

OREGON STATE BAR
BUSINESS LAW SECTION EXECUTIVE COMMITTEE
MEETING MINUTES

May 1, 2025

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 Sussman Shank LLP, 1000 SW Broadway, Suite 1400, Portland, Oregon 97205 on May 1, 2025, at 12:00 p.m. Pacific time

PRESENT

Present were Committee members Joe Cerne (*Chair*), Krista Evans (*Chair-Elect*), Michael Walker (*Past Chair*), Matt Larson (*Treasurer*), Tim Crippen, Taylor Gersch, Leigh Gill, Melissa Jaffe, Justin Monahan, Jennifer Nicholls, Ben Pirie, Kimberly Boswell and Melanie Choch. Mike Williams (*Bar Liaison*) and Jackie Kranz (*Newsletter Editor*) were also present.

Berit Everhart and Blake Bowman were not present at the meeting.

Ms. Evans acted as Secretary and kept the minutes.

MEETING

Mr. Cerne called the meeting to order at 12:04 p.m.

1. Approval of Prior Minutes

The Committee reviewed the minutes of the Committee’s meeting held on April 3, 2025. Upon motion duly made and seconded, the Committee unanimously adopted the following resolution:

RESOLVED, that the minutes of the Committee’s April 3, 2025 meeting are approved.

2. Bar Liaison Report

Mr. Williams reported regarding activities at the Bar. On May 21, there is an opportunity for attorneys to retake your oath. If your firm is interested in sponsoring the event, please reach out to Logan Stewart. Mr. Williams reported that training for new HOD members is scheduled for May 22. He also reported that the Bar does have branded tablecloths for 8-foot rectangular tables. As a follow-up from last month’s meeting, Mr. Williams obtained a quote for standup sign for the Committee. The base cost for a sign that is twenty-four inches wide by five feet high is \$125. Mr. Williams reported that the Bar is in a busy season as more executive orders are enacted. As a result of recent litigation, Mr. Williams reported that the Bar will now call its members

“licensees” as opposed to “members.” He also reported that a lot of the Bar’s legislative requests made it out of committee.

Mr. Cerne reported that a Section member reached out to him as he had not been getting any emails from the Section. Mr. Williams and Kateri discussed the issue of members not receiving emails. He reported that it is possible that a member’s spam filter is preventing delivery. Mr. Williams will follow up with Kateri to get instructions of how to fix email delivery issues. The Committee will send out the instructions via email and post them on its LinkedIn profile.

3. Treasurer’s Report

Mr. Larson provided the report and reviewed the March 2025 financial report. The biggest expenses in the financial report were catering for the social and Jackie’s compensation. Mr. Larson reported that the Section’s headcount is 915, which includes 820 paid members. Please let Mr. Larson know if we have expenses or bills that need to be paid.

4. Subcommittee Reports

A. CLE Subcommittee. Mr. Crippen provided the report. The Subcommittee hosted its quarterly CLEs last week on abuse reporting. The CLE was well attended with 75 registrants. Mr. Crippen reported that the Annual CLE will be hosted at The Nines on Friday, November 7. This event will not be co-sponsored by the Bar. The Subcommittee will be requesting sponsorship funds to fund the event, and is confident they can raise the funds. The Subcommittee estimates it will need to raise \$6,000 to break even on the event. Ms. Jaffe has been interfacing with representatives from The Nines. Ms. Jaffe asked the Committee whether it would want to do a multi-year contract with The Nines to secure significant discounts for future years. The Committee discussed the benefits and risks associated with a multi-year contract, including the concern about raising sufficient funds to pay for future events. The Committee decided on a one-year contract with The Nines unless the venue would permit a multi-year contract with an opt out at no cost to the Committee. Ms. Jaffe prepared a survey for the Section members and a sponsorship packet. The Subcommittee is also researching pricing, as it believes we can charge more than last year and plans to do so to make up for the lack of Bar co-sponsorship. The Subcommittee is planning a CLE at the end of July on tariffs. The Subcommittee, in connection with the Newsletter Subcommittee, will also pursue an article about tariffs. Dana Vasquez and Chris Helmer from Miller Nash were floated as possible authors. Mr. Monahan will follow up.

B. Newsletter and Communications Subcommittee. Ms. Krantz provided the report. The Q2 newsletter will be out early and is on track to be released in the middle of June. The Subcommittee had a great meeting and brainstormed ideas for the Q3 newsletter.

C. New Business Lawyers Subcommittee. Ms. Evans provided the report. The Section stipend was awarded to a student at the University of Oregon School of Law, but the position is a part time policy internship with Oregon Consumer Justice. The student is following up with Suraya to see if the position qualifies for the stipend. Ms. Evans followed up with Suraya, and has not heard back. The student expressed that she is open

to taking on another position for 20 hours per week. The Subcommittee has not taken any action in finding a business law position pending input from the Bar. Ms. Evans reported that the Subcommittee is moving forward with law school representatives from each of the three Oregon law schools to act as liaisons to the Subcommittee, attend Subcommittee meetings, and plan one social with the Subcommittee. McKenzie Gerdes volunteered for Lewis & Clark Law School. Ms. Evans reported that she is waiting to hear back from the Subcommittee members to determine if representatives from University of Oregon School of Law or Willamette have been appointed. Ms. Evans reported that the Section is sponsoring a table at the May 21 swearing in ceremony. Ms. Gersch is attending. The Subcommittee will host panel events at the three law schools this fall, with the dates to be determined. Ms. Jaffe reported that she was contacted by a SPEE candidate seeking a firm sponsor. She is happy to share the resume if anyone is interested.

D. Legislative Subcommittee. Mr. Gill provided the report. The Subcommittee met, and has no substantive update on the principal bills including SB 164. SB 164 was passed out of committee and sent to ways and means to determine how to pay for the Secretary of State's management of its implementation. We are currently waiting on the revenue forecast, which should arrive on May 8. The Secretary of State anticipates it will need to add a hire to update its forms as a result of the new LLC Act. The Subcommittee drafted a letter on behalf of the Committee expressing support of SB 164. Mr. Gill will share the draft letter with the Committee, which, if approved, will be sent to the Board of Governors. The Subcommittee plans to communicate with members of the Bar and the New Business Lawyers Subcommittee to educate the membership on new changes to law. Mr. Walker reported that Valerie Sasaki is not worried about the stall. Mr. Walker hopes for some substantive actions moving SB 164 forward by our next meeting.

E. Outreach Subcommittee. Ms. Evans provided the report. The first email about the June 5 social went out this week. The OSCPA has also started promoting. Ms. Evans reported that the Subcommittee has not secured any sponsors for the social. If we don't secure sufficient sponsorship, the event will have a no host bar. Ms. Krantz is working on a flier for LinkedIn. Ms. Evans reported that two more emails would be sent out this month, and requested that the Committee invite their colleagues. She also reported that twenty-one attendees have registered, including three CPAs and one law student. Mr. Cerne reported that Oregon Tax Institute event is also on June 5, and has a reception that overlaps with the social. A tax section member contacted Mr. Cerne about collaborating for a future event, or potentially cancelling the Section social. The Committee decided not to cancel or reschedule the social this year, as deposits have been paid and emails promoting the event have been sent. The Committee discussed collaborating with the tax section for an event next year, and avoiding planning conflicting events in the future.

F. Castles Leadership Award Subcommittee. Mr. Walker provided the report. Mr. Walker and Mr. Cerne met with former Committee Chair, Kyle Wuepper. Mr. Wuepper provided insight into the Castles Leadership Award process during his tenure. Mr. Walker reported that he intends to advertise call for nominations in the Q2 newsletter. Mr. Walker

also suggested sending an email to a group of past Committee Chairs to form a larger Subcommittee. This group can also be a valuable resource for new Committee member recruitments. Mr. Walker reported that he intends the Castles Leadership Award process to be more proactive and robust this year

G. Nominating and Member Recruitment Subcommittee. Mr. Cerne provided the report. He also discussed the meeting with Mr. Walker and Mr. Wuepper with respect to member recruitment. Mr. Cerne, Mr. Walker, Mr. Wuepper and Ms. Arathoon are generating ideas for member recruitment outside of the Portland metropolitan area. Mr. Wuepper and Tom Tongue are both alums of the University of Oregon, and would be willing to serve on a law school panel event. Mr. Cerne can provide email introductions. Mr. Cerne also reported an upcoming meeting he has with a couple of business attorneys from Corvallis as part of the goal to expand Committee involvement outside of Portland.

5. Other Business

No other business was presented or discussed.

6. Adjournment

There being no further business of the Committee, the meeting was adjourned at 12:55 p.m. Pacific time. The next meeting will be held at 4:00 pm Pacific time at Ballard Spahr | Lane Powell.