

THE FLORIDA BAR - BUSINESS LAW SECTION - EXECUTIVE COUNCIL
Minutes of Meeting
March 28, 2009
and March 30, 2009
Barcelona, Spain

The regular meeting of the Executive Council of the Business Law Section of The Florida Bar was held on March 28, 2009 and March 30, 2009. Chair Russell M. Blain called the meeting to order. The following members of the council were recorded as being present:

Brian Gart
Denise Dell Powell
G. Steven Fender
Gary Teblum
Gregory C. Yadley
Hars C. Beyer
Hon. John K. Olson
Hon. Mary Scriven
Hon. Michael Williamson
Hon. Paul G. Hyman, Jr.
Jason Burnett
Jeff Davis
Lewis M. Killian, Jr.
Leyza F. Blanco
Lori V. Vaughan
Manuel Farach
Mark Stein
Marsha Rydberg
Maxine Long
Melanie E. Damian
Michael J. Higer
Peter Valori
Roberta Colton
Russ Blain
Stefan Rubin
Yvonne Sherron

Minutes The Council unanimously approved the Minutes from the January 15, 2009 meeting.

Treasurer's Report Secretary / Treasurer, Michael J. Higer delivered the treasurer's report along with the Honorable Michael Williamson who provided a long range planning perspective as to budgeting issues. Mr. Higer

reported that the BLS is currently operating at an annual deficit of between \$50-75,000. The Council will discuss the implications during the long range planning portion of the meeting.

Committee Reports

A. Antitrust, Franchise & Trade Regulation

No report.

B. Bankruptcy / UCC

Lori Vaughan reported: The committee sponsored successful UCC/Article 9 programs on February 12th in Tampa and February 13th in Miami. The Florida Attorney Saving Homes Project still needs volunteers.

C. Bankruptcy / Judicial Liaison

The Honorable Paul Hyman presented the report. The committee is looking at creating uniform applications under the CM/CEF filing system. The committee is also considering inviting the clerks from all these districts to their next meeting.

D. Business Litigation

Manny Farach reported that there was no update from his last report.

E. State / Federal Courts Liaison

The Honorable William Van Nortwick, The Honorable Mary Scriven, and Steven Fender reported: The committee is seeking to add content to the business courts website. They are seeking to add links to the websites of the appellate courts so that users can follow appeals from business court decisions. They are looking to develop sponsors for the business court program at the retreat.

F. Computer/Cyber Law

No report.

G. Corporations

Greg Yadley reported: The LLC drafting project is still underway. The 27th Federal Securities Institute took place in February, 2009 and was well attended and another successful event.

H. Intellectual Property

Mark Stein reported: The committee is putting on at least one and possibly more Lunch and Learn programs.

I. Legislation

Brian Gart reported: Bill Wiley's March 19, 2009 memo which was attached to the agenda materials identifies the pending bills under review.

Mr. Gart reported on HB 1135 which Jon Polenberg has analyzed in a memorandum which was attached to the agenda materials. This bill proposes to make substantial changes to the current arbitration act as it addresses consumer and small business matters. The Council voted to take no position on this proposed legislative or its companion Senate bill. Instead, the Council approved a joint task force of the litigation and bankruptcy committees to study the proposed legislation.

As to HB 1045/SB 1132 which address credit counseling in consumer matters, the Council expressed its concern as to the definitions in these bills which may include application to attorneys. Based on this concern, the Council passed a triple motion to oppose any language in these bills which made the provisions applicable to attorneys.

J. Opinions

No report.

K. Communications

Peter Valori reported: The committee on behalf of the Section retained a new web designer which will create a new look for the website. Steph Nagin is continuing his work on this year's Journal. The committee will also add content to the website from the View from the Bench program which includes the summaries of bankruptcy decisions.

L. CLE

Stefan Rubin reported: The committee is coordinating several Lunch and Learn programs but is always looking for more participation and more attendance.

M. **Membership**

Denise Dell Powell reported: The committee is considering offering discounted memberships for student members.

N. **Retreat/Sponsorships**

No report.

Other Reports

A. **Council of Sections**

No report.

B. **Board of Governors**

No report.

C. **Chair**

The most honorable Chair Russ Blain reported on the success of the Barcelona retreat and the good time had by all.

D. **Chair-Elect**

The Council drank many toasts in honor of Lou Conti who was unable to attend. In his absence, the Council was able to narrow Mr. Conti's retreat choices to 17 possibilities.

Long Range Planning Meeting
March 30, 2009

Roberta Colton led the discussion. The Long Range Planning Committee ("LRPC") is looking at issues concerning BLS membership, by-laws, CLE and leadership development. The LRPC is considering fellowships to encourage minority membership. The LRPC is considering technical revisions to the by-laws as well as policy changes (e.g. fellowships).

The Honorable Michael Williamson reported on budgeting issues. In 2001, he observed decreases in our fund balances which caused us to create a budget oversight committee. Our current balance is at about \$277,000. We are projecting a year-end balance of approximately \$260,000. Significant reasons for the trending decrease in our fund balance include: the swing in investment allocation from The Florida Bar and the increased expenses / deficit from the retreat. We need to be more focused on establishing a budget for the retreat and tailor the expenses accordingly. The bottom line is that we have to establish a budget for the retreat and live withing that budget.

The Council passed a motion to invite the business court judges to attend the retreat and to pay for their expenses within the established guidelines for doing so.

Exhibit A