

**OREGON STATE BAR BUSINESS LAW SECTION  
EXECUTIVE COMMITTEE**

**MINUTES OF MEETING  
OCTOBER 20, 2006  
4:15 PM**

A regular meeting of the Executive Committee of the Oregon State Bar Business Law Section (the "Section") was held at 4:15 pm on Friday, October 20, 2006, at Foster Pepper Tooze LLP, 601 SW 2<sup>nd</sup> Avenue, Suite 1800, Portland, Oregon, 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:

Vicki Ballou, Jason Brauser, Pat Chapman, Michelle Druce, Chris Hall, Andrew J. Morrow, Andrew Ognall, Tim O'Hanlon, Paul Taylor  
Michelle Peterson, Carole Barkley and Gerry Gaydos also attended.

Andy Morrow called the meeting to order and served as chair. Vicki Ballou kept the minutes.

Approval of Minutes. The minutes for the September 22 meeting of the Executive Committee were approved as presented.

Financial Report. In Brenda Meltebeke's absence, Andy Morrow reported that there was no material change in the Section's financial condition since the September meeting.

Bar Liaison Report. Michelle Peterson reported that Carole Barkley's contract has been updated and the retroactive increase in compensation approved at the September Executive Committee Meeting has been paid. The Bar has granted three quarters of an hour of CLE credit for the presentation at the Section's annual meeting. The Committee needs to approve the budget for 2007 at the November Executive Committee meeting.

Corporation Commission Report. Andy Morrow has received a list of current projects being considered by the Commissioners on Uniform Laws, including changes to the Model Registered Agent Act. Tim O'Hanlon reported that the Secretary of State/Corporation Division is sending questionnaires to anyone seeking to use the name "TRUST" in an organization's name.

Legislative Committee Report. Andy Morrow reported that Chris Hall has agreed to serve as chair of the Legislative Committee. After due discussion, the Executive Committee approved the appointment of Chris Hall as chair of the Legislative Committee.

Financial Institutions and Commercial Finance Committee. Michelle Druce reported that the CLE to be sponsored jointly by the Financial Institutions and Commercial Finance Committee and the Oregon Bankers Association on December 12, 2006, will focus on the elements of a successful commercial real estate deal using the Ecotrust deal as a case study. They are looking for panelists from the tenant, developer, legal and regulatory perspectives.

Oregon Business Lawyer. Drew Ognall still needs articles.

CLE/Annual Meeting Committee. Brauser reported that the Section's annual meeting will be held next Friday, on October 27, at noon at Hotel Lucia in Portland. Tom Lindley will speak on environmental due diligence.

Nominating Committee. Jason Brauser reported that the nominating committee (i.e., Jason Brauser, Brent Bullock and Tim O'Hanlon) have nominated Pat Chapman to serve as chair elect, Michelle Druce to serve as secretary and Brenda Meltebeke to serve as treasurer. They have nominated the following people to serve as At-Large members of the Executive Committee: Jason Dalton, Tim Jackle, Sally Anderson-Hansell, Kevin Thomas and Dean Alterman. After due discussion, the Executive Committee voted to approve those nominations for presentation at the annual meeting.

Castles Award. Because of time constraints, the Executive Committee elected, based on a recommendation by the nominating committee, not to award the John Castles Award this year. Andy will present a proposal at the November Executive Committee meeting for a process that will provide more structure to the selection process.

Board of Governors Report. Gerry Gaydos, the liaison between the Board of Governors and the Business Section, reported that in an effort to increase interaction between the Bar and the Bench and to provide additional educational opportunities to the Bench in these times of tight judicial budgets, the Board of Governors asked all sections of the Bar to consider offering complimentary memberships and CLEs to both state and federal judges. After due discussion, the Executive Committee voted to offer complimentary membership in the Section and to waive fees for Section CLE attendance for state and federal judges. At its next meeting, the Board of Governors will consider extending that recommendation to a limited number of judicial staff members. The Executive Committee will consider any Board of Governors' recommendation with respect to staff members at a future meeting. Mr. Gaydos also reported on the Bar's need to move into larger office space and its decision to purchase real property and build its new space rather than leasing it. He also discussed the situation with the affirmative action CLE requirement after the recent Oregon Supreme Court decision.

NW Earth Institute. Andy Morrow reported that Dick Roy of Northwest Earth Institute will make a presentation at the November Executive Committee meeting.

Adjourn. There being no further business, the meeting adjourned at 4:50 pm.