

**THE FLORIDA BAR BUSINESS LAW SECTION**  
**CORPORATIONS, SECURITIES & FINANCIAL SERVICES**  
**COMMITTEE MEETING**

**Thursday, February 6, 2020**  
**10:00 AM – 12:00 PM**

**Hyatt Regency Orlando**  
**Manatee Spring 1**

888.376.5050  
Participant Pin: 8162325947

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**Andrew Schwartz, Chair**  
**Willard Blair, Vice Chair**  
**Stephen Sandiford, Second Vice Chair**

**AGENDA**

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|---|-----------------------------|
| <b>1. Call to Order and Welcome</b>   | Andrew Schwartz             |
| <b>2. Self-Introduction of Members Present</b>  | Andrew Schwartz             |
| <b>3. Approval of August 2019 Minutes</b>   | Willard Blair               |
| <b>4. Report from the Ch 607 Drafting Subcommittee</b><br>a. 2020 Glitch Bill<br>b. Planning for Webinars   | Phil Schwartz & Gary Teblum |
| <b>5. Opinions Standards Committee Update</b><br>a. Supplement to 2011 Report   | Robert Barron               |
| <b>6. Status of Other Ongoing Current Legislative Projects</b><br>a. Section 542.335 Task Force (Non-Compete)<br>b. Chapter 48 Task Force (Service of Process)  |                             |
| <b>7. Issues that have come up to date under revised Chapter 607</b><br>a. Appraisal rights – concerns with use of appraisal rights statute to arbitrage payment of statutory interest under §607.1330<br>b. Appraisal rights – concern with new §§607.1302(1)(g) and 607.1302(1)(h)<br>c. Appraisal rights – public company exception under §607.1302(2) |                             |

- d. Various indemnification issues raised
- e. Other Chapter 607 issues raised by committee members

**8. Future Projects of the Committee**

- a. Ratification of defective corporate acts - consideration of Subchapter E of the Model Act
- b. Oppression of minority shareholders as a ground for judicial dissolution
- c. Further study of the must/shall/may issues
- d. Harmonization project for related sections of the FBCA
- e. Series LLCs

Andrew Schwartz, Willard Blair  
Stephen Sandiford

**9. Legislative Matters**

Aimee Diaz Lyon

**10. Department of State**

- a. New computer system
- b. Quality of Service Issues

**11. Adjourn**

Andrew Schwartz

**Attachments:**

- 1. Minutes of August 2019 Meeting