

OREGON STATE BAR BUSINESS LAW SECTION
EXECUTIVE COMMITTEE

MINUTES OF MEETING
SEPTEMBER 21, 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, September 21, 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	Andy Morrow	Dean Alterman	Kevin Thomas
Pat Chapman	Sally Anderson-Hansell	Jason Dalton	Chris Hall
Michelle Druce	Paul Taylor	Timothy Jackle	

Other attendees: Carole Barkley, Peter Threlkel (UCC Division), Susan Grabe

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

1. Approval of July Minutes. The minutes for the July 20, 2007 meeting of the Executive Committee were approved as amended.

2. Treasurer's Report/Budget. Jason Brauser reported for Brenda Meltabeke. As of August 31, 2007 revenue is at \$34,230. \$35,000 is the budgeted revenue amount. Expenses are \$19,518 (47% of annual budget expenses to date). There are 1,142 paid section members and 1,176 total section members.

3. Bar Liaison Report.

Susan Grabe reported for Sarah Hackbart:

- (a) House of Delegates meeting is next week at Salishan.
- (b) The legislative committee will look at timelines for service of summons.
- (c) There are three pending ballot measures (petitions are underway) which the OSB will oppose: (1) Judicial incumbency; (2) Caps on contingency fees; (3) Sanctions for frivolous litigation.
- (d) Economic survey – the OSB conducts this survey every 3 -4 years. Survey is used by judges in disputes over attorney fees. The BLS is requested to participate in the survey. After discussion, there were no objections to participating in the survey. Carole Barkley suggested using the practice area list on the website as a starting point. Dean Alterman volunteered to handle on behalf of BLS. List must be sent to the OSB by next Wednesday, September 26th.

4. Corporation Division Report. Peter Threlkel reported. There are 372,000 business registrations, a 4% increase. There are 182,000 UCC filings. The Division implemented a central business registry filing. Added LLC filings. 50% of filing volume is now on-line. The turn-around time is quick. The Division will be adding new Oregon Tax ID number and will register with other agencies. The Division will also add a function to allow a filer to add a document or attachment to the system. The legislature passed a bill last session for secured party filers. The Division can reject filing if there is a debtor SSN. They are working on redacting SSNs from old filings. There may be a small fee associated with this. The *Assumed Business Name Renewal Service* is a company that targets busy companies and the Division is trying to help businesses from being taken advantage of. The Division charges \$50 for two years to renew. This company charges \$100 – 125 to do this. Peter discussed the proposed rule which has come out of the Senate. It will address "going out of business notices." Target for the final rules is December. Final feedback deadline is November 15, 2007. Jason will forward link to the other proposed Division of Finance & Corp. Securities rules.

5. Legislative Committee Report. Susan Grabe reported that the legislature will convene a supplemental session in February, primarily in the areas of criminal law and payday loans. October 11, 2007 is the OSB CLE on new legislation at the Governor Hotel. April 1, 2008 is the deadline for legislative proposals that originate with bar groups.
6. ABA Model Act Liaison ABA Model Act – No report
7. Financial Institutions/Commercial Finance Financial Institutions – No report.
8. CLE/Annual Meeting – Dean Alterman reported that the Annual Meeting & CLE is scheduled October 5, 2007. All information regarding the speaker (Prof. Charles Elson), date, place and notice were sent out today. Officer elections will take place first and CLE will follow.
9. Legal Opinion Committee – A meeting is scheduled September 27, 2007.
10. Oregon Business Lawyer – Jason Brauser reported that Ellen Theodorson may be interested in this committee. Plan is to transition in a new member in Andrew Ognall's current role. A two - three year commitment is preferred.
11. Regional Outreach – Sally Anderson-Hansell advised there is nothing new to report.
12. Website/Business Practice Tools/Business Lawyer University – No new report.
13. Castles Award Committee – Brent Bullock prepared the award criteria. Dean Alterman moved to adopt the criteria. Michelle Druce seconded the motion. The Castles Award criteria was adopted. Susan Grabe suggested that the BLS consider avoiding the OSB award nomination timeframe in August.
14. Summer Clerk Event – Jason Brauser reported for Gustavo Cruz. The event was a great success.
15. Vince Chiapetta and Case Law Summaries – Carole Barkley reported Vince Chiapetta at Willamette University declined taking on the business case law summaries project. Carole will contact Jennifer Johnson at Lewis & Clark.
16. OSB Member Packet – Jason Brauser reported that the new admittees ceremony will be next week. A letter will be available at a table after the ceremony and free membership offered to admittees.
17. OSB Episodic Volunteerism Assistance – Jason Brauser reported. There are good ideas and interest in structuring limited projects. This is a way to get people hooked and to volunteer again. Keep in mind in structuring projects in the future. Information published by the OSB was provided.
18. Nominating Committee – Pat Chapman reported. There are seven vacancies at year-end. All but two members were asked to run again. Kevin Bannon from Schwabe is a nominee. There is still one at-large opening which will likely be a large firm representative. Next year, the plan is to replenish with non-large firm lawyers. The nominees for officers are Andrew Ognall (Chair-Elect), Sally Anderson-Hansell (Treasurer), Michelle Druce (Secretary). Dean Alterman motioned to ratify the officer nominations. Andy Morrow seconded the motion and the nomination slate was ratified.
19. Adjourn – There being no further business, the meeting adjourned at 5:10 pm.

Respectfully submitted,

Michelle Druce, Secretary