

OREGON STATE BAR
BUSINESS LAW SECTION EXECUTIVE COMMITTEE
MEETING MINUTES

April 6, 2023

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 Lane Powell in Portland, Oregon and via Zoom on April 6, 2023, at 12:00 p.m. Pacific time.

PRESENT

Present were Committee members William Goodling (Chair), Michael Walker, Joseph Cerne, Krista Evans, Blake Bowman, Melanie Choch, Timothy Crippen, Berit Everhart, Leigh Gill, Kaci Hohmann, Melissa Jaffe, Matthew Larson, Jennifer Nicholls, and Benjamin Pirie. Carole Barkley and Mike Williams (Bar Liaison) were also present.

Anne Arathoon and Brian Jolly were not present at the meeting.

Ms. Evans acted as Secretary and kept the minutes.

1. Approval of Prior Minutes (March 2, 2023)

The Committee reviewed the minutes of the Committee’s meeting held on March 2, 2023. Upon motion duly made and seconded, the Committee unanimously adopted the following resolution:

RESOLVED, that the minutes of the Committee’s March 2, 2023 meeting are approved.

2. Bar Liaison Report

Mr. Williams reported that the Bar Bulletin is looking for June articles. He requested that interested Committee members reach out to Kateri Walsh. Mr. Williams also reported that the Bar finished its fee season. There were fewer suspensions than in the past. Bar membership remains flat, which is concerning long term. A fair number of Bar members have retired and/or gone inactive. Mr. Williams reminded the Committee that use of rooms at the Bar Center is part of our membership fee. Mr. Williams concluded his report with the news that Kateri Walsh nominated the Section as a participant in beta testing of the Bar’s pilot social media program. Ms. Walsh will provide an update to the Committee and is hopeful that the new program launches soon.

3. Treasurer’s Report

Mr. Cerne gave the Treasurer’s report. Mr. Cerne circulated the February financials. Mr. Cerne received expense reimbursement requests from the retreat. All requests should be in. He requested the submission of any outstanding expense reimbursement requests. Mr. Cerne reported that the Committee has funds to spend, although the cost of the Section’s annual CLE could account for a significant portion of the Committee’s annual budget.

4. Subcommittee Reports and Discussion

- a. *CLE Subcommittee*. Ms. Jaffe provided the report. She requested that the Committee share information on the first CLE of the year. The CLE is a review of CFIUS, and is scheduled for April 18. Twenty attendees are registered to attend in person. Ms. Jaffe reported that the subcommittee is planning the annual CLE, and trying to decide where to hold the event. The Multnomah Athletic Club is no longer an option. The subcommittee is considering Amaterra Winery, the Ritz Carlton hotel, the Royal Sonesta, and the Living Room Coffee House. Amaterra is the nicest location, but also the most expensive. Ms. Jaffe discussed the high cost of audio/visual equipment and production. Ms. Jaffe also discussed possibly soliciting sponsorships of the event. The Living Room Coffee House is very affordable but is not luxurious. Ms. Jaffe reported that if we hold the event outside of the Bar Center, the Bar will not manage the administrative logistics. This will result in more work for the Committee. The event will include morning and afternoon CLE content, a luncheon with awards, and an afternoon happy hour. Ms. Jaffe will follow up with Amaterra and the Royal Sonesta. The Committee is considering November 10 or 17. Amaterra charges a \$5,000 room rental fee, and has a food and beverage minimum of \$50 per person. Ms. Jaffe and Ms. Choch visited Amaterra and were very impressed. Amaterra is Ms. Jaffe's first choice of venue.

- b. *Newsletter Subcommittee*. Mr. Crippen provided the report. The newsletter is coming along great, largely due to Carole Barkley's efforts. The next edition will be published this summer. The subcommittee has authors and article topics for approximately $\frac{3}{4}$ of the slate for the next couple editions. Mr. Crippen discussed increasing audience engagement and readership, and measuring engagement. The Section's opportunity to participate in the Bar's social media program may be a good way to share the newsletter. Ms. Jaffe asked if it is possible to isolate articles to share individually, and host it on the Bar's website in a searchable format for SEO. The Committee discussed posting the newsletter on relevant listserves, and possibly posting separate articles on the Section's website with a separate section for classifieds. Mr. Goodling reported that the Oregon New Lawyers Division Chair contacted him and requested mentors for the Bar's mentorship programs. Twelve new business lawyers are seeking mentors. The Committee discussed putting a request for business law mentors in the newsletter on a recurring basis, and obtaining updated information from the Bar on the number of mentees seeking business law mentors for each edition.

- c. *New Business Lawyers Subcommittee*. Ms. Hohmann and Mr. Cerne reported that the subcommittee has met twice since the last Committee meeting. The subcommittee is holding an April social at Rialto, the first in person meeting since Covid. Ms. Hohmann provided an update on the stipend. The Section is responsible for one business law stipend in the amount of \$3,360. Five students have been awarded stipends, but only two have found jobs. No stipend recipients have secured jobs in business law. If recipients don't secure a job in business law, they don't receive the stipend. In that event, the Section could roll the stipend funds into the next calendar year or save the money. Ms. Hohmann reported that the stipend program continues to be awkward and difficult. Students are solely responsible for securing employment. Suraya at the Bar maintains a list for potential employers interested in hiring stipend recipients. Ms. Hohmann will email the Section listserve about the stipend, and request that interested employers contact Suraya to be added to the list. Ms. Hohmann requested that the Committee share the email with our personal networks. Ms. Hohmann will ask Suraya if we can provide prospective employers with

information on the stipend recipients.

- d. *Legislative Subcommittee.* Mr. Walker reported on behalf of the subcommittee. The subcommittee met on March 10. Matt Shields from the Bar provided the subcommittee with a list of business law legislation. The subcommittee reviewed the legislation. Mr. Walker reported that SB 909, which would change the LLC Act, is regrettably not moving forward this legislative session. Valerie Sasaki is on the work group. She is working with Senator Floyd Prozanski's office to introduce the bill as a pre-session bill for the 2024 short legislative session. The Oregon Law Commission work group spent three years on this legislation. Ms. Everhart will email Senator Prozanski about the bill and its importance. Mr. Walker hopes to obtain more information on why the bill is not moving forward.
- e. *Outreach Subcommittee.* Ms. Evans reported that the subcommittee has not yet had its first meeting.
- f. *Castles Leadership Award Subcommittee.* There was no update for this subcommittee.
- g. *Nominating and Member Recruitment Subcommittee.* Mr. Goodling reported that he will kick off nominating and member recruitment this summer.

5. Other Business

There was no other business before the meeting.

6. Next Meeting

The next meeting of the Committee will be held in-person at Black Helterline on May 4, 2023 at noon. There will also be an option to attend via Zoom.

7. Adjournment

There being no further business of the Committee, the meeting adjourned at approximately 1:02 p.m. Pacific time.