

**MINUTES OF THE MEETING
OF THE EXECUTIVE COUNCIL OF THE
BUSINESS LAW SECTION OF
THE FLORIDA BAR**

**SEPTEMBER 7, 2015
RITZ CARLTON NAPLES**

The special meeting of the Executive Council of the Business Law Section (“BLS” or “Section”) of The Florida Bar was called to order by Chair Alan Howard at 8:36am.

I. QUORUM

As the first order of business, the Chair requested that everyone present sign the “Attendance List” to confirm that a quorum was present for the transaction of business. (Accompanying these minutes as Exhibit A is the Attendance Sheet.)

II. APPROVAL OF MINUTES

Ms. Damian presented the minutes of the June 25, 2015 Annual Meeting of the Section (Exhibit A to the Agenda). Upon motion by Judge Van Nortwick, seconded by Mr. Gross, the minutes of the 2015 Annual Meeting of the Section were unanimously approved. Ms. Damian then presented the minutes of the June 25, 2015 Executive Council Meeting (Exhibit B to the Agenda). Upon motion duly made and seconded, the minutes of the June 25, 2015 Executive Council Meeting were unanimously approved.

III. TREASURER’S REPORT

Ms. Damian presented the Treasurer’s Report for the Section and reported that, as of the July 31 financial statements, the Section continued to be fiscally sound. Upon motion by Mr. Singerman, seconded by Ms. Wasylik, the Treasurer’s Report was unanimously approved.

OFF AGENDA ITEMS

***The Chair recognized a special guest from The Florida Bar Board of Governors, Michael Higer, who discussed reciprocity issues being studied by the Board of Governors. The BLS is not submitting official comments on the reciprocity issue, but individual members were invited to provide comment to the Board of Governors and/or to reach out to Mr. Higer.

***The Chair also recognized Bill Schifino, President-Elect of The Florida Bar, who addressed Vision 2016 and his access to justice goals.

***The Chair requested that the minutes reflect that on August 10, 2015, the Executive Council approved a \$5,000 sponsorship of the NCBJ 2015 Conference in Miami. The Chair recognized Paul Singerman who thanked the EC on behalf of the host committee.

***The Chair recognized Berger Singerman and Michael Moecker & Associates as Sapphire Sponsors of the Retreat.

***Paul Singerman was recognized for chairing the first retreat in 1987!!! Everyone enjoyed reviewing the agenda from that retreat and queried whether we should bring back a special aerobics program.

IV. MATTERS REQUIRING EXECUTIVE COUNCIL VOTE OR CONSIDERATION

A. LEGISLATIVE COMMITTEE

Michael Chesal, Chair

The Chair recognized Michael Chesal, chair of the Legislation Committee, who presented a triple motion to:

Resolved, that the Section submit, present and support legislation clarifying, updating or modernizing Section 56.29, Florida Statutes, and related provisions within Chapter 56, Florida Statutes, relating to proceedings supplementary.

Upon motion by Ms. Mora, seconded by Mr. Hyman, the motion passed unanimously.

Mr. Chesal also presented a triple motion to:

Resolved, that the Section submit, present and support legislation updating and modernizing Section 865.09, Florida Statutes, relating to fictitious names.

Upon motion by Mr. Chesal, seconded by Mr. Fisher, and following a discussion led by Steph Rubin, the motion passed unanimously.

B. AMICUS BRIEF REQUEST

Ms. Shaw, Chair of the Business Litigation Committee, reported that the Third District Court of Appeal requested the Section file an amicus brief in the *Deutsche Bank Trust Company Americas, et al. v. Beauvais* case. The Committee appointed a task force headed by Mr. Farach. Ms. Shaw reported that the task force researched current law and discussed the issues at length.

Upon motion made by Ms. Shaw and duly seconded, after discussion, the following motion passed.

Resolved, that the Section prepare and file an amicus brief in the Deutsche Bank Trust Company Americas, et al. v. Beauvais case.

Mr. Valori and Ms. Wasylik opposed. All sitting state court judges abstained.

C. REPORT OF PRO BONO COMMITTEE

John MacDonald, Chair

Mr. MacDonald presented a motion from the Pro Bono Committee that the Section donate \$50,000 from its general funds to The Florida Bar Foundation, Inc. this donation to be in addition and cumulative to all prior donations to The Florida Bar Foundation. After discussion, the motion, having been duly made and seconded, passed unanimously.

***There was an off agenda recognition of the inaugural class of the BLS Scholars in attendance.

V. REPORTS OF SPECIAL COMMITTEES AND TASK FORCES

A. CHAPTER 607 SUB-COMMITTEE

Phil Schwartz and Gary Teblum, Co-Chairs

Phil Schwartz reported the Committee continues to work in earnest for 18 months. The Committee is tackling several substantive issues, and currently addressing the complicated issues under Article 8. Mr. Teblum stated the Committee is targeting the 2017 legislative year for submitting revised legislation.

B. PROCEEDINGS SUPPLEMENTARY TASK FORCE

Barbara Riesberg, Chair

The report was handled during the Legislative Committee report. Mr. Mark Wolfson's comments were read into the record. Ms. Riesberg stated that Mr. Wolfson's comments were addressed by the task force.

C. SPONSORSHIP TASK FORCE

Doug Bates, Chair

The Committee is seeking input and guidance from an independent marketing consultant and plans to make a presentation in January.

D. RULE 4-4.2 TASK FORCE

Manny Farach, Chair

Mr. Farach gave the report of the Committee. The Task Force will address the Tobin decision regarding contacting unrepresented parties.

VI. STANDING COMMITTEE REPORTS

A. BANKRUPTCY/UCC **Lynn Sherman, *Chair***

Ms. Sherman gave the report for the Committee, and stated the meeting had robust attendance. The Committee is working on the Uniform Voidable Transfer Act legislation with RPPTL. The Committee will be presenting View from the Bench seminar with live presentations in Tampa and Miami, November 4th and 5th. The Committee is also preparing for the Bankruptcy Evidence Boot Camp in Miami this year. The Honorable Laurel Isicoff reported on the success of the program in assisting the elderly with financial issues.

B. BANKRUPTCY/JUDICIAL LIAISON COMMITTEE **The Honorable Paul Hyman, *Chair***

Judge Hyman reported the Committee meeting was well attended, and received reports from the three districts concerning several issues.

C. BUSINESS LITIGATION COMMITTEE **Detra Shaw-Wilder, *Chair***

Ms. Shaw reported the Committee discussed several legislative issues, including proceedings supplementary, the Beauvais amicus brief and the BLS scholar initiative.

D. COMMUNICATIONS **Paige Greenlee, *Chair***

The Committee discussed a proposed Social Media policy. The Committee will be seeking to involve the BLS Scholars to assist with more frequent social media posting and updates.

E. COMPUTER LAW COMMITTEE **Robert Kain, *Chair***

Mr. Kain reported that the Committee met and discussed hot topics and issues of concern in high technology area.

F. CONTINUING LEGAL EDUCATION COMMITTEE **Stephanie Lieb, *Chair***

In Ms. Lieb's absence, the report was given by Alan Howard. Mr. Howard encouraged the substantive committees to work with the CLE chair on providing more credited programming and to think about ways to provide value to Section members.

G. CORPORATIONS, SECURITIES & FINANCIAL SERVICES COMMITTEE
Stefan Rubin, Chair

Mr. Rubin reported the meeting was well attended, started on time, had lively discussion, and ended on time. The Committee discussed and passed a motion to recommend amendment of Florida's Fictitious Name statute. The proposed amendment would clarify that an entity may not include a reference to form of entity in its name unless the entity is filed as the referenced form of entity.

Gary Teblum reported that the Committee was asked to file an amicus on an issue of appraisal rights. The committee agreed that the Court did not get it right and the Committee should file a brief contingent upon EC approval. Upon motion by Mr. Teblum, seconded by Mark Nichols, and following discussion, the motion was unanimously approved.

H. E-DISCOVERY COMMITTEE
Steve Tepler, Chair

No report.

I. INCLUSION/MENTORING FELLOWSHIPS COMMITTEE
Carlos Sardi, Chair

Mr. Sardi provided the report. Mr. Sardi reminded the Executive Council that the Kozak Mentoring Picnic is on October 31, 2015, and the Section needs members to volunteer in 1 hour segments for the Section's booth. The Committee is working on a trial skills seminar scheduled for Orlando in October 2015, to be moderated and presented by the Honorable Alice Blackwell and the Honorable Gil Freeman. Mr. Sardi recognized Leyza Blanco's work in creating the program. Mr. Sardi reported that the Inaugural Scholars program was a great success: 19 ambassadors from nine of Florida's law schools attended the Retreat. Mr. Sardi recognized Amir Isaiah's contribution to the success of the program. The committee has re-launched the mentoring program along with a mentoring manual. In addition, the Committee will launch a mentoring website.

J. INTELLECTUAL PROPERTY COMMITTEE
Woody Pollack, Chair

Mr. Pollack reported that the Committee engaged in a spirited discussion regarding various legislation passed last session and likely to be introduced this session. The Seventh Annual Intellectual Property Symposium is scheduled for April 7-8 2016 at the Renaissance Orlando (Sea World).

K. LEGISLATIVE COMMITTEE
Michael Chesal, Chair

Mr. Chesal reported that the Committee met and engaged in lively discussion. The Committee's legislative priorities for the upcoming session will be: UCC 4-A, Proceedings Supplementary, and LLC amendments relating to the Business Judgment Rule.

L. LONG RANGE PLANNING COMMITTEE
Greg Yadley, Chair

Roberta Colton gave the report of the Long Range Planning Committee. Ms. Colton explained that the Committee members have hundreds of years of experience and is there to help, so call on them when needed. So we have that going for us, which is nice.

M. MEMBERSHIP & LAW SCHOOL COMMITTEE
Amir Isaiah, Chair

Mr. Isaiah reported the Committee's Scholars program initiative was a huge success. The Committee is working on outreach to former members and will continue its happy hour program throughout the year. Zach Hyman added that the committee is looking at an initiative to reach out to small law firms.

N. PRO BONO COMMITTEE
John MacDonald, Chair

Mr. MacDonald reminded the EC that National Pro Bono week is coming up in October. The Section's pro bono law clinics (for nonprofits) are now in their 5th year and continue to provide business lawyers fantastic pro bono opportunities. The Florida Bar Foundation continues to promote its fellowship program. Fellowship Program Brochures were passed out by Judge Van Nortwick.

O. LABOR DAY WEEEEKEND RETREAT COMMITTEE
Jodi Cooke, Chair

Ms. Cooke was recognized by sustained applause. The Retreat schedule was changed this year – all meetings were on Saturday morning, and the CLEs were on Saturday afternoon, which left Sunday open. Initial feedback is that everyone loved it.

P. STATE/FEDERAL COURTS LIAISON
Jude Cooper, Chair

Mr. Cooper gave the report. In addition to its involvement with the Business Litigation Committee, the State/Federal Courts Liaison Committee is investigating interest in creating a business court in the Naples/Fort Meyers area.

Q. THIRD PARTY OPINION STANDARDS COMMITTEE
Robert Barron, Chair

Mr. Barron reported the Committee is working on its first supplement to the report.

VII. OTHER REPORTS

A. HISTORIAN/PARLIAMENTARIAN
Phil Schwartz

Mr. Schwartz reported that the Bylaws Committee has resumed its work. The Florida Bar has provided a PowerPoint regarding process for approval of amendments to the Section's Bylaws.

B. COUNCIL OF SECTIONS REPORT

No report.

C. THE FLORIDA BAR BOARD OF GOVERNORS' REPORT
Michael Higer

No additional report.

D. RPPTL LIAISON REPORT
Jamie Marx

Mr. Marx reported on certain legislative initiatives being proposed by the RPPTL Section.

E. OUT OF STATE DIVISION REPORT
Donald Workman

Mr. Workman reported that the Division is accepting articles for its out-of-state division newsletter.

F. TAX LIAISON REPORT
Nick Lioce

No report.

G. YOUNG LAWYERS DIVISION LIAISON REPORT

No report.

H. CHAIR'S REPORT

Mr. Howard thanked everyone for getting in their minutes and agendas on time. Keep up the good work. Thanks to everyone for working on the policies and procedures. The EC Spring Retreat to London dates have changed to April 14- 17. Arrive on the 13th for cool reception.

The Chair noted that Florida Supreme Court Justice LaBarga had announced he was taking a leave of absence for cancer treatment. The Chair requested everyone keep his family in their thoughts and prayers.

I. CHAIR-ELECT'S REPORT

Mr. Polenberg reported that the Section is beginning its negotiation of a new 3-year contract with the Ritz.

VIII. FUTURE MEETING DATES

- A. Executive Council Spring Retreat – Chesterfield Mayfair, London April 13-17, 2016.**
- B. Mid-year Meeting –Hilton Orlando January 27-29, 2016.**

IX. ADJOURNMENT

Motion to adjourn was duly seconded, and unanimously approved.

/S/ Melanie E. Damian

Melanie Damian
Secretary