

ANTITRUST, FRANCHISING, AND TRADE REGULATION SECTION

September 26, 2019 Annual Meeting Minutes

On September 26, 2019, at about 5:30 p.m., Chairperson Briar Siljander called the meeting to order.

Attendees. The meeting attendees were John Forrest, Cale Johnson, Howard Lederman, Cody Rockey, Briar Siljander, and Brian Witus.

Approval of Meeting Minutes. Mr. Lederman moved to approve the meeting minutes from the August 23, 2019 meeting. Mr. Witus seconded. And upon a vote, the minutes were approved unanimously.

Treasurer's Report. Mr. Witus gave the treasurer report, noting that the Section's account had a balance of \$26,031,85 as of the end of August 2019. Likely additional expenses before the close of the fiscal year include certain expenses for the Fall Forum, including catering, travel expenses for panelist Stuart Hirschman, and marketing expenses (mailing the event flyer and eBlasts).

By-law amendments. Chairperson Siljander noted that the council has proposed a set of amendments to the Section by-laws. The State Bar has signed off on the amendments. The proposal was sent to the Section membership. No comments were received. Chairperson Siljander noted that it was not clear in amendment that Officers should be members of the Section. This is likely something that should be addressed in future amendments. Further, Mr. Johnson noted that this was unlikely to present an issue because the members vote on the officers, so it unlikely that a non-member will be elected. Additionally, Chairperson Siljander noted that a comma had been unintentional omitted from a sentence. With that typographical

correction, Mr. Johnson moved to adopt the proposed amended by-laws. Mr. Lederman seconded. And upon a vote, the amended by-laws were approved unanimously.

Elections. Chairperson Siljander noted that we need to nominate and elect the positions of Vice Chairperson, Secretary, and Treasurer. He thanked those who filled those roles this past year for their service. He also noted that we had 6 council positions to fill: 4 for a three year term (1 currently vacant and Mark Burzych's, Paul Fransway's, and Melanie Shield's expiring) and 2 for a two year term (both currently vacant). It was also made clear, that under the new by-laws, officers can sit on the council. The following nominations were made:

- Mr. Johnson was nominated to a three-year term by Chairperson Siljander; seconded by Mr. Lederman.
- Mark Burzych was nominated to a three-year term by Mr. Forrest; seconded by Mr. Witus.
- Mr. Witus was nominated to Vice Chairperson and a three-year term by Chairperson Siljander; seconded by Mr. Rockey.
- Mr. Rockey was nominated to a three-year term by Mr. Witus; seconded by Mr. Witus. It was noted that Mr. Rockey, as the current Vice Chairperson, will automatically become Chairperson for the 2019-2020 fiscal year.
- Bethany Karsten was nominated to a two-year term by Chairperson Siljander; seconded by Mr. Lederman.
- Chairperson Siljander was nominated to a two-year term by Mr. Witus; seconded by Mr. Forrest.
- Mr. Lederman was nominated to position of Secretary by Chairperson Siljander; seconded by Mr. Rockey.

Mr. Rockey recapped the nominations. Mr. Forrest moved for a vote to fill the council seats and officer roles as nominated. Mr. Johnson seconded. Those voted unanimously in favor.

Outgoing Chairperson's Report. Chairperson Siljander thanked everyone for their service this past year. The Section was able to complete the two projects they had for the year: modernizing the by-laws and continuing with the Fall Forum. He also reported that he looks forward to continuing to remain active the Section and to support its growth. Mr. Rockey thanked Chairperson Siljander for his service on behalf of the Council and presented Chairperson Siljander with an engraved gavel as a token of the Council's appreciation for his service.

Incoming Chairperson's Report. Mr. Rockey reported that he looked forward to building on the momentum from the past couple of years. He stated that the Section would focus lessons learned from the Fall Forum at the November meeting as well as finalizing details for the holiday dinner, turning in 2020 to projects for the upcoming year.

New Business. Mr. Lederman reported that the Franchise Practitioners Group meeting in September was canceled due to scheduling conflicts. They plan to reschedule for November 1. The meeting will be at Saretsky Hart Michaels & Gould in Birmingham. Mr. Lederman also reported that he wanted to continue to plan for a section outreach event at local law schools, particularly Wayne, Cooley, and the University of Detroit. It will probably be in February or March. He plans to report back with more details at the next meeting. Lastly, Mr. Lederman reported that he would like to consider a summer event for the section.

Next meeting. The next meeting will be November 8 by telephone.

Adjournment. At about 6:00 p.m., Chairperson Siljander adjourned the meeting.