

STATE BAR OF MICHIGAN

2007-2008 ANNUAL REPORT BUSINESS LAW SECTION

The Business Law Section ("BLS") remained very active during the year and provided a wide variety of services to Section members.

ANNUAL MEETING

The Section will hold its 2008 Annual Meeting on September 25, 2007. Details of the activities for the Annual Meeting event will be posted on our website as they develop.

BUSINESS LAW JOURNAL

The *Business Law Journal* was published three times this year with the assistance of ICLE. The *Journal* is sent to all Section members by mail, and it is also available on our website. The *Journal* offers interesting and informative articles on topics of interest to business lawyers, including regular columns such as *Did You Know?* by G. Ann Baker and *Technology Corner* by Michael Khoury.

E-NEWSLETTER

In September 2007, the Section launched an electronic newsletter which is published monthly to the Section with the assistance of the State Bar of Michigan. The e-Newsletter provides information about Section events and current legal developments of interest to Section members. The template established by the Business Law Section is also being used by other Sections to communicate with their members.

BUSINESS LAW INSTITUTE AND MID-YEAR MEETING

The 20th Annual Business Law Institute and Mid-Year Meeting will be held at The Dearborn Inn on June 13 and 14, 2008. This is a great opportunity to learn about recent issues of interest to Michigan business lawyers. This event provides a chance to network and socialize with leading business lawyers, including a Friday evening reception and dinner. We will hold next year's Institute at the Amway Grand Hotel in Grand Rapids.

COUNCIL MEETINGS

Council meetings are held every quarter in March, June, September and December. Specific dates and agendas are posted on the BLS website. Please contact any of the Section's officers if you would like to attend a meeting and become more involved in Section activities.

STEPHEN H. SCHULMAN OUTSTANDING BUSINESS LAWYER AWARD

The Section has established the Stephen H. Schulman Outstanding Business Lawyer Award. The Award was presented for the first time in 2006. The goal of the Award is to recognize Section members who demonstrate the highest quality of professionalism, foster the highest quality of practice, exemplify service and commitment to the Section and the profession, and promote ethical conduct and collegiality within the practice. The honorees for 2007 were Verne Hampton and Charles McCallum. This year's recipient, Ann Baker, will be honored at the Section's Annual Meeting in September.

WEBSITE

The Section's website is filled with up-to-date information of interest to its members. You can visit the website at <http://www.michbar.org/business/> to find information about Section leadership, learn of upcoming events and activities, find registration information for seminars, and view the *Business Law Journal*.

LAW SCHOOLS

A major initiative of the Section has been to coordinate activities with the various business law societies of the law schools in Michigan. As discussed below, the Section has been assisting these societies in educational and networking opportunities, and believes that this will also encourage membership by law students in the Section as law student members and as full members once they join the State Bar of Michigan.

SECTION OFFICERS

Contact information for this year's officers is listed below. Please contact any of the Section's officers if you are interested in becoming involved in Section activities.

Chair: Michael S. Khoury

Jaffe, Raitt, Heuer & Weiss, PC
27777 Franklin Road, Suite 2500
Southfield, MI 48034-8214
Phone: (248) 351-3000
Fax: (248) 351-3082
email: mkhoury@jaffelaw.com

Vice Chair: Diane L. Akers

Bodman LLP
6th Floor at Ford Field
1901 St. Antoine St.
Detroit, MI 48226
Phone: (313) 393-7516
Fax: (313) 393-7579
email: dakers@bodmanllp.com

Secretary: Tanya (Dee Dee) Fuller

Fuller and Associates
700 West Randall
Coopersville, MI 49404
Phone: (616) 837-0022
Fax: (616) 588-6373
email: fullerd@fullerlaw.biz

Treasurer: Robert T. Wilson

Butzel Long
41000 Woodward Ave.
Stoneridge West
Bloomfield Hills, MI 48304
Phone: (248) 258-7851
Fax: (248) 258-1439
email: wilsonr@butzel.com

COMMITTEES OF THE SECTION

Membership in committees is open to all members of the BLS. Please contact the appropriate committee chairperson(s) if you are interested in participating.

Commercial Litigation Committee. The Commercial Litigation Committee assists litigators as well as business and corporate counsel in addressing issues that may lead to or arise in business-related litigation. The committee sponsors seminars and other programs that address such issues and are designed to enhance the practice of those involved in commercial litigation. Co-chairs of the committee are Diane L. Akers [(313) 393-7516, dakers@bodmanllp.com] and Ashish S. Joshi [(734) 327-5030, joshi@lgslaw.net].

Corporate Laws Committee. The Corporate Laws Committee monitors and reviews matters relating to corporate law statutes and developments in the law of corporate governance. The committee also works with the Business Corporation Act Revision Subcommittee, which reviews the Michigan Business Corporation Act for the purpose of keeping it current with developments in corporate law and assists from time to time in drafting and advocating proposed changes in the Act. Co-chairs of the committee are Cyril Moscow [(313) 465-7486, czm@honigman.com] and Justin G. Klimko [(313) 225-7037, klimkojg@butzel.com].

Debtor/Creditor Rights Committee. The Debtor/Creditor Rights Committee focuses on issues of insolvency, such as bankruptcy, state law alternatives to bankruptcy, secured lending (Article 9 of the Uniform Commercial Code), and state law exemptions. Co-chairs of this committee are Judy B. Calton [(313) 465-7344, jbc@honigman.com] and Judith Greenstone Miller [(248) 727-1429, jmiller@jaffelaw.com].

Financial Institutions Committee. The Financial Institutions Committee focuses on legislative, regulatory, and judicial developments and issues of interest to financial institutions

(primarily banks) and their affiliates. James H. Brey is the Chair of this committee [(616) 752-2114, jbreay@wnj.com].

In-House Counsel Committee. The In-House Counsel Committee is committed to addressing the professional interests of in-house counsel by sponsoring continuing legal education programs, informing members about issues of particular interest to them, and offering social and professional networking opportunities. Chair of this committee is Matthew Case [(313) 225-9524, mcase@bcbsm.com].

Law Schools Committee. The Section established this new committee to reach out to the law schools in Michigan. We are helping to provide programming and mentoring to students interested in business law and coordinating with business law groups at the schools. Several events took place during the year, including a reception in April. We hope a side benefit will be greater awareness of the Section among new lawyers. Edwin J. Lukas [(313) 496-7966, Lukas@millercanfield.com] is serving as the Law School Committee Chair.

Non-Profit Corporations Committee. The Nonprofit Corporations Committee's principal responsibility is to review and update laws relating to the organization of nonprofit corporations in Michigan. The principal focus has been the Nonprofit Corporation Act, but it also reviews other legislation, such as bills regulating the solicitation of contributions by charities. The committee also assists with sponsoring continuing legal education programs directed as nonprofit organization issues. Co-chairs of this committee are Jane Forbes [(313) 568-6792, jforbes@dykema.com] and Agnes D. Hagerty [(248) 489-6764, hagertya@trinity-health.org].

Regulation of Securities Committee. The Regulation of Securities Committee is concerned with federal and state laws and regulations relating to the offer, sale, and trading of securities. The committee also supplies a liaison to the Securities Law Advisory Committee of the Michigan Corporation & Securities Bureau. Activities are designed to inform members of current developments and issues and provide input to appropriate administrative and legislative bodies. Jerry Schwartz serves as Chair of this committee [(313) 223-3500, jschwartz@dickinsonwright.com].

Uniform Commercial Code Committee. The Uniform Commercial Code Committee monitors developments and issues under all Articles of the UCC and related commercial statutes. In October of each year, the committee presents a seminar on recent developments in commercial law. Additionally, the committee prepares an annual survey of case law involving the UCC and commercial law. Chair of this committee is Patrick E. Mears [(616) 742-3930 patrick.mears@btlaw.com].

Unincorporated Enterprises Committee. The committee remains active in conducting seminars regarding unincorporated enterprises and focusing on the statutory revisions regarding limited liability companies and general and limited partnerships. The committee has also assisted in informing members of the Bar from other sections as to legislation affecting unincorporated enterprises. The focus of the committee's activities has been to present seminars in conjunction with ICLE. Chair of this committee is Daniel H. Minkus [(248) 642-9692, dminkus@clarkhill.com].

DIRECTORSHIPS OF THE SECTION

Legislative Review Director. Eric I. Lark [(313) 961-0200, eil@krwplc.com] serves as the Director of Legislative Review and is responsible for reviewing proposed legislation and advising the Section leadership of matters of substantive law which may be of interest or concern to business lawyers in Michigan.

Nominations Director. The Director of Nominations is Jeffrey S. Ammon [(616) 831-1703, ammonj@millerjohnson.com]. Ann Baker will take over that role in September. [(517) 241-6420; abaker@michigan.gov]

Programs Directors. Dee Dee Fuller [(616) 837-0022 fullerdd@fullerlaw.biz], Daniel H. Minkus [(248) 642-9692 dminkus@clarkhill.com], Mark W. Peters [(313) 568-5333 mwpeters@dykema.com], and Gregory E. Schmidt [(616) 752-2425 gschmidt@wnj.com] serve as Directors of Programs for the Section. They are responsible for programs at both the Section's Annual Meeting and the Business Law Institute.

Small Business Forum. The BLS has formed the Forum to focus on outreach to small and mid-sized firms. The Forum focuses on matters of importance to BLS members representing small businesses, closely-held businesses, and family businesses. The Forum holds quarterly seminars on both sides of the state. Still in its infancy, it has provided a great introduction to Section activities to an underserved area of the BLS membership. The Forum's Chair is Cynthia L. Umphrey [(248) 528-1111, cynthia.umphrey@kkue.com].

Publications Director. Robert T. Wilson [(248) 258-1616, wilsonr@butzel.com] is the Director of Publications and is responsible for the publication of the Business Law Journal.

Section Development Directors. Timothy R. Damschroder [(734) 930-0230, tdamschroder@bodmanllp.com] and H. Roger Mali [(313) 465-7536, rmali@honigman.com] are Co-directors of Section Development. This year, they organized Section outreach events with young lawyers and special purpose bars. We intend to continue these programs.

Technology Director. Michael S. Khoury [(248) 351-3000, mkhoury@jaffelaw.com] is the Director of Technology. He is responsible for developing the Council's website and, along with the Section Webmaster, for bringing opportunities to the Section to enhance the Section website and other forms of electronic communication with its members.

Michael S. Khoury
Chair, 2007-2008
June 4, 2008