

OREGON STATE BAR BUSINESS LAW SECTION  
EXECUTIVE COMMITTEE

MINUTES OF MEETING

October 22, 2014

12:00 p.m.

A meeting of the Executive Committee (the "Committee") of the Oregon State Bar Business Law Section (the "Section") was held at 12:00 p.m. on Wednesday, October 22, 2014, at the offices of Samuels Yoelin Kantor, 111 SW 5<sup>th</sup> Avenue, Suite 3800, Portland, Oregon 97204, pursuant to notice duly given. The meeting commenced at 12:05 p.m.

The following Committee members, constituting a quorum, were present at the meeting: Kenneth Haglund, Dave Kopilak, Ben Lenhart, David Ludwig, David Matheson, Valerie Sasaki, and Tyler Volm, and via teleconference Lorie Hancock and Kyle Wuepper.

Also in attendance at the meeting were Carole Barkley and Dani Edwards.

1. Prior Committee Minutes. After a motion duly made and seconded, the Committee unanimously approved the Minutes of the Committee meeting held September 24, 2014.

2. Bar Liaison Report. Ms. Edwards reported that the House of Delegates has its annual meeting November 7. Mr. Lenhart is invited, but that is the same day as the Section's CLE.

3. Treasurer's Report. Mr. Haglund reported that the Section has an \$89,000 balance at the end of September. He will prepare and submit a budget for next year by December 1, 2014. The Section's annual report is also due, and Mr. Haglund will circulate a draft of that annual report before next meeting.

4. Subcommittee Reports.

a. CLE. Mr. Haglund reported that the notice of the annual CLE and Section meeting went out last week. The brochure (circulated at the meeting) includes the schedule for the CLE on 11/7 at the MAC. Thank you to Justin Denton and Ambyr O'Donnell for speaking and setting up the cybersecurity panel, which will be a strong panel. Mr. Haglund asked Committee members to please promote the CLE and especially attending the Section's annual meeting held over the lunch hour. The CLE will be recorded and can be played back, if there is enough interest. The Committee also decided to announce Castles Award winner in advance to see if that increases attendance.

b. Planning. Mr. Ludwig reported that he has made preliminary contact with Allison Inn and explained that the Committee would like to return to that location for its annual retreat. He will send another Doodle calendar invite once new slate of Committee members is approved.

c. Newsletter and Website.

Ms. Barkley asked whether she should contact big firms and see if we can link to their articles. The Committee approved this course of action. Knowledge Mosaic may also have useful articles.

d. Social. No report

5. Other Business.

a. Section Business Plan. Mr. Lenhart will circulate the Section's revised business plan in advance of a future meeting and suggested holding a 20 minute work session at that meeting.

b. Castles Award. Mr. Wuepper stated that the subcommittee is recommending Carmen Calzacorta to receive the award this year. Ms. Calzacorta practices general corporate, mergers and acquisitions, and securities law. She was nominated by her fellow Schwabe attorneys as well as other outside attorneys. Bob McGoughey, J. Dudley, and Jeff Wolfstone were other nominees this year. After a motion duly made and seconded, the Committee unanimously approved awarding the Castles Award to Ms. Calzacorta.

c. Nominating Committee. Mr. Lenhart explained that the Committee's bylaws state that if you missed two consecutive meetings, you can be excused from the Committee if the absences are unexcused or unexplained. The Committee currently has 15 positions filled, and has limited representation across the state, which needs to be increased in the coming years. Mr. Wuepper suggested emphasizing participation at the Committee's initial meeting each year. Ms. Barkley suggested an expectations guideline for new Committee members.

d. Retreat Follow Up. See above discussion about returning to the Allison Inn.

e. Other. The Committee then received a presentation on the Uniform Fiduciary Access to Digital Accounts proposed legislation from Victoria Blachly of Samuels Yoelin Kantor. The social media lobby has contested this legislation, and that is part of the reason the bar is asking this Committee to consider taking a stance on the legislation. Ms. Blachly explained that the law often lags behind the technology. The legislation would remove the prohibition on fiduciary access to a decedent's digital accounts. It is currently a cybercrime to use a decedent's password to access their digital accounts. 27 other states are looking at similar laws, and Delaware has passed the first legislation.

An 11 page handout was circulated to committee. Ms. Blachly wanted to know whether the proposed legislation would be detrimental to business in Oregon and whether Committee would take a position on the proposed legislation. Bar sponsorship can demonstrate party-neutral position. Mr. Matheson brought up that most of the information would be personal, and not business related. Bar sponsorship would like an answer by November. Mr. Lenhart said that the Committee would consider it, but did not think that this was something that was appropriate for the Committee to take a position on since Section members may come down on both sides of the debate. </ol></ol><p>

6. There being no further business to discuss, the meeting adjourned at 1:10 p.m.

Respectfully submitted,  
Tyler J. Volm, Secretary