

OREGON STATE BAR BUSINESS LAW SECTION
EXECUTIVE COMMITTEE

MEETING MINUTES OF
NOVEMBER 13, 2009
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 13, 2009 at Roberts Kaplan LLP, 601 SW 2nd Ave. Suite 1800, 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:

Andrew Ognall	Candice Carr	Paul Taylor
Michelle Druce	Sally Anderson-Hansell	Kevin Thomas
Gustavo Cruz	Dean Alterman	Tim Jackle
Chris Hall	Abe Cable	Carole Barkley
Andy Morrow	Pat Chapman	

Attendees: Tom Wrosch (Corporation Division)
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Andrew Ognall called the meeting to order and served as chair. Michelle Druce kept the minutes.

1. Approval of September Minutes: Dean Alterman motioned to approve the minutes of the September 18, 2009 meeting of the Executive Committee. Tim Jackle seconded the motion and the meeting minutes were approved.
2. Election: Andrew Ognall reported that the Section's electronic voting is going well.
3. Castles Award: Andrew Ognall reported for Sara Gray. January 27, 2010 is the likely date for the luncheon and award presentation. The orders have been placed for the awards. The recipient of the Castles Award will be John Jaqua. Dave Frohnmayer will speak at the event and present the award. The Section will award Dave Frohnmayer a distinguished service award. The Section needs to decide whether/what amount to charge for the lunch event.
4. Treasurer Report/Budget: Sally Anderson-Hansell reported. Sally provided a draft 2010 budget for discussion. Dean Alterman suggested keeping \$5,000 for the Annual Meeting in 2010 for a prominent speaker. The plan is to have a CLE again next year and budget \$500 for 2010. The amount of \$12,000 will not be needed for the newsletter. The plan is to produce 2 – 3 newsletters and budget \$2,500. The projected year-end amount for the newsletter is \$50 and most other costs will be carried over. The Section has 31 complimentary memberships. Michelle Druce motioned to donate \$1,000 to the Lewis & Clark Law School Small Business Legal Clinic. Andrew Ognall seconded the motion and the motion was approved. The Financial Institution Committee is no longer active and will be removed from the budget. The budget line item that was allotted to the Financial Institution Committee will be changed to the Legislative Committee and \$500 budgeted for 2010. Andy Morrow motioned to donate \$1,000 to The Campaign for Equal Justice (for 2009) and Chris Hall seconded the motion. The motion was approved. Dean Alterman motioned to approve the Section budget as discussed. Kevin Thomas seconded the motion and the budget was approved.
5. CLE: Dean Alterman reported. All speakers are on board and the CLE is scheduled for December 3, 2009 at the Oregon Convention Center.
6. The Oregon Business Lawyer/Lewis & Clark Update: Candice Carr reported. The Lewis & Clark law students are excited about working on the second newsletter and have identified topics of interest.

7. Corporation Division Report: Tom Wrosch reported. Filings are coming back to historical levels. Corporations are still down and LLCs are at the same levels as last year. The January 2010 election will be important for department/agency funding. The department/agency is cutting services and not adding. The UCC project (redacting images) is on hold due to funding until the election has occurred.

8. Legislative Update: Chris Hall reported. For the next session (2011), the Law Improvement proposals must be submitted by the end of March. Issues need to be raised now in order to address within the timeframe. The Uniform Law Committee is asking the Section to look at the Revised Uniform Partnership Act and the Unincorporated Business Act. Unincorporated non-profits do not exist in Oregon. Chris Hall will follow-up to see if there is interest in the unincorporated non-profit concept. The sustainability bill is a Law Improvement project. The Executive Committee supports moving the sustainability bill through the usual process (legislative committee, etc.).

9. Business Courts: Kevin Thomas reported. The concept of business courts may be of interest to the Section to research further for Oregon. Ideas include encouraging business lawyers to be judges and improving commentary. It would be helpful to see what other states have done. Michelle Druce will provide information from the ABA Subcommittee on Business Courts. Kevin Thomas will report back to the Executive Committee at the next meeting.

10. Adjourn There being no further business, the meeting adjourned at 5:00 pm.

Respectfully submitted,

Michelle Druce, Secretary