC and Business Entity Update was held in 2011 both in Grand Rapids and in Plymouth. Additionally, members of the Unincorporated Enterprises Committee have been active in presenting Business Boot Camp, which includes a session on limited liability companies. The Committee also has provided speakers and speaker references to ICLE to assist in its efforts to provide educational opportunities and continuing education to members of the Bar. The Committee is also sponsoring the 2012 LLC and Business Entity Update.

2. Addressing substantive legal issues for committee members, including holding regular committee meetings (at least once a year) and reporting on the meetings to the Council (Article I, 4).

The Unincorporated Enterprises Committee held a meeting in the Summer of 2011 at which it invited all members of the Business Law Section to attend and participate and to raise questions regarding limited liability companies and other unincorporated enterprises which they face in their practice. The meeting included a variety of topics and allowed Committee members to exchange their views and give suggestions to other practitioners. The meeting also included an educational presentation regarding recent changes to the MLLCA. Additionally, the Committee is actively involved with the Ad Hoc Committee on amendments to the Michigan Limited Liability company Act. Committee members reviewing the proposed uniform acts relative to partnerships and limited partnerships.

3. Promoting involvement in the committee and making the committee more responsive to members including the designation of a contact person (Article I, 5).

The Committee has a designated Chair and has posted contact information to encourage members to contact one another.

4. (A) monitoring and raising awareness of laws or developments in laws that affect Michigan businesses and, when appropriate, making recommendations for updates and improvements;

The Committee is active in all legislative activities involving the Michigan Limited Liability Company Act. It also has been involved in discussions regarding possible modifications to the revised Uniform Limited Partnership Act and the Uniform Partnership Act.

(B) providing assistance to appropriate state government personnel with respect to business-related legislation and rule making;

The Committee and the Ad Hoc Committee on the MLLCA has actively worked with the legislature and with committees of the legislature in bringing about amendments to legislation relative to unincorporated enterprises.

(C) as appropriate, providing amicus curiae briefs related to business-related issues being addressed by the courts, and

Not applicable during the current business year.

(D) educating Michigan businesses, their owners and employees about changes to Michigan's laws in order to maintain Michigan's ability to attract and retain new business enterprises and enable existing businesses to remain competitive. (Article II, 1).

The Committee has solicited articles for the *Business Law Journal* and has encouraged its members to write articles on any matters which they believe are relevant to the business community. The Committee educates Business Law Section members through Business Boot Camp, through the Business Law Institute, through ICLE seminars, and through Section activities, one of the goals of the Committee is to keep Michigan lawyers and business practitioners up to date on matters effecting unincorporated enterprises.

5. Please comment on your plan regarding succession (Article III, 5).

As Chair of the Committee, I would be happy to turn over the chairmanship of the Committee to another active lawyer of the Business Law Section who will be committed to continue to cause the Committee to be active and to continue to cause the Committee to participate in continuing education to keep Business Law Section members apprised of current developments relative to unincorporated enterprises.

6. Please list your Committee's goals and objectives for the next 12 to 24 months and whether you will require additional support from the Section to achieve these goals (Article III, 5).

Our Committee's goals are to continue to encourage improvements to the statutes in Michigan and to present seminar topics to the Business Law Section, both through ICLE, the Business Law Section, and otherwise to advise business lawyers. Additionally our goal is to review the proposed uniform acts relative to partnerships and limited partnerships and to propose a course of action to achieve the committee's objectives. Further, our goal is to continue to put on continuing education seminars which have as topics issues relative to unincorporated enterprises, and in particular, limited liability companies. The Committee is proud that its numerous continuing education activities have led to a well-informed group of business lawyers who have made the Michigan Limited Liability Company Act a very useable and successful statute. The Committee also expects to hold not less than two meetings of its Committee per year to continue to allow members to associate and to share thoughts.