



**BUSINESS LAW SECTION**  
OF THE FLORIDA BAR

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

Thursday, February 6, 2020 from 3:30 to 5:30 PM  
Hyatt Regency Orlando

**I. Call to Order and Introduction of Executive Council Members – Mr. Jay Brown, Chair**

Jay Brown, Chair of The Florida Bar Business Law Section, duly called the February 6, 2020 meeting of the Executive Council to order at approximately 3:35 p.m. Attendance was taken by attendance sheet, which attendance sheet reflected the following: Jay Brown, Leyza Blanco, Kacy Donlon, Douglas Bates, Michael Chesal, Greg Yadley, Philip Bates, Keith Bell, Steve Blickensderfer, Giacomo Bossa, Jason Burnett, Zachary Catanzaro, Professor Stuart Cohn, Jodi Dubose, Jude Cooper, Professor Jeff Davis, Hon. Carol Delano, Mariane Dorris, John Emmanuel, Manny Farach, Hon. Gill Freeman, Paige Greenlee, Matthew Hale, Matthew Horowitz, Alan Howard, John Hutton, Zach Hyman, Amir Isaiah, John Macdonald, Hon. Catherine McEwen, Juan Mendoza, Hon. Mindy Mora, Jennifer Morando, Kenneth Murena, James Murphy, Sara Paris, Jon Polenberg, Woody Pollack, Adina Pollan, Stefan Rubin, Carlos Sardi, Andrew Schwartz, Philip Schwartz, Lynn Sherman, Hon. Thomas Smith, Hon. Karen Specie, Darren Spielman, Mark Stein, Gary Teblum, Bart Valdes, Mark Wolfson, Donald Workman, Lan Kennedy-Davis, Peter Maskow, Jacqueline Calderin, Crystal Potts, Jacqueline Tadros, Lorna Brown-Burton, Robert Charbonneau, Zachariah Evangelista, Valeria Angelucci, Kelly Roberts, April H. Stone, Chase Early, Michele G. Moss, Tara Trevorrow, Nicole McLemore, Brian Barakat, Michael Moody, and Jack Kallus.

**II. Commitment to Pro Bono Service**

Chair Brown began the meeting by reaffirming the Section's commitment to Pro Bono activities on behalf of the Bar, and referred to the meeting agenda and the Section's goal to achieve 100% participation in pro bono service by Section members and attorneys in their firms.

In addition, as included in the meeting agenda, Chair Brown acknowledged the Executive Council members who have pledged at least \$1000 to The Florida Bar Foundation Endowment Trust to become Fellows of The Florida Bar Foundation: Michael Chesal, Jay Brown, Kacy Donlon, Stephanie Lieb, 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 Wasyluk, Irwin Gilbert, Deborah Baker-Egozi, Donald Workman and John Macdonald.

In addition, Chair Brown gave special thanks to John Macdonald for his tireless and inspiring efforts with respect to The Florida Bar Foundation Endowment Trust.

Chair Brown next introduced Donny MacKenzie, Executive Director, The Florida Bar Foundation. The Executive Council heard a brief report from Executive Director MacKenzie, a brief overview of The Florida Bar Foundation, an overview of the "Law School Challenge" and acceptance of pro-bono cases. Reference was made to the website [www.probonomatters.org](http://www.probonomatters.org).

### III. Recognition of Sponsors

As included in the meeting agenda, Chair Brown acknowledged and recognized the generous contribution of all its sponsors, including the following Diamond (\$10,000), Sapphire (\$7,500) and Emerald (\$5,000) sponsors.

**Diamond Sponsor:**

***Michael Moecker & Associates***

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### IV. Approval of Minutes of September 18 , 2019 Telephonic Meeting – Mr. Douglas A. Bates, Secretary

Prior to the approval of the September 18, 2019 meeting minutes, Chair Brown introduced Dori Foster-Morales, the President-Elect of The Florida Bar. After remarks from President-Elect Foster-Morales, Chair Brown introduced Mr. Mike Tanner, a candidate for President-Elect of The Florida Bar. Mr. Tanner provided brief remarks regarding his candidacy.

Following the above-referenced introductions, Secretary Bates presented the meeting minutes from the September 18, 2019 telephonic meeting of the Executive Council. Upon motion duly made by Mr. Don Workman, which motion was seconded by Paige Greenlee, the minutes were approved unanimously as presented.

Following the approval of the minutes, Chair Brown introduced Ms. Renee Thompson, a candidate for President-Elect of The Florida Bar. Ms. Thompson provided brief remarks regarding her candidacy.

### V. Treasurer’s Report – Kacy Donlon –Treasurer

Treasurer Donlon presented documentation found as Exhibit C to the meeting agenda and provided brief remarks regarding the documents included in Exhibit C. Treasurer Donlon called for questions regarding the documents presented in Exhibit C. No questions were presented and Treasurer Donlon concluded her report.

### VI. Reports of Substantive Law Committees and Legislation Committee

#### A. Bankruptcy/UCC – John Hutton, Chair; Hon. Catherine McEwen, Judicial Chair; Prof. Jeffrey Davis, Academic Chair

Chair Hutton provided the report of the Bankruptcy/UCC Committee. In his report, Chair Hutton indicated that the UCRERA legislation would be moving forward as part of the 2020 legislative session. In addition, Chair Hutton advised members of the E.C. regarding potential legislative issues for the 2021 legislative session. Chair Hutton further advised that the

Bankruptcy/UCC Committee was working alongside the Business Litigation Committee in the preparation of a CLE to address issues related to the UCRERA legislation. Lastly, Chair Hutton reported upon a resolution from the Bankruptcy/UCC committee regarding the potential for a second bankruptcy judgeship in the Bankruptcy Court for the Northern District of Florida. Following a brief discussion, Chair Hutton moved that the Executive Council of the Business Law Section of The Florida Bar present a letter of support to the Eleventh Circuit Court of Appeals with respect to the creation of a second bankruptcy judgeship for the Bankruptcy Court of the Northern District of Florida. Upon receiving a second from Leyza Blanco, Chair Brown called for a vote on Chair Hutton's motion. Chair Hutton's motion received unanimous approval.

**B. Business Litigation – Keith Bell, Chair; Hon. Ed LaRose and Hon. Darrin Gayles, Judicial Chairs**

Chair Bell provided the report of the Business Litigation Committee. In his report, Chair Bell indicated that the Section 542 Task Force is moving along nicely with Brian Barakat providing great leadership. The task force expects to be able to meet the target date requested by the legislation team. Chair Bell reported that UCRERA appears to be on track to pass this session. Chair Bell further reported that the primary issue discussed by the Business Litigation Committee was litigation finance and bills recently filed in that regard. After a brief discussion, and presentation of a memo from Brian Barakat, Chair Bell made a triple motion that the Executive Council of The Florida Bar Business Law Section adopt a legislative position that supports the creation of a litigation finance bill, but opposes HB7041 and SB1828 as drafted. Upon receipt of a second, Chair Brown called for a vote on Chair Bell's triple motion. Chair Bell's motion received unanimous approval.

**C. Computer Law & Technology – Steven Blickensderfer, Chair**

Chair Blickensderfer provided the report of the Computer Law & Technology Committee. In his report, Chair Blickensderfer indicated that the Committee is monitoring various pieces of legislation regarding privacy, as well as legislation regarding blockchain and digital currency, which the Chair noted would be subject of a further report by Mr. Woody Pollack. Chair Blickensderfer noted that the Committee is focused on producing CLE and other forms of content for the Business Law Section.

**D. Corporations, Securities & Financial Services – Andrew Schwartz, Chair; Prof. Stuart Cohn, Academic Chair**

Chair Schwartz provided the report of the Corporations, Securities & Financial Services Committee. In this report, Chair Schwartz referenced the passage of Chapter 607 during the 2019 legislative session, and discussed the Chapter 607 glitch bill that is before the legislature during the 2020 legislative session.

**E. Intellectual Property Law – Jacqueline Tadros, Chair; Hon. Mary Scriven, Judicial Chair; Prof. Jake Linford, Academic Chair**

Chair Tadros provided the report of the Intellectual Property Law Committee. In her report, Chair Tadros indicated that the Committee discussed the annual I.P. Symposium, as well as issues related to the Certification Committee. Chair Tadros indicated that the Certification Committee would be conducting examination in May of 2020, and that some discussion was ongoing regarding rules and amendments to the current exam.

**F. Legislation – Mark Stein, Chair; Prof. Jeffrey Davis, Academic Chair; Aimee Diaz Lyon, Legislative Consultant**

Chair Stein provided the report of the Legislation Committee. In his report, Chair Stein indicated that UCRERA legislation was moving forward in the legislature, and further indicated that the Chapter 607 glitch bill legislation was moving forward as well. In addition, Chair Stein provided a report regarding blockchain and trade secret legislation that may move forward during the 2020 legislative session, and explained that the Committee, in conjunction with the Section’s legislative consultant, was monitoring the process of all bills and would be in touch with individual Committees throughout the remainder of the legislative session.

**VII. Old Business**

**Report of Cannabis Law Study Group – Alan Howard, Study Group Chair – Cannabis Law Study Group Report**

Chair Howard provided the report of the Cannabis Law Study Group and provided reference to the Study Group report which was attached to the meeting Agenda at Exhibit D. Chair Howard described the composition of the Study Group, and repeated the charge given to the Study Group by Chair Brown. Chair Howard reported that the Study Group engaged in eight telephonic meetings, and provided special thanks to Mr. Don Workman and Mr. Phil Schwartz for their written reports, which written reports were incorporated into the Study Group report. Chair Howard walked through the Study Group report and provided additional insight as to the manner in which information was gathered in order that the Study Group report could be completed.

After providing his report, Chair Howard made a motion that The Florida Bar Business Law Section form a Cannabis Law Task Force. Upon receipt of a second, made by Mr. Woody Pollack, Chair Brown opened the floor for discussion. A lengthy discussion followed, after which Chair Brown called for a vote by show of hands. The show of hands reflected 22 ayes, 20 nays, and 6 abstentions (Judge Delano, Judge LaRose, Judge Mora, Mark Wolfson, Kacy Donlon, Judge Smith). Pursuant to the bylaws of the Business Law Section of The Florida Bar, which were reviewed following the vote, Chair Howard’s motion failed for failure to secure a majority vote from the voting members present.

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

**A. Amicus Brief Guideline Subcommittee – Dineen Wasylik, Chair**

Chair Wasylik provided a brief report of the Sub-Committee, and indicated that the work of the Task Force is ongoing.

**B. Antitrust and Trade Regulation Sub-Committee – Dee Dee Fischer, Chair**

Judge Edward LaRose indicated no report for the Sub-Committee.

**C. Blockchain and Cryptocurrency Task Force – Woody Pollack, Chair**

Chair Pollack reported that the Task Force discussed the Financial Sandbox legislation making its way through the legislature currently, and engaged in a spirited debate on whether or not to provide a statutory definition for “blockchain,” and if so, various possible definitions. Further, Chair Pollack reported that the Task Force is working on white papers addressing both of these

issues, namely whether a definition could be problematic, and separately if there is to be a definition, issues relating to the actual language of the definition. Lastly, Chair Pollack report that the Task Force received a brief update on the status of the Florida Statewide Blockchain Taskforce, and discussed potential topics that may be of interest for future meetings of the statewide taskforce.

**D. Business Courts Task Force – Jon Polenberg and Hon. Gill Freeman, Co-Chairs**

Chair Polenberg reported on behalf of the Task Force, and provided background information regarding the work of the Task Force and proposed next steps. After providing the Task Force report, Chair Polenberg made a motion for that the Executive Council approve the Task Force moving forward with the Proposed Rule for Judicial Administration for a Statewide Business Court in Florida, as such proposed rule was presented in the Task Force's draft proposed rule provided to the Executive Council. Upon receipt of multiple seconds, discussion regarding Chair Polenberg's motion followed. After substantial discussion, including discussion regarding the nature and type of cases to be handled by the proposed Statewide Business Court, John Hutton made a motion to table Chair Polenberg's motion through February 29, 2020 for the purpose of allowing time for additional substantive review by substantive committees of the Section. Upon receipt of a second by Robert Charbonneau, discussion followed regarding the motion to table Chair Polenberg's motion. After substantial discussion, Chair Brown called for a vote on the motion to table. The motion to table failed. Following the vote on the motion to table, Chair Brown called for a vote on Chair Polenberg's motion. Chair Polenberg's motion was approved unanimously.

**E. Chapter 607 Sub-Committee – Philip Schwartz and Gary Teblum, Co-Chairs**

Chair Schwartz indicated that the Sub-Committee had no report.

**F. Financial Literacy Task Force – Amanda Finley, Chair**

Chair Finley indicated that the Task Force had no report.

**G. Health & Wellness Task Force – Dineen Wasylik and Irwin Gilbert, Co-Chairs**

Chair Wasylik indicated that the Task Force had no report.

**H. Proposed Amendments to the Fla. R. Civ. P. Task Force – Bart Valdes, Chair; Hon. Ralph Artigliere, Judicial Chair**

Chair Valdes reported that the Task Force has drafted and is considering proposed amendments to the Florida Rules of Civil Procedure relating to non-specific objections to discovery requests, federal proportionality considerations in regard to discovery (to both parties and non-parties), and addressing meet and confer and initial case management requirements. Chair Valdes further reported that the Task Force is currently working on drafts of revisions to Rule 1.010, Rule 1.200, Rule 1.280, Rule 1.350 and Rule 1.410.

**I. Proposed Amendments to the Rules for Certified and Court-Appointed Mediators Task Force – Peter Valori, Chair**

Chair Valori indicated that the Task Force had no report.

**J. Proposed Revisions to Chapter 48 (Services of Process) Task Force – Giacomo Bossa, Chair**

Chair Bossa provided a brief report regarding the work of the Task Force, and indicated that the work of the Task Force is ongoing.

**K. Scholar and Fellows Retention Task Force – James Moon and Jason Burnett, Co-Chairs**

Marianne Doris provided a brief report regarding the work of the Task Force, indicated that they met in person, and further indicated that the work of the Task Force is ongoing.

**L. Uniform Commercial Real Estate Receivership Act (UCRERA) Task Force – Amanda Fernandez and Kenneth Murena, Co-Chairs**

Chair Murena provided a brief report and reminded the Executive Council that UCRERA is working its way through the legislative process.

**M. Uniform Voidable Transfers Act (UVTA) Task Force – John Hutton, Chair**

Chair Hutton provided a brief report and reported that UVTA legislation would not be moving forward during the 2020 legislative session.

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

**A. Bankruptcy Judicial Liaison – Stephanie Lieb, Chair; Hon. Roberta Colton, Judicial Chair**

Chair Colton indicated no report from the Committee.

**B. Budget Committee, Kacy Donlon, Chair**

Chair Donlon provided a full report from the Committee. Upon presentation of the report, the proposed budget passed with unanimous consent.

**C. Communications – Matthew Hale, Chair; Hon. Paul Hyman, Judicial Chair**

Chair Hale provided a brief report from the Committee. As part of his report, Chair Hale noted that the Section website received some behind-the-scenes updates in recent months, including increased security (SSL certificate) and measures to reduce spam received through website forms. Chair Hale also reported that the Committee is proposing to use a new system for remote EC votes through constant contact in order to better keep track of votes. Lastly, Chair Hale made a motion that Tracey Eller's contract with the Section be amended to conform with her present duties and compensation. Upon receipt of multiple seconds, Chair Hale's motion was approved unanimously.

**D. Continuing Legal Education – Matthew Horowitz, Chair; Hon. Caryl Delano, Judicial Chair**

Mr. Robert Charbonneau provided a brief report of the Committee and indicated that the Committee is continuing its efforts to plan and present high quality CLE programming.

**E. eDiscovery Committee – Darren Spielman, Chair**

Chair Spielman provided a full report from the Committee. In his report, Chair Spielman indicated that the Committee discussed the Civil Rules Task Force update, and also started planning for its annual convention eDiscovery CLEs.

**F. Inclusion/Mentoring/Fellowships – Sara Paris, Chair; Hon. John Olson, Judicial Chair (Federal); Hon. Virginia Norton, Judicial Chair (State)**

Chair Paris provided a brief report of the Committee and indicated that the Committee discussed continuation of the Fellows and Scholars Program including the responsibilities of the Fellows and the current projects they are working on such as the Past Chairs Video project which is being prepared for the Labor Day Retreat, continuing to write Blogs for the BLS website, and the CLE subcommittee's Leadership in the Bar CLE. In addition, Chair Paris solicited volunteers and discussed the initiatives of the Scholars and Fellows Retention Task Force. Lastly, Chair Paris reported that the Committee discussed the continued work of the Networking and Mentoring Committee subcommittees and solicited Fellows and member volunteers for these committees to work on upcoming networking events.

**G. Labor Day Retreat –Russell Landy, Chair (2018-19), Paige Greenlee (2019-2020)**

Chair Greenlee provided a brief report on behalf of the Committee and requested volunteers to assist the Committee in its efforts with respect to the 2020 Labor Day Retreat.

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

Chair Yadley provided a brief report and indicated that the Committee would be meeting in the Spring to continue the Committee's work.

**I. Marketing, Promotions and Sponsorship – Stefan Rubin, Chair**

Chair Rubin provided a brief report on the status of the Committee's efforts to obtain new sponsorships and maintain existing relationships. Chair Rubin requested that all members of the Executive Committee consider sponsorship of the Section.

**J. Membership – Dyanne Feinberg, Chair; Hon. Karen Specie, Judicial Chair**

Judicial Chair Specie provided a brief report on the continuing work of the Committee, and the efforts made by the Committee to attract law students to the Section.

**K. Opinion Standards – Robert Barron, Chair**

Gary Teblum, co-chair of the Opinions Standards Committee, reported on the meeting of the Committee. He was pleased to report that the First Supplement to the Florida Third Party Opinions Report, which Supplement has previously been approved by the Executive Council, has now also been approved by the RPPTL Executive Council. A final read through of the Supplement will occur to make sure that cross references are correct. Gary noted that once the clean-up is completed, the Supplement will be sent as a blast email to all members of Florida BLS and will be posted on the Opinions Standards Committee's webpage on the Section's website. He noted that we expect the RPPTL Section to take parallel action for its members. Gary then reported that at the meeting, the Committee had an open forum of interesting current third party opinion issues with which practitioners have been dealing.

**L. Pro Bono – Lynn Sherman, Chair; Hon. Laurel Isicoff, Judicial Chair**

Chair Sherman provided the report of the Pro Bono Committee. As part of her report, Chair Sherman encouraged the members of the Executive Council to pledge to take one pro bono case for the year. In addition, Chair Sherman reported briefly about The Florida Bar Foundation. Following the brief report, Chair Sherman made a motion that the Business Law Section of The Florida Bar make a matching donation to The Florida Bar Foundation for each member of the Executive Council that becomes a member of The Florida Bar Foundation, with a cap on the matching donation at \$10,000. Upon receipt of a second by Giacomo Bossa, Chair Brown called for a vote. Chair Sherman's motion was approved unanimously.

**M. State and Federal Courts Liaison – Amir Isaiah, Chair; Hon. Lisa Walsh, Judicial Chair (State); Hon. Thomas Smith, Judicial Chair (Federal)**

Chair Isaiah provided a brief report on behalf of the State and Federal Courts Liaison Committee, and reminded everyone of upcoming events which can be found on the Business Law Section website.

**X. Reports of Section Liaisons**

**A. The Florida Bar Board of Governors – Greg Weiss**

Paige Greenlee indicated no report from The Florida Bar Board of Governors.

**B. The Florida Bar Council of Sections – Leyza Blanco and Phil Schwartz**

Treasurer Donlon reported that she attended the most recent Council of Sections meeting, and noted that the Business Law Section did not receive a financial deficiency report. Treasurer Donlon reported regarding various additional matters related to The Florida Bar podcast room, and also referenced licensing issues related to the music the Business Law Section utilizes in connection with meetings.

**C. The Florida Bar Diversity & Inclusion Committee – Marianne Dorris**

Chair Dorris provided a brief report on behalf of the Committee and suggested that members of the Executive Council would be able to find further updates posted to the website in the near future.

**D. The Florida Bar Real Property, Probate & Trust Law (RPPTL) Section – James Marx**

Mr. Manny Farach indicated no report.

**E. The Florida Bar Young Lawyers (YLD) Division – Cherine Valbrun**

Chair Brown reported that the Business Law Section was well represented at a recent event in Tampa, Florida, and requested continued participation from members of the Executive Council.

**F. The Florida Institute of CPAs (FICPA) – Donald Workman**

Mr. Don Workman reported on the success of a recent event in Fort Lauderdale, Fl, and requested additional participation from members of the Executive Council.



**G. The Out-of-State Division of The Florida Bar – Lawrence Kunin**

Mr. Don Workman reported on the success of a recent event in New York City, and reported that a March meeting was scheduled, and that a further report would be available at the Annual Meeting of The Florida Bar.

**H. The Working Group on Legal Opinions (WGLO) – Philip Schwartz**

Mr. Schwartz indicated that the Working Group had no report.

**XI. Reports from Chair and Chair-Elect**

**A. Chair’s Report – Jay Brown**

Executive Council Chair Jay Brown provided an overall report of the Business Law Section, and commented that he is excited about the work of the Section and the direction that the Section is moving. Chair Brown commented on the excellent reputation that the Section enjoys, and the bright future that he sees for the Section. Chair Brown reminded members that applications for Section fellowships would be available next week, and encouraged members to encourage candidates to apply. Chair Brown also reminded everyone about the Federal Securities Institute, and encouraged members to support Mr. Yadley’s efforts with respect to the 2021 Federal Securities Institute and related committee. Chair Brown reminded everyone of future meeting dates and future CLE dates, both of which were included in full as part of the meeting Agenda.

**B. Chair-Elect’s Report – Leyza Blanco**

Chair-Elect Blanco provided a brief report and reminded members of the importance of sponsorship of the Section, and reminded members of the goal of 100% participation from Executive Council members with respect to sponsorship. Chair Blanco noted that the IMF Committee is looking into a diversity policy for seminars and CLEs and that Mariane Dorris and Jim Moon will be reporting in that regard at a future meeting. Lastly, Chair Blanco indicated that she and others were hard at work slating members for positions within the Section for the coming year.

**XII. Adjournment**

With no further business to come before the Executive Council, the meeting was adjourned at 5:54 p.m.