

OREGON STATE BAR
BUSINESS LAW SECTION EXECUTIVE COMMITTEE
MEETING MINUTES

October 16, 2019

TIME AND PLACE

Upon notice duly given, a Meeting of the Executive Committee (the “Committee”) of the Business Law Section (the “Section”) of the Oregon State Bar (the “Bar”) was held at the offices of Lane Powell on October 16, 2019, at 12:00 p.m., Pacific Time.

PRESENT

Present in person were Committee members William Goodling, James Hein, David Ludwig, Emily Maass, David Post, Valerie Sasaki (Chair), Charmin Shiely, Jeffrey Tarr, and Tyler Volm. Present by phone were Committee members Anne Arathoon, Ben Kearney, and Kara Tatman. Also present at the invitation of the Committee were Keith Palevsky of the Bar, by phone, and Carole Barkley, in person. Ms. Tatman acted as Secretary of the Meeting and kept the Minutes.

Ms. Sasaki called the Meeting to order at 12:10 p.m.

MINUTES

Ms. Sasaki reviewed the most recent meeting minutes with the Committee and asked for any comments or changes. The Committee unanimously adopted the following resolution upon motion duly made and seconded:

RESOLVED, that the minutes of the Committee’s September 11, 2019 meeting, in the form presented to the Committee, are approved.

BAR MATTERS

Mr. Palevsky updated the Committee on Bar matters, including updating the Committee on the Bar expenses for which the per-member assessment is made (back office and administrative support of \$80k; general counsel’s office and public affairs of \$70k; member services, listserv and liaison support of \$150k; and other indirect costs and overhead of \$28k, for a total of approximately \$328k, divided by 17,200 Bar section members).

TREASURER REPORT

Mr. Tarr discussed the latest membership numbers, including both paid and unpaid memberships. He directed the Committee to the Section membership revenues, which are on budget and up from last year.

Mr. Tarr also updated the Committee regarding reallocation of certain retreat expenses from one category to another on the financial report, resulting in being slightly over budget on this year's retreat expenses. He next discussed the remainder of the expenses, including the MCLE sponsorship application fee, which Keith had described as a fee charged annually in connection with the Bar-sponsored annual CLE seminar. Jeff will present a budget next meeting.

SUBCOMMITTEE REPORTS

CLE

Ms. Tatman updated the Committee on the subcommittee's planning efforts for the November 8 full-day CLE seminar. Mr. Kearney advised the Committee that the Section will represent the California Consumer Privacy Act CLE in Eugene in December and will use the Bar's new online registration platform for all Section CLE registrations going forward.

Outreach

Mr. Post reported that the Committee will co-sponsor a joint social event with the Oregon Society of CPAs on November 13.

Ms. Sasaki reported to the Committee that she recently attended a retreat at the Oregon Garden Hotel in Silverton and found it acceptable as a possible meeting location. The Committee will discuss the annual Committee retreat at the next meeting.

Communications

Mr. Tarr reported that the subcommittee anticipates starting and maintaining a LinkedIn account for the Section. The subcommittee will present the proposal for discussion at the upcoming annual Committee retreat. Ms. Barkley discussed the upcoming newsletter and indicated she will reach out to CLE presenters about writing articles.

New Business Lawyers

Mr. Goodling updated the Committee about the scholarship application process, including discussing the final selection process. The Committee determined to delegate authority to select the final recipients to the New Business Lawyers subcommittee for presentation at the annual meeting.

Legislative

Mr. Ludwig updated the Committee on the Laws Commission work regarding RULLCA. The group's goal is to present a revised LLC act for consideration during the 2021 legislative session, and will need to have something fully prepared in 2020 to do so. Ms. Shiely asked about the availability of a draft or other interim version for review by this Committee. Ms. Sasaki, Mr. Tarr and Ms. Maass described the process generally, including the public availability of materials during the process, and the legislative counsel process for drafting.

Other Business

Ms. Sasaki updated the Committee on the upcoming annual meeting, including those members-at-large whose terms will expire. She informed the group that the nominating committee would meet shortly and present candidates for the Committee's review and approval by email.

She and Mr. Ludwig also discussed the nominees for the Castles Award, and indicated that the Castles Award subcommittee would be meeting to recommend a recipient.

The Committee determined that the next meeting, on November 13, would take place at Stoel Rives in Portland.

There being no further business of the Committee, the Meeting adjourned at 1:05 p.m.