

OREGON STATE BAR

BUSINESS LAW SECTION EXECUTIVE COMMITTEE

MEETING MINUTES

November 18, 2021

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 by video conference on November 18, 2021, at 12:00 p.m. Pacific time.

PRESENT

Present were Committee members Jeffrey Tarr (Chair), Anne Arathoon, Will Goodling, Brian Jolly, Ben Kearney, Genny Kiley, Jennifer Nicholls, David Post, Charmin Shiely, Tyler Volm and Michael Walker. Also present at the invitation of the Committee were Joe Cerne (Chair, New Business Lawyers Subcommittee), Carole Barkley (Editor, *Oregon Business Lawyer*), and Susan Grabe (Bar representative). Committee members not in attendance were James Hein, Emily Maas, Matt Larson and Kara Tatman.

Mr. Tarr called the meeting to order at approximately 12:02 p.m. Pacific time. Mr. Goodling acted as Secretary and kept the minutes.

MINUTES

Mr. Tarr reviewed the most recent meeting minutes with the Committee and, after a correction was noted, the Committee adopted the following resolution upon a motion duly made and seconded:

RESOLVED, that the minutes of the Committee's October 28, 2021 meeting, in the form presented to the Committee after resolving the noted correction, are approved.

BAR LIAISON REPORT

Ms. Grabe provided an update regarding an upcoming Board of Governors meeting and retreat. Ms. Grabe also provided an update regarding a report to be published by the Paraprofessional Licensing Implementation Committee of the Bar relating to its proposed program to license non-attorney professionals to provide limited legal assistance in family law and landlord-tenant matters.

TREASURER'S REPORT

Ms. Arathoon summarized the Section's financial statements for October 2021, including to describe recent revenues from CLE registrations and to note that the Section enrolled 18 new complimentary members in October 2021 following the recent Section events for law students at the law schools in Oregon.

SUBCOMMITTEE REPORTS

CLE

Mr. Volm reported that the Section's upcoming annual CLE program will be hosted via Zoom on December 16, 2021 and summarized the CLE topics as follows: federal tax updates; cannabis legal and industry updates; law firm risk management for hybrid offices and remote work; key insurance issues for business lawyers; asset purchases in bankruptcy; landlord-tenant updates; and COVID-19 laws and regulations. Mr. Volm further noted that the CLE Subcommittee plans to host an access to justice CLE in the first quarter of 2022 with the Lewis & Clark Law School's Small Business Legal Clinic and the Commons Law Center.

Outreach

Mr. Jolly reported the Outreach Subcommittee met recently to plan the Committee's meeting in January 2022 and noted that this meeting is expected to be held virtually in light of current Bar guidelines.

Newsletter

Ms. Barkley reported that the Newsletter Subcommittee will publish the December edition of the *Oregon Business Lawyer* in the first week of December and noted that the Subcommittee has three authors committed to write articles for the March edition.

New Business Lawyers

Mr. Cerne reported there were no new developments for the New Business Subcommittee following its recent law student panel events at each of the University of Oregon School of Law, Lewis & Clark Law School and Willamette University College of Law.

Legislative

Legislative Subcommittee members Ms. Maas and Ms. Tatman were not present. Mr. Tarr noted that the memorandum from the Legislative Subcommittee to the Uniform Law Commission describing recommended changes to the Oregon Business Corporation Act has not yet been submitted.

Nominating and Member Recruitment Subcommittee

Mr. Tarr reported that the Nominating and Member Recruitment Subcommittee (which consists of Mr. Tarr, Ms. Kiley and Valerie Sasaki, the Subcommittee member who is not a Committee member) recommended that the following officers and Committee members be proposed for 2022:

Officers

| | |
|-------------|-------------------------|
| Chair | Anne Arathoon |
| Chair Elect | Will Goodling |
| Past Chair | Jeffrey Tarr |
| Treasurer | Jennifer Nicholls |
| Secretary | James Hein ¹ |

Members-at-Large (two-year terms ending on December 31, 2023)

Matt Larson
Brian Jolly
Joe Cerne
Ben Pirie
Melissa Jaffe
Kaci Hohmann
Krista Evans

Mr. Tarr noted that the following at-large Committee members have terms that expire on December 31, 2022 and will remain on the Committee for 2022 without a vote this year:

Charmin Shiely
Ben Kearney
Michael Walker

After a discussion the Committee adopted the following resolution upon a motion duly made and seconded:

RESOLVED, that the proposed nominations of officers and Committee members recommended by Nominating and Member Recruitment Subcommittee are approved.

There being no further business of the Committee, the meeting adjourned at approximately 1:00 p.m. Pacific time.

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¹ James Hein was approved as the proposed Secretary at the meeting, but after the meeting the Committee subsequently approved changing the proposed Secretary to be Michael Walker in lieu of James Hein.