

**THE FLORIDA BAR BUSINESS LAW SECTION  
EXECUTIVE COUNCIL MEETING AGENDA**

Monday, September 3, 2018  
8:30 a.m.-11:30 a.m.  
Hyatt Regency Coconut Point Resort & Spa  
Bonita Springs, Florida

**I. Call to Order and Introduction of Executive Council Members – Michael Chesal, Chair (Exhibit A)**

**II. Commitment to Pro Bono Service**

The Section reaffirms its goal to achieve 100% participation in pro bono service by Business Law Section members and attorneys in their firms.

The Section proudly acknowledges the following Executive Council members who have become Fellows of The Florida Bar Foundation by pledging at least \$1000 to The Florida Bar Foundation Endowment Trust: Michael Chesal, Jacob “Jay” Brown, Kacy Donlon, Stephanie Leib, Hon. Catherine McEwen, James “Scott” Curry, Carlos Sardi, Woodrow “Woody” Pollack, Paige Greenlee, Hon. Caryl Delano, Adina Pollan, Douglas Bates, Mark Stein, Jodi Cooke, Manuel Farach, Detra Shaw-Wilder, Philip Schwartz, Hon. Laurel Isicoff, Ron Rosenwasser, Hon. Gill Freeman (Ret.), Gary Teblum, Dineen Wasylik, Irwin Gilbert, Deborah Baker-Egozi, Donald Workman and John Macdonald.

Fellows are life members of The Florida Bar Foundation; core supporters who believe in the value of justice and the importance of the Foundation’s leadership and charitable programs. Thank you to John Macdonald for your tireless and inspiring efforts in this regard. Sincere apologies to any member who may have been inadvertently omitted from this list.

**III. Recognition of Sponsors**

The Section acknowledges the generous contribution of all its sponsors, including the following Sapphire (\$7,500) and Emerald (\$5,000) sponsors.

**Sapphire Sponsors:**

***Berger Singerman  
Eisner Amper  
Michael Moecker & Associates  
Morgan & Morgan***

**Emerald Sponsors:**

***Akerman  
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GrayRobinson, P.A.  
Messana, P.A.  
Navigant  
Peretz Chesal & Herrmann, P.L.  
Sequor Law  
Shutts & Bowen***

Without the generous support of our sponsors, events like the Labor Day weekend retreat would not be possible.

**IV. Approval of Minutes of the January 18, 2018 Meetings - Kacy Donlon, Secretary (EXHIBIT B)**

**V. Treasurer’s Report – Leyza Blanco –Treasurer  
(EXHIBIT C)**

**VI. Reports of Special Committees and Task Forces**

- A. Antitrust and Trade Regulation Subcommittee – Ron Rosenwasser, Chair
- B. Business Courts Task Force – Jon Polenberg and Hon. Gill Freeman, Co-Chairs
- C. Chapter 607 Sub-Committee – Philip Schwartz and Gary Teblum, Co-Chairs
- D. Digital Currency Task Force – Woodrow “Woody” Pollack, Chair
- E. Health & Wellness Task Force – Dineen Wasylik and Irwin Gilbert, Co-Chairs
- F. UCRERA Task Force –Kenneth Murena, Chair
- G. Proposed Amendments to the Fla. R. Civ. P. Task Force – Bart Valdez, Chair; Hon. Ralph Artigliere, Judicial Chair
- H. Scholar and Fellows Retention Task Force – James Moon and Jason Burnett, Co-Chairs
- I. Uniform Commercial Real Estate Receivership Act (UCRERA) Task Force – Kenneth Murena, Chair
- J. Uniform Voidable Transfers Act (UVTA) Task Force – John Hutton, Chair

**VII. Reports of Substantive Law Committees and Legislation Committee**

- A. Bankruptcy/UCC – Stephanie Lieb, Chair; Hon. Catherine McEwen, Judicial Chair; Prof. Jeffrey Davis, Academic Chair
- B. Business Litigation – Zachary Hyman, Chair; Hon. Ed LaRose and Hon. Darrin Gayles, Judicial Chairs
- C. Computer Law & Technology – James “Scott” Curry, Chair
- D. Corporations, Securities & Financial Services – Andrew Schwartz, Chair; Prof. Stuart Cohn, Academic Chair
- E. Intellectual Property Law – Terry Sanks, Chair; Hon. Mary Scriven, Judicial Chair; Prof. Jake Linford, Academic Chair
- F. Legislation – Doug Bates, Chair; Prof. Jeffrey Davis, Academic Chair; Aimee Diaz Lyon, Legislative Consultant

**VIII. Reports of Permanent and Other Committees**

- A. Bankruptcy Judicial Liaison – Carlos Sardi, Chair; Hon. Roberta Colton, Judicial Chair
- B. Budget Committee, Leyza Blanco, Chair
- C. Communications – Matthew Hale, Chair; Hon. Paul Hyman, Judicial Chair
- D. Continuing Legal Education – Paige Greenlee, Chair; Hon. Caryl Delano, Judicial Chair
- E. eDiscovery Committee – David Hazouri, Chair
- F. Inclusion/Mentoring/Fellowships – Mariane Dorris, Chair; Hon. John Olson, Judicial Chair (Federal); Hon. Virginia Norton, Judicial Chair (State)
- G. Labor Day Retreat – Adina Pollan, Chair (2017-18); Russell Landy, Chair (2018-19)
- H. Long Range Planning – Greg Yadley, Chair; Hon. Michael G. Williamson, Judicial Chair
- I. Marketing, Promotions and Sponsorship – Manuel Farach and Woodrow “Woody” Pollack, Co-Chairs
- J. Membership – Allison Leonard, Chair; Hon. Karen Specie, Judicial Chair
- K. Opinion Standards – Robert Barron, Chair
- L. Pro Bono – Marisa Rosen Dorough, Chair; Hon. Laurel Isicoff, Judicial Chair
- M. State and Federal Courts Liaison – Amir Isaiah, Chair; Hon. Lisa Walsh, Judicial Chair (State); Hon. Thomas Smith, Judicial Chair (Federal)

**IX. Reports of Section Liaisons**

- A. The Florida Bar Board of Governors – Deborah Baker-Egozi
- B. The Florida Bar Council of Sections – Jay Brown
- C. The Florida Bar Diversity & Inclusion Committee – Marianne Dorris
- D. The Florida Bar Real Property, Probate & Trust Law (RPPTL) Section – James Marx
- E. The Florida Bar Young Lawyers (YLD) Division – Candice Balmori
- F. The Florida Institute of CPAs (FICPA) – Donald Workman
- G. The Out-of-State Division of The Florida Bar – Lawrence Kunin
- H. The Working Group on Legal Opinions (WGLO) – Philip Schwartz

**X. Other Reports**

- A. Chair’s Report – Michael Chesal
- B. Chair-Elect’s Report – Jay Brown

**XI. Good and Welfare**

**XII. Future Meeting Dates**

- A. Winter Meeting – Orlando, DoubleTree by Hilton at SeaWorld - January 16-19, 2019
- B. Executive Council Retreat – Israel - March 10-14, 2019  
Register at [www.goinspire.com/trips/florida-bar/](http://www.goinspire.com/trips/florida-bar/)

**XIII. Adjournment**

# **EXHIBIT A**

**2018-19 BLS Executive Council**

<b>BLS Officers/Executive Committee</b>	
Chair	Michael Chesal
Chair-Elect	Jay Brown
Treasurer	Leyza Blanco
Secretary	Kacy Donlon
Immediate Past Chair	Melanie Damian
Chair, Long Range Planning	Gregory Yadley
<b>Substantive Law Committees</b>	
<b>Bankruptcy/UCC</b>	
Chair	Stephanie Lieb
Vice Chair	John Hutton
Judicial Chair	Hon. Catherine McEwan
Academic Chair	Prof. Jeffrey Davis
<b>Business Litigation</b>	
Chair	Zachary Hyman
Vice Chair	Keith Bell
Judicial Chair (State)	Hon. Edward LaRose
Judicial Chair (Federal)	Hon. Darrin Gayles
<b>Computer Law and Technology</b>	
Chair	James "Scott" Curry
Vice Chair	Steven Blickensderfer
Second Vice Chair	Josh Saltz
Academic Chair	Prof. Vincenc Feliu
<b>Corporations, Securities &amp; Financial Services</b>	
Chair	Andrew Schwartz
Vice Chair	David Tobin
Academic Chair	Prof. Stuart Cohn
<b>Intellectual Property Law</b>	
Chair	Terry Sanks
Vice Chair	Jacqueline Tadros
Judicial Chair	Hon. Mary Scriven
Academic Chair	Prof. Jake Linford
<b>Permanent &amp; Other Committees</b>	
<b>Bankruptcy Judicial Liaison</b>	
Chair	Carlos Sardi
Judicial Chair	Hon. Roberta Colton
<b>Budget Committee</b>	
Chair (Treasurer)	Leyza Blanco
Immediate Past Chair	Melanie Damian
Long Range Planning	Judge Michael Williamson
At-large Member (Retreat)	Russell Landy

At-large Member (Sponsorship)	Woodrow "Woody" Pollock
Secretary ( <i>ex officio</i> )	Kacy Donlon
<b>Communications</b>	
Chair	Matthew Hale
Vice Chair	Mark Nichols
Judicial Chair	Hon. Paul Hyman
<b>Continuing Legal Education (CLE)</b>	
Chair	Paige Greenlee
Vice Chair	Coral Lopez-Castro
Judicial Chair	Hon. Caryl Delano
<b>E-Discovery</b>	
Chair	David Hazouri
Vice Chair	Darren Spielman
<b>Inclusion/Mentoring/Fellowships</b>	
Chair	Marianne Dorris
Vice Chair	Sara Paris
Judicial Chair (State)	Hon. Virginia Norton
Judicial Chair (Federal)	Hon. John Olson
<b>Labor Day Weekend Retreat</b>	
Chair	Russell Landy
Vice Chair	Paige Greenlee
<b>Legislation</b>	
Chair	Doug Bates
Vice Chair	Mark Stein
Academic Chair	Prof. Jeffrey Davis
Academic Chair	Prof. Stuart Cohn
<b>Marketing, Promotions &amp; Sponsorships</b>	
Co-Chair	Woodrow "Woody" Pollack
Co-Chair	Manuel Farach
Vice Chair	Stefan Rubin
<b>Membership</b>	
Chair	Allison Leonard
Vice Chair	Dyanne Feinberg
Judicial Chair	Hon. Karen Specie
<b>Opinion Standards</b>	
Chair	Robert Barron
Vice Chair	Giacomo Bossa
<b>Pro Bono</b>	
Chair	Marisa Rosen
Vice Chair	Lynn Sherman

Judicial Chair	Judge Laurel Isicoff
<b>State &amp; Federal Courts Judicial Liaison</b>	
Chair	Amir Isaiah
Vice Chair	Peter Valori
Judicial Chair (State)	Judge Lisa Walsh
Judicial Chair (Federal)	Judge Thomas Smith
<b>Task Forces &amp; Subcommittees</b>	
<b>Antitrust and Trade Regulation Subcommittee</b>	
Chair	Ron Rosenwasser
Judicial Chair	Hon. Edward LaRose
<b>Business Courts Task Force</b>	
Co-Chair	Hon. Gill Freeman (ret.)
Co-Chair	Jon Polenberg
<b>Chapter 607 Subcommittee</b>	
Co-Chair	Philip Schwartz
Co-Chair	Gary Teblum
<b>Digital Currency Task Force</b>	
Chair	Woodrow "Woody" Pollack
Vice Chair	Jude Cooper
<b>Health &amp; Wellness Task Force</b>	
Co-Chair	Dineen Wasylik
Co-Chair	Irwin Gilbert
<b>Proposed Amendments to the Fla. R. Civ. P. Task Force</b>	
Chair	Bart Valdes
Judicial Chair	Hon. Ralph Artigliere
<b>Scholar and Fellows Retention Task Force</b>	
Co-Chair	James Moon
Co-Chair	Jason Burnett
<b>Uniform Commercial Real Estate Receivership Act (UCRERA) Task Force</b>	
Chair	Kenneth Murena
Vice Chair (Bus Lit)	Amanda Fernandez
Second Vice Chair (Bankr/UCC)	Stephanie Lieb
<b>Uniform Voidable Transfers Act (UVTA) Task Force</b>	
Chair	John Hutton
Vice Chair	David Slenn
<b>Liaison</b>	
TFB Board of Governors	Deborah Baker
TFB CLE	Paige Greenlee
TFB Council of Sections	Jacob "Jay" Brown

TFB RPPTL Section	James Marks
TFB Out-of-State Division	Lawrence Kunin
TFB YLD	Candice Balmori
FICPA	Donald Workman
TFB Diversity & Inclusion	Marianne Dorris
Working Group on Legal Opinions	Philip Schwartz
<b>At-large Members</b>	
At-large Member	John Macdonald
At-large Member	Adina Pollan
<b>Long Range Planning</b>	
Chair	Gregory Yadley
Judicial Chair	Hon. Michael Williamson
Parliamentarian	Philip Schwartz
Member:	Russell Blain
Member:	Stuart Ames
Member:	Philip Bates
Member:	Howard Berlin
Member:	Stephen Busey
Member:	Jules Cohen
Member:	Hon. Roberta Colton
Member:	Louis Conti
Member:	John Emmanuel
Member:	David Felman
Member:	Rick Gross
Member:	Michael Higer
Member:	Hal Litchford
Member:	Maxine Long
Member:	Hon. Mindy Mora
Member:	Jim Murphy
Member:	Stephen Nagin
Member:	Hon. John Olson
Member:	Paul Singerman
Member:	Bill VanNortwick
Member:	Diane Wells
Member:	Mark Wolfson
Member:	William Zewadski
Member:	Alan Howard
Member:	Jon Polenberg
Member:	Melanie Damian

# **EXHIBIT B**

**MINUTES OF THE 2018 ANNUAL MEETING  
OF THE FLORIDA BUSINESS LAW SECTION  
EXECUTIVE COUNCIL**

Thursday, June 14, 2018  
3:00 p.m. to 6:00 p.m.  
Hilton Bonnet Creek, Orlando, Florida

**I. Call to Order and Introductions by Council Members – Melanie Damian, Chair**

Melanie Damian, Chair of the Business Law Section, duly called the 2018 Annual Meeting of The Florida Bar Business Law Section (“BLS” or “Section”) to Order at approximately 3:00 PM.

Ms. Damian then requested introductions by all those in attendance. She also asked that all members of the Executive Council sign the Attendance List to confirm the presence of a quorum. (A copy of the Attendance List is attached hereto as Exhibit A.)

Ms. Damian began the meeting by reiterating the Section’s commitment to Pro Bono activities on behalf of the Bar and thanking the Section’s Sapphire and Emerald Sponsors.

**II. Report from Michelle Suskaur, President-Elect of the Florida Bar**

President-Elect Suskaur thanked Melanie Damian for a successful year and congratulated Michael Chesal on his appointment as Section Chair. She introduced the new liaison of the Board of Governors to the Section, Deborah Baker Egozi, who also briefly congratulated Ms. Damian and Mr. Chesal.

**III. Report from Michael Higer, President of the Florida Bar**

President Higer thanked the Section for its support and congratulated Melanie Damian and Michael Chesal.

**IV. Approval of Minutes of the January 18, 2018 Winter Meeting – Leyza Blanco, Secretary**

Leyza F Blanco, Secretary, presented the Minutes of the January 18, 2018 Winter Meeting which took place in Orlando, Florida. (A copy of the Minutes were attached to the Agenda as Exhibit A.) Upon motion duly made and seconded, the Minutes were unanimously approved as drafted.

**V. Treasurer’s Report – Jay Brown, Treasurer**

Treasurer, Jay Brown, reported that the balance sheet for the Section for the period ending April 30, 2018 was attached as Exhibit B to the agenda and that the fiscal status of the Section remains strong.

**VI. Reports of Special Committees and Task Forces**

*A. Chapter 607 Sub-Committee – Phil Schwartz & Gary Teblum, Co-Chairs*

Phil Schwartz, Co-Chair of the Chapter 6077 Sub-Committee, reported that the Sub-Committee is completing work on the proposal and continues to meet every two weeks working through the statute in comprehensive fashion. He advised that the draft and a bullet summary are available on the Section’s website which will be updated by the end of the month with additional sections being reviewed since

March. The Sub-Committee expects to circulate a proposal for final approval at our next meeting at the Labor Day weekend retreat including a more inclusive list of bullet points summarizing the proposed changes.

The proposal contemplates clarifying changes that improve the legislation. Mr. Schwartz summarized certain proposed changes which the Council should be aware of including reservation of corporate names, derivative actions and indemnification, and judicial dissolution.

*B. UCRERA Task Force – Kenneth Murena, Chair*

Ken Murena, Chair of the UCRERA Task Force, reported that the UCRERA Task Force met and made progress in refining language of UCRERA to address concerns raised in the meeting. The Committee has four remaining sections to review and focused on two at this meeting, specifically the scope and appointment of receiver provisions. The Task Force will meet weekly on Wednesdays leading up to the Labor Day weekend retreat so that the Task Force can present a completely reviewed draft of the Act to the Section.

*C. Digital Currency Task Force – Woody Pollack, Chair*

Woody Pollack, Chair of the Digital Currency Task Force, reported that the Task Force met and expects to have reviewed Chapter 560 by the end of July and will be in a position to have a substantive report to the Section by the Labor Day weekend retreat. Mr. Pollack reported that the Task Force now has a member with substantive depth in the area financial regulation assisting in the efforts.

*D. Employee Hacker Task force – Robert Kain, Chair*

Robert Kain, Chair of the Employee Hacker Task Force, reported that there is no further business of the Task Force. A motion was duly made and seconded to dissolve the Task Force and unanimously approved.

*E. Antitrust and Trade Regulation – J. Larose, Chair*

No report.

*F. UVTA Task Force – John Hutton, Chair*

John Hutton, Chair of the *UVTA Task Force*, reported that the UVTA bill died during the last legislative session although he recently learned that Senator Simmons may wish to reintroduce a form of the bill in the next session. Mr. Hutton reported that the Task Force will be looking into it and will provide an update at the Labor Day weekend retreat.

*G. Proposed Amendments to the Fla. R. Civ. P Task Force – Bart Valdez, Chair*

Bart Valdez, Chair of the Proposed Amendments to the Fla. R. Civ. P. Task Force, reported that the sanctions rule relating to electronic discovery and digital evidence that tracks the language of the federal rule has been included in the report that will go to the Florida Bar Board of Governors in June. There will be an opportunity for public comment.

## **VII. Standing Committee Reports**

*A. Bankruptcy/UCC - Carlos Sardi, Chair; Hon. Cathy McEwen, Judicial Chair*

Carlos Sardi, Chair of the Bankruptcy/UCC Committee, reported that the Bankruptcy/UCC Committee had a well-attended meeting and reviewed pending legislative initiatives. Mr. Sardi further reported that the financial literacy bill did not pass and advised that the Bankruptcy/UCC Committee may form a sub-committee to explore how the objectives of the financial literacy bill may be advanced. The Committee decided to table the discussion about whether to move forward with UVTA in the upcoming legislative session until the Labor Day Weekend retreat, at which time, the Committee will report on its decision.

*B. Bankruptcy/Judicial Liaison – Jodi Cooke, Chair; Hon. Roberta Colton, Judicial Chair*

Judge Robert Colton, Judicial Chair of the Bankruptcy Judicial Liaison Committee, reported that the meeting included the third and final installment of a discussion on attorneys' fees in bankruptcy cases.

*C. Business Litigation – Amanda Fernandez, Chair; Hon. Ed LaRose & Hon. Darrin Gayles, Judicial Chair*

Amanda Fernandez, Chair of the Business Litigation Committee, reported that the Committee created a sub-committee to handle requests for Amicus Briefs and the current law on Daubert and Frye. The Committee heard reports from various liaisons to the Committee.

*D. Communications – Mathew Hale, Chair*

Mathew Hale, Chair of the Communications Committee, reported regarding the Committee's discussion about better coordinating with the Membership Committee. Mr. Hale also reported regarding the development of a blog and dedicated blog space on the BLS website in order to try and get more people involved in the Business Law Section.

*E. Computer Law & Technology – Mathew Horowitz, Chair*

Scott Curry, Vice Chair of the Computer Law & Technology Committee, reported on the Committee's discussions relating to crypto-sweep. He also raised a question about the actual name of the Committee, which he noted is sometimes referred to as the "Computer Law & Technology Committee" and sometimes as the "Computer & Technology Law Committee." The Committee will get back to the Council at the next meeting with a suggestion for the preferred nomenclature.

*F. Continuing Legal Education – Jennifer Morando, Chair*

Jennifer Morando, Chair of the Continuing Legal Education Committee, reported that the first Federal Securities Institute of the Business Law Section was held February 1 – 2, 2018, in Miami at the JW Marriott Marquis Hotel. Mark Stein reported on an all-day CLE on technology issues that was held on June 13 which had approximately 140 attendees. The Section assumed control of this seminar from Lexis and its inaugural program was a success. Ms. Stein reported that planning is already underway for the 2019 seminar, and the Committee hopes to have dates, venue, and additional details to report at the Labor Day weekend retreat.

Also in February, the Committee presented a "Got Civility?" program in Tampa. This presentation concluded a two-year effort started by immediate past-chair, Stephanie Lieb, to partner with voluntary bar organizations around the state to provide a free one-hour ethics CLE. The Committee will be evaluating whether to continue this effort going forward.

Ms. Morando reminded the Council that the CLE Committee is also the point of contact for submitting business-law related articles to the Florida Bar Journal and that articles should be submitted to incoming chair, Paige Greenlee.

*G. Corporations, Securities & Financial Services – Robert Barron, Chair*

Robert Barron, Chair of the Corporations, Securities & Financial Services Committee, reported regarding the Committee's discussions about open issues with the proposed Chapter 607 changes.

*H. eDiscovery Committee – Bart Valdes, Chair*

Bart Valdes, Chair of the eDiscovery Committee, reported that the Committee is providing eDiscovery updates on the website including forms and proposed orders. Mr. Valdes also reported that continuing education courses on eDiscovery and digital evidence are continuing across the Judicial Circuits throughout the state in the form of lunch presentations that have been well received. Anyone interested in having the courses presented in your Circuit, should contact Mr. Valdes.

*I. Inclusion/Mentoring/Fellowships – James Moon, Chair; Hon. John Olson, Judicial Chair*

James Moon, Chair of the Inclusion/Mentoring Fellowships Committee, reported that the joint meeting of Membership and Inclusion/Mentoring/Fellowships Committee had increased attendance. Mr. Moon introduced fellows in attendance at the EC meeting and thanked mentors who have volunteered to mentor fellows. He also asked for additional EC members to volunteer as mentors. The Committee continues to be involved in membership events statewide to promote the benefits of Section membership to prospective members. Mr. Moon reported that this year's fellowship program generated increased interest and introduced fellows from prior years in attendance at the EC meeting. Mr. Moon noted that Section fellows have impacted the Section and that the Section would benefit from increasing the number of fellows from 6 to 8 for the next fellowship class. Mr. Moon moved to increase the number of fellows in the fellowship program from 6 to 8 and the corresponding increase in the budget of \$5,000. The motion was duly seconded and unanimously adopted.

*J. Intellectual Property – Michael Colitz, Chair; Hon. Mary Scriven, Judicial Chair*

Mr. Terry Sanks, Vice Chair of the Intellectual Property Committee, reported on the Committee's work on bills that may return next year.

*K. Legislation – Kacy Donlon, Chair; Aimee Diaz Lyon, Legislative Consultant*

Kacy Donlon, Chair of the Legislation Committee, reported on behalf of the Committee and moved to renew the standing positions of the Section attached to the Agenda as Exhibit C. The Motion was duly seconded and unanimously adopted. Ms. Donlon also moved to approve renewal of the consulting agreement with the Metz law firm in substantially similar form as the prior years and attached as Exhibit D to the Agenda. She added that the fees are at the same rates as approved last year. The Motion was duly seconded and unanimously adopted.

*L. Long Range Planning – Greg Yadley, Chair; Hon. Michael G. Williamson, Judicial Chair*

No report.

*M. Membership & Law School Relations – Amir Isaiah and Zach Hyman, Co-Chairs*

Mr. Amir Isaiah, Co-Chair of the Membership & School Relations Committee, reported having a well-attended meeting together with Inclusion/Mentoring/Fellowships Committee in which the Committee discussed the Scholars Program, mentorship, ongoing joint initiatives between IMF and Membership, social programming events, CLE programming related to Membership, grass roots initiatives, and other short and long term goals of the Committee.

*N. Pro Bono – John Macdonald, Chair; Hon. Laurel Isicoff, Judicial Chair*

Mr. John Macdonald, Chair of the Pro Bono Committee, reported on the Embrace a Case Challenge through the Florida Pro Bono Matters Portal. The Section will offer a free registration to the Labor Day Retreat to the winner of a raffle amongst all who agree to take a pro bono matter during the contest period. Mr. Macdonald further reported that the Florida Pro Bono Matters Portal is user friendly and encouraged all members to sign up to take a pro bono matter. Mr. Macdonald reported that the Committee was visited by Claude Nelson on behalf of the Florida Bar Foundation.

Judge Isicoff reported on recent changes to the Rules of Ethics 4-6.6, which creates a safe harbor for lawyers providing pro bono services on a short-term, pro bono basis under a program sponsored by legal aid providers, Bar associations or the like, where neither the lawyer nor the client expect continuing representation such as a legal clinic, legal aid intake, or similar programs. Under the revised rule, the lawyer and that lawyer's firm cannot be conflicted out of other representations unless there is a direct conflict with the pro bono matter. Judge Isicoff further reported on recent changes to Rule 12-1 which permits pro bono service by Emeritus Attorneys (retired lawyers, in-house counsel, law professors) and enables retired lawyers who are not licensed in Florida, law professors, etc., to engage in pro bono services so long as they are working under the auspices of a legal aid provider.

Mr. Macdonald also advised that a sub-committee has been formed to address website updates and new ideas. He further reported that members should expect monthly pro-bono oriented blasts to Section members in the coming months.

Mr. Macdonald also reported on the Florida Bar Foundation Fellows Program which accepts donations of \$1000 — \$200 for five years or \$100 for ten years for young lawyers.

*O. Labor Day Weekend Retreat – Adina Pollan 2018 Retreat Chair*

Ms. Adina Pollan, 2018 Retreat Chair, reported that the 2018 Retreat will take place at the Hyatt Regency Coconut Point in Bonita Springs over Labor Day weekend with the theme, "Chart a Course for Treasure Island Where You Will Find, Health, Wealth and Wisdom."

*P. Sponsorship Committee – Manny Farach and Woody Pollack, Co-Chairs*

Mr. Manny Farach, Co-Chair of the Sponsorship Committee, encouraged members to contact the sponsors of the Section to ensure they are satisfied with the sponsorship benefits. Mr. Farach reported that efforts are being focused on what the Sponsors are seeking as benefits for their sponsorship. The Sponsorship Committee will reach out to committees to advise of any such feedback from the committees and to request ideas, thoughts, or suggestions relating to sponsors and sponsorship benefits.

*Q. State/Federal Courts Liaison – Detra Shaw Wilder, Chair; Hon. Robert Luck, Judicial Chair*

Mr. Amir Isaiah reported on behalf of the State/Federal Courts Liaison Committee. Mr. Isaiah reported that the Committee had a well-attended meeting, which was combined with the Business Litigation Committee. The Meeting was attended by the following Section Liaison Judges: Honorable Lisa Walsh (State Court Liaison); Honorable Judge Ed LaRose (Appellate Court Liaison); and Honorable Tom Smith (Federal Court Liaison). The Committee discussed the proposed format for the upcoming Business Court Roundtable to be held during the 2018 Labor Day weekend retreat, to be moderated by Mr. Isaiah.

*R. Third Party Opinion Standards Committee – Robert Barron, Chair*

Mr. Robert Barron reported briefly that the Third-Party Opinions Standards Committee is working on a short paper on opinion practice which will be brought before the EC at the Labor Day weekend retreat meeting.

**VIII. Other Reports**

*A. Historian/Parliamentarian Report – Phil Schwartz*

No report.

*B. Board of Governors – Leslie Lott*

No report.

*C. RPPTL Liaison Report – Jaime Marx/Marsha Rydberg*

No report.

*D. Tax Liaison Report*

No report.

*E. Liaison to FICPA Report – Donald Workman*

Donald Workman, Liaison to the FICPA, reported that progress continues to be made with the FICPA relationship. There have been multiple meetings by telephone and in person with representatives of the FICPA. They will continue to work together on legislative initiatives including UVTA and financial literacy and try to get the FICPA more involved on the front end of legislative initiatives. Mr. Workman also reported that the FICPA is eager to develop networking opportunities and invited the Section to join them in coordinating a BLS/FICPA event at their next meeting in September which will take place in Fort Lauderdale and is expected to have over 1000 CPA's in attendance from around the state. Mr. Workman moved for an increase in the committee budget in the amount of \$5,000 to fund the networking opportunities with FICPA including the Fort Lauderdale event in September. The motion was duly seconded and unanimously approved.

*F. Liaison to Out-of-State Practitioners Report – Donald Workman*

Donald Workman, Liaison to the Out-of-State Practitioners, reported that the Out-of-State Practitioners had a vibrant year with networking and CLE meetings in Atlanta and Asheville with the Young Lawyers. Mr. Workman further reported that the Out-of-State Practitioners' publication continues to grow and thanked Judge McEwen for her continued extraordinary efforts to promote the publication and corral authors. Mr. Workman called for articles and encouraged submissions for publication.

*G. Liaison Judiciary – Hon. Virginia Norton*

No report.

*H. Chair's Report – Melanie Damian*

Ms. Melanie Damian reported that she was honored to have been given the opportunity to lead the Section and thanked the members for that opportunity.

*I. Chair-Elect's Report – Michael Chesal*

Mr. Michael Chesal, Chair Elect, reported on the theme of health and wellness and the importance of making a concerted effort to achieve health and wellness. Mr. Chesal moved to create a Health and Wellness Task Force. The motion was duly seconded and unanimously adopted.

Mr. Chesal also reported on the challenges faced in retaining Fellows and Scholars and moved to create a Fellows and Scholars Retention Task Force to address these challenges. The motion was duly seconded and unanimously adopted.

Mr. Chesal reported on the meeting of the officers of the Section with Justice Lawson regarding concerns over the issues facing business courts throughout the state. Treasurer Jay Brown also spoke about the formation of a task force on a statewide basis to address issues facing business courts and of efforts to establish on a permanent basis business courts in Florida. Mr. Chesal moved for the creation of a Business Courts Task Force. The motion was duly seconded and unanimously adopted.

In appreciation for Ms. Damian's service to the Section, Mr. Chesal presented Ms. Damian with a number of gifts, including a bottle of Colombian rum, a necklace from Colombia and a historic map of Cartagena with a plaque congratulating her as outgoing Chair of the Section.

Mr. Chesal then reported on his plans for the upcoming Executive Council Retreat, which is scheduled to take place in Israel from March 10-14, 2019, with an optional pre-trip from March 7-10, and an optional post-trip from March 15-17, 2019.

**IX. Future Meeting Dates**

- A. Labor Day Retreat – Hyatt Regency Coconut Point (August 31 – September 3, 2018)
- B. Winter Meeting – Orlando, TBD (January 16-19, 2019)
- C. Executive Council Retreat – Israel (March 10-14, 2019)

**X. Motion to Adjourn**

Ms. Damian then entertained a motion to adjourn. The motion was duly made, seconded and passed unanimously at approximately 5:00 PM.

**Annual Meeting of the Florida Bar Business Law Section**

**Meeting Minutes**

**Thursday, June 14, 2018**

**3:00 pm**

**Hilton Orlando Bonnet Creek, Orlando, Florida**

**I. Call to Order and Election of Officers – Melanie Damian, Chair**

Melanie Damian, Chair of the Business Law Section, duly called the 2018 Annual Meeting of The Florida Bar Business Law Section (“BLS” or “Section”) to Order at approximately 3:00 PM.

Greg Yadley, Chair of the Long Range Planning Committee, moved for approval of the slate of officers as follows:

Chair-Elect:	Jacob A. Brown
Treasurer:	Leyza F. Blanco
Secretary:	Kacy Donlon

The motion was duly seconded and unanimously approved. Mr. Yadley noted that as Chair- Elect, Mr. Michael Chesal would automatically become Chair of the Section. Mr. Yadley then moved to adjourn the meeting of members which was duly seconded and unanimously approved. The meeting of the Section was then adjourned at approximately 3:05 PM.

# **EXHIBIT C**

THE FLORIDA BAR  
Business Law Section  
For the Twelve Months Ending Saturday, June 30, 2018

Description	2018 Actual	2018 Budget
3001-Annual Fees	\$271,810	\$285,000
3002-Affiliate Fees	1,280	2,590
<b>Total Fee Revenue</b>	<b>273,090</b>	<b>287,590</b>
3301-Registration-Live	117,685	115,000
3321-Registration-Webcast	3,557	
3331-Registration-Ticket	55,543	75,500
<b>Total Registration Revenue</b>	<b>176,785</b>	<b>190,500</b>
3351-Sponsorships	153,032	115,000
3391 Section Profit Split	44,894	115,000
3392-Section Differential	11,520	18,000
<b>Other Event Revenue</b>	<b>209,446</b>	<b>248,000</b>
3401-Sales-CD/DVD	4,860	
<b>Sales, Rents &amp; Royalties Revenue</b>	<b>4,860</b>	
3699-Other Operating Revenue		
<b>Other Revenue Sources</b>		
3899-Investment Allocation	28,593	9,697
<b>Non-Operating Income</b>	<b>28,593</b>	<b>9,697</b>
<b>Total Revenue</b>	<b>692,774</b>	<b>735,787</b>
4111-Rent Equipment		
4131-Telephone Expense	359	900
4133-Internet Service		150
4134-Web Services	26,251	24,000
4135-Social Media	6,000	7,500
4301-Photocopying		200
4311-Office Supplies	596	700
<b>Total Staff &amp; Office Expense</b>	<b>33,206</b>	<b>33,450</b>
5031-A/V Services	9,040	
5051-Credit Card Fees	8,233	3,400
5101-Consultants	80,000	80,000
<b>Total Contract Services</b>	<b>97,273</b>	<b>83,400</b>
5501-Employee Travel	4,829	6,360
5561-Judges Travel	30,895	46,000
5571-Speaker Travel	2,101	

Description	2018 Actual	2018 Budget
5599-Other Travel	3,353	8,000
<b>Total Travel</b>	<b>41,178</b>	<b>60,360</b>
6001-Post 1st Class/Bulk	49	675
6021-Post Express Mail	15	
6231-Promotion Item/Giveaway	3,330	1,783
6301-Mtgs TFB Annual Meeting	15,948	15,000
6311-Mtgs General Meeting	61,048	50,000
6319-Mtgs Other Functions	39,732	30,000
6321-Mtgs Meals	186,303	180,000
6325-Mtgs Hospitality	38,858	58,000
6341-Mtgs Equip Rental	20,017	18,217
6361-Mtgs Entertainment	12,303	15,000
6399-Mtgs Other		
6401-Speaker Expense	4,466	2,500
6451-Committee Expense	5,602	5,000
6531-Brd/Off Special Project		5,000
7001-Grant/Award/Donation	11,678	14,000
7011-Scholarship/Fellowship	25,275	50,000
7999-Other Operating Exp	1,527	50,700
<b>Total Other Expense</b>	<b>426,151</b>	<b>495,875</b>
8011-Administration CLE	16,500	
8021-Section Admin Fee	86,298	92,017
8101-Printing In-House	39	1,350
8111-Meetings Services		
8121-Graphics & Arts		
8131-A/V Services	5,955	
8141-Journal/News Service	425	
8171-Course Approval Fee	150	
<b>Total Admin &amp; Internal Expense</b>	<b>109,367</b>	<b>93,367</b>
9692-Transfer Out-Council of Sections	300	300
<b>Total InterFund Transfers Out</b>	<b>300</b>	<b>300</b>
<b>Total Expense</b>	<b>707,475</b>	<b>766,752</b>
<b>Net Income</b>	<b>(14,701)</b>	<b>(30,965)</b>
2001-Fund Balance, Beginning	428,208	428,208
<b>Fund Balance, Ending</b>	<b>413,508</b>	<b>397,243</b>