

OREGON STATE BAR BUSINESS LAW SECTION
EXECUTIVE COMMITTEE

MINUTES OF MEETING
NOVEMBER 16, 2007
4:00 PM

A regular meeting of the Executive Committee of the Oregon State Bar Business Law Section (the "Section") was held at 4:00 pm on Friday, November 16, 2007 at Stoel Rives LLP, 900 SW 5th Ave., Suite 2600, Portland, 97204 pursuant to notice duly given. A quorum was present. The following members of the Executive Committee attended the meeting either in person or by telephone:

Jason Brauser	Gustavo Cruz	Andy Morrow
Pat Chapman	Sally Anderson-Hansell	Jason Dalton
Andrew Ognall	Michelle Druce	Kevin Thomas
Brenda Meltebeke	Chris Hall	

Other Attendees: Michelle Peterson (OSB), Carole Barkley, Peter Threlkel (Corporations Division), Ellen Theorgorsen

Jason Brauser called the meeting to order and served as chair. Michelle Druce kept the minutes.

1. Approval of September Minutes. The minutes for the September 21, 2007 meeting of the Executive Committee were approved.
2. Treasurer's Report/Budget. Brenda Meltebeke reported the budget revenue amount is \$35,000 and expenses are at 20%. \$75,000 is the ending fund balance. There are 1,146 total Section members as of October 31, 2007. The Executive Committee discussed the proposed 2008 budget. \$2,000 was moved (\$1,000 from Classroom Law Project & \$1,000 from Peacemaker) from the draft budget, into the new caselaw summary line item. Andy Morrow motioned to approve the 2008 budget and Pat Chapman seconded the motion. The 2008 budget was approved.
3. Bar Liaison Report. Michelle Peterson from the OSB reported. The Bar Leadership College was rescheduled and the new dates will be announced. The Leadership College was designed to allow participants to gain skills and to groom for the BOG or other leader opportunities. Margaret Robinson manages this program. This topic will be added to the January meeting agenda and Ms. Robinson will be asked to present additional information.
4. Corporation Division Report. Peter Threlkel reported. As of October 31, 2007, there are 375,000 business registrations (4% increase). Of the 375,000 business registrations, 125,000 are corporations; 99,000 are LLCs; 146,000 are assumed business names. LLCs are growing at a 16% growth rate. There are 183,000 UCC filings (1% increase). The Division is looking at legislative solutions to address the *Assumed Business Name Renewal Service*, to notify businesses that they can renew business names for \$50.00 through the Division. The UCC project involves getting images back on-line. The Division had to remove images to delete SSNs off of filings. They are looking at technology solutions to redact numbers and are getting bids.
5. Legislative Committee Report. Chris Hall reported. Committee is meeting and addressing issues in anticipation of the 2009 legislative session. Discussion that the Oregon Short Form Merger needs work.
6. ABA Model Act Liaison. Chris Hall reported. The ABA is establishing a Listserv for discussion. The ABA wants to know of amendments dealing with ESIGN & UETA. The ABA would like articles of interest and cases from Oregon.

7. Financial Institutions/Commercial Finance Financial Institutions. Michelle Druce reported for Clifton Molatore. CLE addressing legislative developments was held November 7, 2007 at the University Club. The turnout was good.
8. CLE/Annual Meeting. Jason Brauser reported the Annual Meeting went well and the speaker (Professor Charles Elson) was informative. Two new members were elected at the meeting: Abe Cable and Kevin Brannon.
9. Legal Opinion Committee. Jason Brauser reported. A survey was sent out around the state soliciting input regarding what to put in Oregon closing opinions.
10. Oregon Business Lawyer. Andrew Ognall reported. Ellen Theorgorsen has joined to assist Andrew. A legislative summary and tax article will be ready to publish. Andrew has a list of people to reach out to for articles and ideas.
11. Regional Outreach. Sally Anderson-Hansell advised there is nothing new to report.
12. Website/Business Practice Tools/Business Lawyer University. Carole Barkley reported. Carole is checking with both University of Oregon and Lewis & Clark for caselaw summaries. Everyone was reminded that updates are needed for links on the web page.

New Business:

13. Meeting Schedule. Pat Chapman reported that she will continue holding Executive Committee meetings every two months on the 3rd Friday each month. Meetings will be held at Stoel Rives. The July retreat will be held on the Saturday following the regular meeting.
14. 2008 Budget & Annual Report. Jason Brauser reported that he needs short summaries and plans for the coming year by end of day Tuesday, November 20th.
15. Use of Business Law Listserv for Law Firm Seminars. The Committee discussed use of the Section listserv to advertise seminars. The Committee agreed to add seminars to the website, but will not send information out on the listserv.
16. Holiday Lunch. The Executive Committee expressed interest in a holiday lunch.
17. Adjourn. There being no further business, the meeting adjourned at 5:10 pm.

Respectfully submitted,

Michelle Druce, Secretary