

STATE BAR OF MICHIGAN
MEETING OF THE COUNCIL OF THE BUSINESS LAW SECTION

TUESDAY, JUNE 2, 2026 AT 3:30 PM
CLARK HILL, 220 PARK STREET, SUITE 200, BIRMINGHAM

AGENDA

1. Call to order and determination of quorum
2. Approval of Minutes of March 5, 2026 Council Meeting and March 10, 2026 Special Council Meeting
3. Treasurer's Report
4. Chair's Report
 - A. Diversity & Inclusion Directorship Name Change
 - B. Amicus Brief Process
5. Committee/Directorship Reports
 - A. Standing Committees:
 - i. Business Courts
 - ii. Commercial Litigation
 - iii. Corporate Law
 - iv. Debtor/Creditor Rights
 - v. Financial Institutions
 - vi. In-House Counsel
 - vii. Law Schools
 - viii. LLC & Partnerships
 - ix. Nonprofit Corporations
 - x. Privately Held Businesses Forum
 - xi. Regulation of Securities
 - xii. Uniform Commercial Code
 - B. Directorships:
 - i. Communication & Development
 - ii. Diversity & Inclusion
 - iii. Legislative Review
 - iv. Nominating
 - v. Programs
 - vi. Publications
 - C. Liaisons
 - i. ICLE
 - ii. Young Lawyers Section

6. Other Business and Announcements
 - A. Schulman Award
7. Announcement of October 9, 2026 Annual Meeting and Council Meeting during lunch at the Business Law Institute, J.W. Marriott Hotel, Grand Rapids
8. Meeting Adjournment

STATE BAR OF MICHIGAN - BUSINESS LAW SECTION

COUNCIL MINUTES

This meeting of the Council of the Business Law Section of the State Bar of Michigan was held on March 5, 2026 at the State Bar of Michigan in Lansing pursuant to notice duly given. Council members present were Bruce Courtade, Jovan Dragovic, Patrick Haddad, Laura Johnson, Loukas Kalliantasis, Carrie Leahy, Alexis Lupo, Michael Molitor, Ryan Opel, Rebecca Papi and Lita Popke. Committee Chairs, Directors and Liaisons present were Judy Calton, Mark Kellogg, Gerard Mantese, Mark Rossman, John Schuring, Douglas Toering, and Sarah Williams. Others present were Cameron Collins, Ian Williamson, Tala Dahbour, Lisa Geherin, Jordan Segal and Terri Shoop.

1. Call to Order and Determination of Quorum. Section Chair, Michael Molitor, called the meeting to order at approximately 3:34 pm and determined that a quorum was present.

2. Approval of Minutes of December 4, 2025 Council Meeting. A motion to approve the Minutes of the December 5, 2025 Council meeting was made by Ms. Lupo, seconded by Mr. Haddad and passed unanimously, 11-0-0.

3. Treasurer's Report. A written report was provided by the Treasurer. Mr. Haddad reported a healthy fund balance. A motion to accept the Treasurer's Report was made by Ms. Lupo, seconded by Ms. Johnson, and passed unanimously 11-0-0.

4. Chair's Report.

a. Diversity and Inclusion Directorship Scholarships and Possible Change of Directorship Name. Mr. Molitor reported that at the December Council meeting, the Council appointed Mr. Molitor and Ms. Glover-Bohannon as Co-Directors. The first order of business is to revive the scholarship program. Currently, lawsuits are happening with respect to race-based scholarships. For that reason, the Directors believe it's best to delete references to race and ethnicity in the program. The scholarship application has been re-vamped and contact will be made with the various local law schools to get the application process moving. Cooley Law School will not be included this year as it's Mr. Molitor's place of business. A discussion ensued regarding a workaround to ensure Cooley students are eligible. It was suggested that Mr. Molitor be replaced or that Ms. Glover-Bohannon serve on her own. Mr. Molitor will explore these options. A motion was made to approve the revised scholarship criteria outlined in Exhibit B of the Chair's Report and to reaffirm a budget of \$10,000 for scholarships (two at \$5,000) was made by Mr. Lupo, seconded by Mr. Opel, and passed unanimously 11-0-0. The name "Outreach Directorship" was suggested as the new name of the Directorship. We will consider a name change at the June meeting. Mr. Opel made an amended motion to approve the revised scholarship program with the caveat that if after Mr. Molitor sends an email to Section membership, if one or more suitable people are available to serve, then Cooley Law School students can participate in the program. The motion was seconded by Ms. Lupo and passed unanimously 11-0-0.

b. \$1,000 Donation to Young Lawyers Section. Mr. Molitor reported that the Section has historically made donations to the Young Lawyers Section in connection with their Annual Summit as well as other events. A motion to approve a donation in the amount of \$1,000 to the Young Lawyers Section was made by Mr. Dragovic and seconded by Ms. Johnson. The motion passed unanimously 11-0-0. The Annual Summit will be held on March 27 and the Section will receive two tickets to the event. If anyone is interested in attending, the tickets are available to whomever requests them first. If you attend the event, please be an ambassador for the BLS.

c. \$1,000 Donation to Women Lawyers Association of Michigan. The Women Lawyers Association of Michigan is hosting its annual meeting April 25-26 at the Book Cadillac. A further event will take place at the Train Station. A motion to approve a donation in the amount of \$1,000 to the Women Lawyers Association of Michigan in connection with its Annual meeting was made by Mr. Haddad and seconded by Ms. Johnson. The motion passed unanimously 11-0-0. Information on the Section will appear in event materials. The Section will receive two tickets to the event and the tickets will be given to whomever requests them first. If you attend the event, please be an ambassador for the BLS.

5. Committee/Directorship Reports.

A. Standing Committees.

(i) Business Courts Committee. A written report was provided by the Business Courts Committee.

(ii) Commercial Litigation Committee. A written report was provided by the Commercial Litigation Committee. Mr. Toering highlighted the upcoming program for in-house counsel, business court judges and outside counsel on May 7 from 3:30-7:45 at the Troy Marriott.

(iii) Corporate Laws Committee. A written report was provided by the Corporate Laws Committee.

(iv) Debtor/Creditor Rights Committee. A written report was provided by the Debtor/Creditor Rights Committee.

(v) Financial Institutions Committee. No report.

(vi) In-House Counsel Committee. A written report was provided by the In-House Counsel Committee. Mr. Mantese reported that for the last two months he's been busy trying to revive the Committee. He posted a message on LinkedIn in January. 31 attorneys responded wanting to be involved in the Committee. The Committee has held two Zoom meetings. A program will take place on May 7. The Committee has solicited articles for the *Journal*. Mr. Mantese will transition leadership of the Committee in January.

(vii) Law Schools Committee. A written report was provided by the Law Schools Committee.

(viii) LLC & Partnership Committee. A written report was provided by the LLC & Partnership Committee.

(ix) Nonprofit Corporations Committee. No report.

(x) Regulation of Securities Committee. A written report was provided by the Regulation of Securities Committee. The Committee will host a presentation at the BLI for business lawyers on nuts and bolts matters. Mr. Haddad is looking for a successor to chair the Committee.

(xi) Privately Held Business Forum. A written report was provided by the Privately Held Business Forum.

(xii) Uniform Commercial Code Committee. No report.

B. Directorships.

(i) Communication & Development Directorship. A written report was provided by the Communication & Development Directorship.

(ii) Diversity & Inclusion Directorship. No report

(iii) Legislative Review Directorship. A written report was provided by the Legislative Review Director.

(iv) Nominating Directorship. A written report was provided by the Nominating Director.

(v) Programs Directorship. A written report was provided by the Programs Directorship. Planning efforts are underway for the Business Law Institute and Business Boot Camp. Business Boot Camp is scheduled for November 5-6 in Grand Rapids and March 9-10, 2027 in Ann Arbor. The social event at the Business Law Institute will be a dinner on Thursday night. The Council meeting will take place after the annual meeting. Dessert will be provided in the hall while seminar attendees wait for Council to finish the meeting.

(vi) Publications Directorship. A written report was provided by the Publications Director.

C. Liaisons.

(i) ICLE. No report.

(ii) Young Lawyers Section. No report.

6. Other Business and Announcements.

A. Schulman Award. The Schulman Award recipient will be announced at the June meeting. One nomination has been made. Please let Mr. Molitor or an Executive Committee member know if you have nominees.

B. Amicus Committee regarding *FCA US v Kamax*. In October, the Supreme Court asked the Section and the Michigan Manufacturers Association to comment on two issues: (1) whether Cadillac Rubber & Plastics, Inc. v. Tubular Metal Systems remains good law after MSSC, Inc. v. Airboss Flexible Products Co., and (2) whether a written contract for “approximately” 65-100% of a buyer’s requirements satisfies UCC Article 2’s statute of frauds. An Amicus Committee was formed. Today three Amicus Committee members are in attendance to answer questions regarding the proposed brief: Cameron Collins, Douglas Toering, and Jordan Segal. Council members have received the draft brief prior to this meeting.

Mr. Segal explained the conclusion of the Committee. Mr. Segal summarized the cases cited in the brief.

After a lengthy discussion, Mr. Molitor excused everyone from the meeting with the exception of the BLS Council and Ms. Shoop.

A robust discussion ensued amongst the Council. A motion to approve the filing of the brief produced by the Amicus Committee was made by Mr. Molitor, subject to minor, final changes to be made before its filing deadline on March 9, 2026. The vote was:

4 -Yes

3- No

5 – abstain

2 - absent

It was determined that Council needed additional time to review the brief before making a determination. We will hold a special council meeting on March 10 via Zoom. The purpose of the special meeting is to vote on the brief. Mr. Molitor asked all Council members to please be present. If you can’t attend, please vote by communicating your vote to Ms. Johnson, Secretary.

7. Announcement of June 2, 2026 Council Meeting. The next meeting of the Business Law Section Council will be held on June 2, 2026 at 3:30 p.m. at Clark Hill in Birmingham. The Annual Dinner will immediately follow the meeting.

8. Meeting Adjournment. There being no further business to come before the Council of the Business Law Section, upon motion duly made by Ms. Lupo and seconded by Mr. Haddad, the motion passed unanimously, 11-0-0. The meeting was adjourned at 5:32 pm.

Laura Johnson
Secretary

STATE BAR OF MICHIGAN - BUSINESS LAW SECTION

SPECIAL COUNCIL MEETING MINUTES

This meeting of the Council of the Business Law Section of the State Bar of Michigan was held on March 10, 2026 via Zoom pursuant to notice duly given. Council members present were Bruce Courtade, Jovan Dragovic, Patrick Ellis, Patrick Haddad, Laura Johnson, Loukas Kalliantasis, Shanna Kaminski, Carrie Leahy, Alexis Lupo, Michael Molitor, Ryan Opel, Rebecca Papi, Lita Popke, and Victoria Valentine. Others present were Terri Shoop.

1. Call to Order and Determination of Quorum. Section Chair, Michael Molitor, called the meeting to order at approximately 6:00 pm and determined that a quorum was present.

2. Amicus Brief regarding *FCA US v Kamax*. The purpose of the meeting is to vote on the Amicus Brief in *FCA v Kamax*. Council was told to be present and if they couldn't attend, to vote by communicating their vote to Laura Johnson, Secretary.

A lengthy discussion ensued regarding the brief.

A motion to approve the filing of the brief produced by the Amicus Committee was made and seconded. The vote yielded a result of:

Yes – 5

No – 4

Abstain - 5

3. Meeting Adjournment. There being no further business to come before the Council of the Business Law Section, upon motion duly made and seconded, the meeting adjourned at 7:00 pm.

Laura Johnson
Secretary

***BUSINESS COURTS COMMITTEE
REPORT PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING***

1. Next Scheduled Meeting of the Committee/Directorship.

No meeting of the Committee is currently scheduled.

2. Council Approval.

No matters require Council approval.

3. Membership.

The membership of the Committee is intentionally small. The members are Judge James M. Alexander (retired Oakland), Judge David J. Allen (Wayne), Judge Victoria A. Valentine (Oakland), Judge Kathryn A. Viviano (Macomb), Judge Michael David Warren, Jr. (Oakland), and retired Judge Christopher P. Yates (Court of Appeals), Bruce Courtade, Jennifer Grieco, Brian Wassom, and yours truly.

4. Accomplishments Toward Committee/Directorship Objectives.

The Committee's objectives are to serve as a liaison between the Business Court Judges and the Business Law Section, to serve as a resource for the Business Court Judges, and to assist the Business Court Judges in whatever ways they and the Business Law Section deem appropriate.

5. Meetings and Programs.

The Business Courts Committee co-sponsored (with the In-House Counsel Committee, LLC & Partnerships Committee, and Commercial Litigation Committee) a seminar on Hot Topics in Business Law on May 7, 2026 from 3:30 – 7:30 PM at the Troy, Marriott. See report of the Commercial Litigation Committee.

The Business Courts Committee and the Commercial Litigation Committee are considering a follow-up program with Business Court Judges and trial lawyers.

6. Publications.

The Committee has published no articles. The Michigan Business Law Journal includes a regular column on the Michigan Business Courts.

7. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action.

The Committee monitors proposed changes in the business court statute and Michigan Court Rules that deal with the Michigan Business Courts.

HB 4840 to clarify the jurisdiction of business courts overwhelmingly passed the Michigan House of Representatives. Judge Yates, who has worked with the Michigan State Senate to seek passage there, has recently retired from the Michigan Court of Appeals. He is nevertheless willing to continue to work to seek passage of the bill in the Senate.

8. Miscellaneous.

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Date of Report: May 22, 2026

COMMERCIAL LITIGATION COMMITTEE
REPORT PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING

1. Next Scheduled Meeting of the Committee/Directorship.

See no. 5 below.

2. Council Approval.

No matters require Council approval.

3. Membership.

The Committee comprises approximately 100 commercial litigators.

4. Accomplishments Toward Committee/Directorship Objectives.

See no. 5 below.

5. Meetings and Programs.

The Business Courts Committee and the Commercial Litigation Committee co-sponsored (with the In-House Counsel Committee and the LLC & Partnerships Committee) a seminar on Hot Topics in Business Law on May 7, 2026 from 3:30 – 7:30 PM at the Troy, Marriott. The program was well-attended (about 165 registered) and well-received. The Business Courts Committee and the Commercial Litigation Committee are considering a follow-up program with Business Court Judges and trial lawyers.

Thank you to the following:

- Gerard V. Mantese, Chair of the In-House Counsel Committee and Co-Chair of the LLCs and Partnerships Committee, who spearheaded this seminar; introduced the seminar and the speakers; and presented on non-competes, succession planning, trade secrets, and data breaches.
- Ian Williamson, immediate Past Chair of the BLS, who moderated a panel of in-house counsel consisting of: Jason Brainer, Alisha Cieslak, Gloria Hage, David Jaffe, Jacquelyn Kittel, Deanna Kossaras, and Thomas Shaevisky.
- Business Court Judge David Allen, Judge Matthew Antkowiak, Judge Curt Benson, Judge Annette Berry (unable to attend but provided written comments), Judge Chris Christenson, Judge Victoria Valentine, Judge Jon Van Allsburg, Judge Kathryn Viviano, Judge Michael Warren, and Judge Chris Yates. The judges served on a panel with in-house counsel Jessica Fleetham, Brendan Frey, Brett Miller, and Victoria Policicchio. The panel was moderated by yours truly.

- James Sherer of BakerHostetler, who presented on artificial intelligence, data security, and recent A.I. case law.
- Aaron Burrell, who presented on employment law issues.
- Tom Cranmer and Andrew Goetz, who presented on internal investigations.

6. Publications.

The Committee has published no articles.

7. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action.

The Commercial Litigation Committee typically receives notices of proposed legislation or changes to the Michigan Court Rules. When the Committee is informed of potential changes to the Michigan Court Rules or proposed legislation that may impact the practice of Committee members, the Committee engages in an e-mail (or occasionally in-person) discussion of such proposed changes or legislation.

See report of the Business Courts Committee regarding SB 4840 to clarify the jurisdiction of the business courts.

8. Miscellaneous.

On October 29, 2025, the Michigan Supreme Court granted leave to appeal in *FCA US, LLC v Kamax Mexico et al* (SC no. 168680). The Court ordered the parties to brief the following: (1) whether *Cadillac Rubber & Plastics, Inc v Tubular Metal Sys, LLC*, 331 Mich App 416 (2020), remains good law after this Court's decision in *MSSC, Inc v Airboss Flexible Prods Co*, 511 Mich 176 (2023); and (2) whether a written contract for approximately 65-100% of a buyer's requirements satisfies the requirements of the Uniform Commercial Code's statute of frauds, MCL 440.2201(1). The BLS submitted an amicus brief on March 16, 2026.

On April 5, 2026, the parties (FCA and Kamax) submitted a stipulation to dismiss the appeal with prejudice. On April 22, 2026, the Michigan Supreme Court issued the following order:

By order of October 29, 2025, we granted leave to appeal the May 14, 2025 judgment of the Court of Appeals, and this case was placed on the April 2026 session calendar for argument and submission. On April 5, 2026, the parties filed a joint motion to dismiss the appeal. On order of the Court, we grant that motion, VACATE our October

29, 2025 order granting leave to appeal and the April 6, 2026 Chief Justice order to the extent that it directs the Clerk of the Court to reschedule the case for argument at the May 2026 session, and DISMISS the application for leave to appeal without costs.

BLS Chair Michael Molitor will report further.

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Date of Report: 5/28/2026

CORPORATE LAWS COMMITTEE
REPORT PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING

1. Next Scheduled Meeting of the Committee.

The Committee has no meetings currently scheduled but is communicating via e-mail and tracking the status of the recently introduced BCA amendment legislation described below.

2. Council Approval.

The Committee does not seek Council approval of any matters at this meeting.

3. Membership.

The Committee remains open to participation by any interested parties. The Committee has approximately 75 members on its active roster, though many fewer who actively participate.

4. Accomplishments Toward Committee Objectives.

The activity of the Committee is directly related to the Strategic Plan mission of promoting improved legislation and regulation for business and the goal of reviewing Michigan laws affecting business formation, capital raising, corporate governance and related legal matters. The Committee attempts to keep Michigan corporate law current with national trends and competitive with the business law environments of other jurisdictions.

The Committee continues to monitor legislation that could affect Michigan corporation law. We have prepared draft legislation of amendments to the Michigan Business Corporation Act. It combines the benefit corporation provisions, which were separately introduced in 2024 but not adopted, with additional proposed amendments. Mike Molitor and Justin Klimko have been working with our lobbying firm (Michigan Legislative Consultants) in seeking sponsors and having discussions with legislators and legislative aides. The legislation was introduced in the Michigan Senate as SB 789 of 2026 with bipartisan sponsorship on February 18, 2026. It was introduced in the Michigan House as HB 5939 on April 30, 2026. We have had communications with various parties, including legislative aides and representatives of the Michigan Attorney General's Office, regarding the bills.

Committee members have participated from time to time in preparation of amicus briefs on behalf of the Business Law Section, at the request of both the Michigan Court of Appeals and the Michigan Supreme Court. Past examples include Madugula v. Taub, Murphy v. Inman, Soaring Pine v Park, and Kircher v Boyne USA. Committee members participated in the preparation of an amicus brief in the Michigan Supreme Court case of FCA US LLC v Kamax, Inc. This was a closely watched case with potential major impact on contracting in the automotive industry, but just a few days before the scheduled oral argument, the parties moved to dismiss the appeal, and the Supreme Court later granted that motion. As a result, the significant questions posed by the appeal remain unresolved.

5. Meetings and Programs.

No programs are currently scheduled, but committee members have been involved with presentations at the Business Law Institute and Business Boot Camp.

6. Publications.

The Committee is responsible for the Fall 2026 edition of the Business Law Journal, and has solicited articles for that issue.

7. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action.

The Committee monitors bills that would affect corporation statutes that are introduced without its input and considers these together with the Corporations Division of the Bureau of Commercial Services of the Department of Licensing and Regulatory Affairs. The Committee interacts with the Division and the Bureau frequently on matters of legislative interpretation and administrative practice. The Committee also consults with the Division regarding efforts to further streamline corporate filings and information dissemination.

The Committee reviews judicial decisions affecting matters of Michigan corporate law. From time to time the Committee proposes statutory amendments that are intended to address the effects of specific case law. Additionally, as noted above, the Committee has prepared and filed amicus curiae briefs at the invitation of the Michigan Court of Appeals and the Michigan Supreme Court.

The Committee monitors developments and changes in the corporate laws of other states such as Delaware and developments and changes in the Model Business Corporation Act.

8. Miscellaneous.

The Committee will continue to accept ideas for technical and other amendments to the Business Corporation Act. Suggestions in this regard may be addressed to either committee co-chair.

Any questions regarding this report may be directed to Justin Klimko or Mike Molitor.

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May 7, 2026

**DEBTOR/CREDITOR RIGHTS COMMITTEE QUARTERLY REPORT
REPORT PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING**

1. Next Scheduled Meeting of the Committee.

The most recent Committee meeting took place on May 6, 2026 (as discussed below). The Committee has not yet scheduled its next meeting.

2. Council Approval.

[Describe any matters that require Council approval.]

None

3. Membership.

[Discuss some or all of the following: communication with committee members; reach-out to new members; what efforts committee has made to increase diversity in membership.]

Committee leadership is currently as follows:

Marc N. Swanson, Co-Chair
Judith Greenstone Miller, Co-Chair
Elliot G. Crowder, Co-Vice Chair
Jason W. Bank, Co-Vice Chair
Judy B. Calton, Emeritus Co-Chair
Hon. Paul R. Hage, Emeritus Co-Chair

As further discussed below, the Committee held a meeting on May 6, 2026.

4. Accomplishments Toward Committee Objectives.

[Describe committee's accomplishments since its last report and future efforts toward meeting committee objectives.]

See response to question 5 below.

5. Meetings and Programs.

[Describe committee meetings/programs and provide information on future meetings or programs.]

On May 6, 2026, the Committee held a general meeting of its members via Zoom. At the meeting, the attendees discussed recent developments in bankruptcy, receiverships, assignments for benefit of creditors and the

insolvency field. In addition, the members discussed and potential topics for future meetings and programs. The Committee is in the early stages of planning a program for early Fall.

At the meeting, the members also discussed ideas for potential articles for the Spring 2027 Edition of the Michigan Business Law Journal, which the Committee is sponsoring, as further reflected in paragraph 6 below.

6. Publications.

[Describe publications or written communications that have gone out to committee members or other persons or entities. Identify articles to be submitted for publication in *Business Law Journal*.]

The Committee is in the early stages of planning the Spring 2027 Edition of the Michigan Business Law Journal, for which the Debtor/Creditor Rights Committee is responsible. Thus far, we have the following commitments for articles for the Spring 2027 Edition of the Michigan Business Law Journal:

- Joe Peterson, Plunkett Cooney, intersection of tax and bankruptcy
- Kim Clayson and Bennett McGraw, Taft; estoppel to feature an opinion of the Michigan Supreme Court to be issued by July 2026
- Amanda Vintevoghet-Backer, The Dragich Law Firm, cross-collateral provisions in executory contracts
- Alan P. Hester, Miller Canfield, Merchant Credit Advances (MCAs)

The Committee continues to solicit articles for the publication.

7. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action

[Describe monitoring activity performed and developments relative to the committee's subject area.]

The Committee leadership actively monitors pending federal bankruptcy legislative and rulemaking activity and state law initiatives relative to insolvency practice. The leadership also encourages our members to bring new law and rules to our attention to circulate it to members and, when applicable to seek authority from the Business Council to submit position papers and/or to testify on pending legislation.

8. Miscellaneous.

Nothing else to report.

Respectfully submitted;

Marc N. Swanson, Co-Chair
Judith Greenstone Miller, Co-Chair
Jason W. Bank, Co-Vice Chair
Elliot G. Crowder, Co-Vice Chair
Judy B. Calton, Emeritus Co-Chair
Hon. Paul R. Hage, Emeritus Co-Chair

IN-HOUSE COUNSEL COMMITTEE
REPORT PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING
Gerard Mantese

1. Next Scheduled Meeting of the Committee.

Next meeting of the Committee: July, 2026 (date still being scheduled)

2. Council Approval.

None at this time.

3. Membership.

See paragraph 5.

4. Accomplishments Toward Committee Objectives.

See paragraph 5.

5. Meetings and Programs.

I was appointed Chair of the In-House Counsel Committee in December of 2025, tasked with the responsibility of expanding, energizing, and elevating the Committee's visibility and membership.

I believe I accomplished these goals over the last five months.

First, I contacted numerous in-house counsel to generate interest in the Committee and I quickly grew the Committee to over 50 members. I have been in contact with the membership on a regular basis, to discuss goals and projects.

Second, I designed a Seminar focused on topics that would specifically appeal to in-house counsel. I conducted considerable research on the legal issues that in-house counsel were grappling with on a daily basis, and decided upon these topics:

Protecting Trade Secrets.

Drafting and litigating non-compete agreements.

Drafting documents relating to succession planning, and litigating owner disputes.

Data Privacy.

Employment Law Issues.

Artificial Intelligence.

Internal Investigations.

Litigating in the Business Courts.

After deciding on these topics, I enlisted speakers for each of these topics. I also asked that the Commercial Litigation Committee, LLC & Partnerships Committee, and Business Courts Committee co-sponsor and help publicize the event.

This Seminar – “Hot Topics in Business Law” -- took place on May 7, 2026 from 3:30 – 7:30 PM at the Troy, Marriott. The program was very well-attended (about 165 registered) and was well-received, with a significant amount of positive feedback. This was the specific content:

In-House Counsel Panel Discussion: Topics covered regulatory compliance, risk management, tariffs, retaining outside counsel, and health and wellness. Ian Williamson moderated a panel of in-house counsel consisting of: Jason Brainer, Alisha Cieslak, Gloria Hage, David Jaffe, Jacquelynn Kittel, Deanna Kossaras, and Thomas Shaevsky.

Trade Secrets, Non-Compete Agreements, Data Privacy, Drafting Corporate Governance and Succession Planning Documents, and related litigation: I presented on these issues.

Artificial Intelligence, Data Security, and Recent AI Case Law: James Sherer, of Baker Hostetler, presented.

Litigating in Michigan Business Courts: A panel discussion and dialogue among in-house counsel and business court judges, including Judges David Allen, Judge Matthew Antkowiak, Judge Curt Benson, Judge Annette Berry (unable to attend but submitted written comments), Judge Chris Christenson, Judge Victoria Valentine, Judge Jon Van Allsburg, Judge Kathryn Viviano, Judge Michael Warren, and Judge Chris Yates. The judges served on a panel with in-house counsel Jessica Fleetham, Brendan Frey, Brett Miller, and Victoria Policicchio. The panel was moderated by Doug Toering.

Employment Law Update: This included the most recent case law on the at-will doctrine and employment discrimination, drafting strategies, and internal and people management. Aaron Burrell, of Dickinson Wright, presented.

Internal Investigations: Former Assistant US Attorneys Tom Cranmer, of Miller Canfield, and Andrew Goetz, of Miller Johnson, presented.

The third significant action I tackled as the new Chair was to act as editor for the upcoming issue of the Business Law Journal. Here, I solicited articles from in-house counsel, to appear in both the Spring and Summer issues of the Business Law Journal, with the In-House Counsel Committee being the editor of the

Summer issue. (I secured two articles for the Spring issue and four for the Summer issue.)

All of this is to say, the In-House Counsel Committee is doing well and brimming with an energetic and motivated membership. It has been a pleasure to lead us forward.

6. Publications.

See Paragraph 5.

7. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action

None at the present.

8. Miscellaneous.

Gerard V. Mantese, Committee Chair
Mantese Honigman, PC
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Date of Report: 5/26/2026

LLC AND PARTNERSHIP COMMITTEE
REPORT PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING

1. Next Scheduled Meeting of the Committee/Directorship.

A meeting will be scheduled in July, 2026.

2. Council Approval.

The Committee does not request Council approval of any matters at this meeting.

3. Membership.

The Committee remains open to any Business Law Section members who wish to participate. The Committee has several members on its roster. The Committee has reached out to members on its roster to update the same with Business Law Section members who remain interested in actively participating in the Committee.

4. Accomplishments Toward Committee/Directorship Objectives.

Among other matters, the Committee seeks to promote improved legislation and regulation for non-corporate business entities. The Committee generally seeks to keep Michigan entity law competitive with the business law of other states, as well as seeking out opportunities to educate and inform Michigan lawyers, judges, regulators and businesspeople about various entity law matters. See also No. 3.

5. Meetings and Programs.

The LLC and Partnerships Committee co-sponsored this Seminar – “Hot Topics in Business Law” -- took place on May 7, 2026 from 3:30 – 7:30 PM at the Troy, Marriott. The program was very well-attended (about 165 registered) and was well-received, with a significant amount of positive feedback. This was the specific content:

In-House Counsel Panel Discussion: Topics covered regulatory compliance, risk management, tariffs, retaining outside counsel, and health and wellness. Ian Williamson moderated a panel of in-house counsel consisting of: Jason Brainer, Alisha Cieslak, Gloria Hage, David Jaffe, Jacquelynn Kittel, Deanna Kossaras, and Thomas Shaevsky.

Trade Secrets, Non-Compete Agreements, Data Privacy, Drafting Corporate Governance and Succession Planning Documents, and related litigation: Gerard Mantese presented on these issues.

Artificial Intelligence, Data Security, and Recent AI Case Law: James Sherer, of Baker Hostetler, presented.

Litigating in Michigan Business Courts: A panel discussion and dialogue among in-house counsel and business court judges, including Judges David Allen, Judge Matthew Antkoviak, Judge Curt Benson, Judge Annette Berry (unable to attend but submitted written comments), Judge Chris Christenson, Judge Victoria Valentine, Judge Jon Van Allsburg, Judge Kathryn Viviano, Judge Michael Warren, and Judge Chris Yates. The judges served on a panel with in-house counsel Jessica Fleetham, Brendan Frey, Brett Miller, and Victoria Policicchio. The panel was moderated by Doug Toering.

Employment Law Update: This included the most recent case law on the at-will doctrine and employment discrimination, drafting strategies, and internal and people management. Aaron Burrell, of Dickinson Wright, presented.

Internal Investigations: Former Assistant US Attorneys Tom Cranmer, of Miller Canfield, and Andrew Goetz, of Miller Johnson, presented.

There is no charge for judges and in-house counsel. All Circuit Court Judges are invited.

6. Publications.

There are no publications scheduled at this time.

7. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action

None at the present.

8. Miscellaneous.

N/A

Respectfully submitted,

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REPORT PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING

1. Next Scheduled Meeting of the PHBF.

The next scheduled meeting of the PHBF will be in September 2026 – exact time, date and place TBD. The principal agenda items will be (1) the finances, logistics, and delegations associated with the production of the 9th Annual Business Law Symposium; (2) the establishment of a Membership Committee to increase and formalize the rolls; and (3) the establishment of the Wayne State University Law School Law Review Liaison Committee (see below).

The 2025 Annual Meeting of the Forum was held on August 5, 2025 at the offices of Rossman, P.C., at which time a Quorum was formed and various action and appointments occurred.

2. Membership.

As of the date of this submission, the membership of the Forum is officially at 59 members, as reflected on the rolls of the Forum, which are grossly out of date not having been updated since 2023. A committee is being formed for the purpose of confirming membership of those members on the rolls of the PHBF, and to solicit additional membership in connection with registration for the Symposium.

3. Accomplishments Toward Forum Objectives

The PHBF's principal objectives are (in no particular order): (1) building, maintaining and engaging an established membership base; (2) annually producing the Business Law Symposium; and (3) engagement with Wayne State University Law School.

(a) The Symposium

Our Symposium this year occurred on February 12, 2026. The program was entitled “The Business of the Lawsuit,” drawing an audience of 168 to The Gem Theatre in Downtown Detroit. The audience consisted mainly of business litigators, business owners, professors, judges, and law students.

The program generated \$18,065 in ticket sales, triple the previous year. Legal News provided some nice coverage of the event:

Oakland County Legal News

www.legalnews.com/oakland

Serving the Oakland County Legal Community Since 1927

Volume 99, Number 8

Troy, Michigan

Tuesday, February 24, 2026, ONE DOLLAR

SHORT TAKES

'Women Presidents of the SBM' featured in online discussion

The Women Lawyers Association of Michigan (WLAM) will present a Women's History Month program titled "Remarkable Leaders: Women Presidents of the SBM" online Wednesday, March 4, from noon to 1 p.m. via Zoom.

The program will feature a panel discussion with State Bar of Michigan past presidents Lori A. Buiteweg and Jennifer M. Grieco. Lauren E. Kissel will moderate the discussion.

To register, visit <https://womenlawyers.org> and click on "events."

'Dos and Don'ts of Probate Practice' explored March 5

The Wolverine Bar Association will host a program on "Dos and Don'ts of Probate Practice" Thursday, March 5, from 5 to 7 p.m. at Brix, 1588 Franklin St. in Detroit.

Attendees can gather for an evening to sip, listen, read, and learn about probate practice. This event will feature attorney Jehan Crump-Gibson, Wayne County Probate Court Judge Macie Gaines, and special probate guests. It will be moderated by attorney Diane Hutchinson.

To register for the evening, visit <https://givebutler.com/MonthlyMembershipMeetingProbate>.

Lunch & Learn hosted at Oakland County Courthouse

The Jewish Bar Association of Michigan (JBAM) will conduct a Lunch & Learn event Wednesday, March 18, from noon to 1:30 p.m. in the 2nd Floor Judicial Conference Room of the Oakland County Circuit Court, 1200 N. Telegraph Rd. in Pontiac.

Hosted by Oakland County Circuit Court Judge Lorie Savin, the program will feature Rabbi Caytak who will share inspiring insights relevant to attorneys' professional and spiritual lives. Kosher lunch will be provided free of charge courtesy of Steve Reina.

To register for the Lunch & Learn, visit www.jewishbar.org and click on "events."

TOP TIER



Among the participants in the Business Law Symposium were (left to right) Michael Molitor, Frank Simon, I.W. Winsten, retired U.S. District Judge Victoria Roberts, Mark Rossman, Noah Matthews, and T. Maxwell Carey.

Photos by John Melu

Annual Business Law Symposium draws record crowd to February event

BY TOM KIRVAN
Legal News

In keeping with a venue like The Gem Theatre, a record crowd was on hand for the 8th Annual State Bar of Michigan Business Law Symposium on February 12 in downtown Detroit.

"This year's Symposium was a great success," said business attorney Mark Rossman, who has served as the organizer and chief producer of the event since its inception. "We sold more tickets than ever before and had our largest audience in the 8 years

we've been doing this for the State Bar, with over 168 registrants, none of whom were disappointed by the new debate and conversation formats and highly engaging content."

Rossman, a University of Michigan alum and head of a Troy law firm that bears his name, also made mention of "the comfort and accommodations at the elegant Gem Theatre, which are such a wonderful complement to both the substance of our four-hour program and the networking that runs commensurate throughout the evening."

Added Rossman: "It was nice to get to see so many business litigators in one place."

As is customary, Rossman delivered the "Opening Statement" at the annual event, while Business Law Section Chair Michael Molitor, who serves as general counsel of Cooley Law School, provided additional remarks to kick off the program.

"From the one-on-one conversation between Chuck Bullock (of Stevenson & Bullock in Southfield) and Paul Mersino (president and CEO of Butzel) and the three-on-three debate teams, the night was full of highly engaging and stimulating conversation, with topics focusing on what makes the business litigator and the cases they handle special and unique, and how some of the most successful lawyers navigate these waters, hitting on just about every litigation topic imaginable," Rossman indicated.

"With over 25 law students from the Wayne State Business Law Journal in attendance and over a hundred business litigators, it affords the business law bar a great opportunity to connect different generations, and even network for that ever elusive first job," added Rossman, co-chair of the Privately Held Businesses Forum.

Of special note, Rossman praised a series of moderators for "an excellent job moving the program along through the 115 PowerPoint presentation slides and hitting on every topic to inundate the 168-person audience" with information on a multitude of topics.

"Linda Oszust did a great job moderating an intriguing conversation between trial pros, Mike Weaver and (See SYMPOSIUM, Page 4)



Two former chief judges of the U.S. District Court for the Eastern District of Michigan, Gerald Rosen (center) and Sean Cox (right) were among the legal luminaries at the Business Law Symposium, joining with Paul Abbate, senior managing director of FTI Consulting, for a photo op.



Sharing a smile at the February 12 event were (left to right) H. Joel Newman, Mike Weaver, Linda Oszust, and Harvey Weingarten.

High court to conduct public hearing

Pursuant to Administrative Order No. 1997-11, the Michigan Supreme Court will hold a public administrative hearing on Wednesday, March 18, 2026. Speakers may appear by video-conference (Zoom); attendees who are not speaking may view the livestream on the Court's YouTube channel.

The hearing will begin promptly at 9:30 a.m. Speakers will join the video-conference meeting no later than 9:30 a.m. and will be called on by the Chief Justice.

Speakers will be allotted three minutes each to present their views on each agenda item for which the person registered, after which the speakers may be questioned by the justices. Comments offered at a public hearing must pertain directly to an item on the public hearing agenda.

To reserve a place on the agenda, complete the registration form online at www.courts.michigan.gov/rules-administrative-orders-and-jury-instructions/public-administrative-hearings no later than Friday, March 13, at 5 p.m.

Those who are not able to register online may e-mail or call the Office of Administrative Counsel at ADMComment@courts.mi.gov or 517-373-1239.

A few days before the hearing, speakers will receive an invitation to participate in the Zoom meeting. Speakers must turn on their camera in order to participate in the public hearing.

The administrative matters on this hearing's agenda are:

1. 2020-08 Proposed Amendments of MCR 1.109, 2.104, 2.107, 2.119, 3.203, and 5.105

Issue: Whether to adopt the proposed amendments of MCR 1.109, 2.104, 2.107, 2.119, 3.203, and 5.105 that would, subject to an opting-out procedure, clarify the use of electronic service when MiFILE is not available in the court or for the particular case type.

2. 2023-31 Proposed Amendment of MCR 2.106

Issue: Whether to adopt the proposed amendment of MCR 2.106 that would update the definition of "news-paper" for notice by publication.

View Written Comments
3. 2023-09 Proposed Amendment of MCR 6.106

Issue: Whether to adopt the proposed amendment of MCR 6.106 that would align the rule with MCL 780.66(6), which addresses the return of deposited percent bonds.

4. 2023-73 Proposed Amendment

The professionally produced video of the program,¹ along with the written material, was logged into the Symposia Archive (bizsymposium.com), which is now 8 years large, containing all of the video and substantive material going back to 2019. The archives are a great way to shorten the

¹ Special thanks to Fortz Legal who, again this year, did the post-production video and photographic work without charge . . . in addition to the on-site production work that they do for us every year. Without their contributions, we could not have such a beautifully documented history of the work produced by the Symposium. It would have just evaporated with people's memories. The BLS (and SBM) should absolutely keep Fortz in mind for other production work, recognizing, of course, that the PHBF most definitely exhausts their pro bono work in this field. We just can't say enough about their contributions. Thank you, Fortz.

learning curve in business litigation, with dozens of instructive videos from literally the best practitioners in business litigation . . . thereby cutting the time investment in mentorship in so many important areas, from pre-trial to post-trial, and also one year focusing on how to create a law firm. In order to make this material even more accessible, we are working on a cataloguing system that will make it very user friendly and hope to have that up and running by the Annual Meeting in September.

Next year's Symposium. The 9th Annual Business Symposium will put be built around the original subject matter of the program: *corporate oppression*. It will take place in February 2027 – exact date and location not yet determined.

(b) Wayne State University Law School Engagement

Since 2019, the Wayne State University Law School Business Law Journal has co-sponsored and assisted in the promotion and production of the Symposium, for which we thank them deeply. It is only through our joint venture with the Journal in the production of the Symposium that we have been able to engage with so many law students interested in business law, not only by providing free registration to hundreds of law students to Symposia over the years, but also by providing a forum for serious discussion in meaningful areas of law while networking directly with the local legal community in those areas. The benefits in both directions are obvious, and, therefore, we were very sad to hear that our relationship with the Journal is coming to an end due to the fact that it has been eliminated from the Law School budget after about 20 years of excellent publication on business law topics. It is very unfortunate, and we can only hope that the Journal will one day soon be revived.

Fortunately, when we received this news, it was also in conjunction with the news that the Law Review was offering to seamlessly step into the relationship and joint adventure with the PHBF going forward as the Business Law Journal has for the last 8 years.

So, thank you to the Business Law Journal and welcome to the Law Review. The relationship and connection with the law school is one of the most meaningful aspects of the program, and we look forward to continuing it with the Law Review.

(c) Membership Rolls

We are adding an objective to the list this year in terms of working toward (1) a formal membership roll, and (2) an increased membership roll.

While the PHBF presently has about 59 lawyers on its rolls, that roll was last taken in 2023. An official roll with current contact information is important to communications and the conduct of business in any organization, and so it will be one of our principal objectives this Summer. With an up-to-date roll it will be easier to communicate regarding Forum matters, as well as to coordinate symposium registration, which grew quite large last year, proving that there would be substantial interest in joining the forum . . . which registration will also afford a discount on ticket prices for the Symposium, which are going to have to be raised this year due to increased program costs in the marketplace.

4. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action

We do not do this.

5. Other Matters

The PHBF Symposium Committee sincerely thanks the BLS and its officers and administrators not only for the financial contribution to the program each year, but also for its support in terms of managing the treasury components of the program and for otherwise supporting and backing this great program.

Respectfully submitted,

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Co-Chair PHBF

Report Date: May 22, 2026

BUSINESS LAW SECTION

LEGISLATIVE REVIEW DIRECTORSHIP REPORT

Prepared for the June 2, 2026 Council Meeting

(Report as of May 24, 2026)

I. PUBLIC ACTS

A. Public Acts 31 and 32 of 2022. Public Acts 31 and 32 amend the Michigan Limited Liability Company Act and the Michigan Business Corporation Act, respectively, to do the following:

- Allow one or more individuals licensed to engage in the practice of chiropractic medicine to organize a professional limited liability company (PLLC) or a professional corporation (PC), as applicable, with one or more other individuals licensed in the practice of chiropractic medicine, the practice of medicine, the practice of osteopathic medicine and surgery, or the practice of podiatric medicine and surgery.
- Allow one or more individuals licensed to engage in the practice of chiropractic medicine to organize a PLLC or a PC with one or more licensed physician assistants.
- Prohibit one or more physician assistants from forming a PLLC or a PC with a chiropractic physician unless a physician licensed to engage in the practice of medicine or osteopathic medicine and surgery is also a member.

(HB 5295 and HB 5296; Effective: 3/15/2022).

B. Public Act 131 of 2022. Public Act 131 amends the Act that governs local hospital authorities, to do the following:

- Delete a provision requiring the articles of incorporation of a nonprofit corporation, and the contractual arrangements between a hospital authority and the nonprofit corporation, to prohibit a nonprofit corporation from selling, leasing, or otherwise transferring a hospital without voter approval.
- Allow a nonprofit corporation to sell, lease, or otherwise transfer a hospital on terms and conditions the nonprofit corporation considered reasonable if the sale, lease, or other transfer is approved by the hospital authority.
- Delete a provision requiring the articles of incorporation of a nonprofit corporation, and the contractual arrangements between a hospital authority and the nonprofit corporation, to require a nonprofit corporation to adopt and carry out policies designed to ensure that hospital care is provided to a reasonable degree to indigent people in its hospital service area free of charge and that patients not be denied appropriate care on the basis of source of payment.

- Allow a hospital board, by a majority vote of the board, to provide for the dissolution of a hospital authority if the authority has completed the purposes for which it was organized.

(HB 5876; Effective: 6/29/2022).

- C. Public Act 137 of 2022. Public Act 137 amends the Michigan Limited Liability Company Act to modify the definition of "person" to include a nonprofit corporation, and in effect, allows nonprofit corporations to organize an LLC. (SB 926; Effective: 7/20/2022).
- D. Public Act 132 of 2023. Public Act 132 amends the Uniform Securities Act to extend the sunset of several applications, renewals, and filing fees paid by individuals for professional registrations regulated under the Act. (HB 4994; Effective: 9/29/2023).
- E. Public Acts 133, 134 and 135 of 2023. Public Acts 133, 134 and 135 amend the Michigan Business Corporation Act, the Nonprofit Corporation Act, and the Limited Liability Company Act, respectively, to extend the sunset date on certain filing fees, including the fees for filing an annual report under the Business Corporation Act and the Nonprofit Corporation Act, and the fee for filing an annual statement of resident agent under the Limited Liability Company Act. (HB 4995, HB 4996 and HB 4997; Effective: 9/29/2023).
- F. Public Acts 118 and 119 of 2024. Public Act 118 amends the Income Tax Act to define certain terms for research and development (R&D) tax credits and is part of a broader effort to encourage R&D activities by providing clearer tax credit guidelines for corporations engaged in such activities. Public Act 119 requires the Michigan Department of Treasury to submit a report on the R&D tax credit program in collaboration with the Michigan Strategic Fund. (HB 4368 and HB 5102; Effective 10/20/2024).
- G. Public Acts 174, 175, 176, and 177 of 2024. Public Act 174 amends 1183 PA 129, which regulates the organization of telephone and messenger companies, to add a new section to allow a telephone corporation formed under the act to convert into a domestic LLC if the corporation satisfies the requirements applicable to a "business organization" as defined under the Michigan Limited Liability Company Act. Public Act 175 amends the Michigan Limited Liability Company Act to include telephone corporations formed under 1883 PA 129 in the definition of "business organization." Public Act 176 amends the Business Corporation Act to provide that the act does not prevent a telephone corporation from converting into a domestic LLC. Finally, Public Act 177 amends the Income Tax Act to provide that a telephone corporation that is converted into a domestic LLC is treated as a corporation for state income tax purposes, unless the entity is a disregarded entity, and the owner is treated as a corporation for state and federal tax purposes. (SB 0982, SB 0983, SB 0984, and SB 1050; Effective 4/01/2025).
- H. Public Acts 188, 189, and 190 of 2024. Public Act 188 amends the Michigan Strategic Fund Act to require the Michigan Strategic Fund (MSF) to create the Michigan Innovation Fund Program to provide support in Michigan for investments in qualified evergreen venture funds, qualified emerging evergreen funds, qualified venture capital funds, and qualified start-up support services, and to provide that money deposited in the 21st Century Jobs Trust Fund has to be spent by the MSF to support the program, among

other provisions. Public Act 189 amends the Michigan Early Stage Venture Investment Act to extend the Michigan Early Stage Venture Investment program and requires that \$60 million from the program's investment funds be deposited into the 21st Century Jobs Trust Fund. Public Act 190 amends the Michigan Trust Fund Act to create the Michigan Innovation Fund program, which is administered by the MSF, to provide grants to certain venture capital funds and nonprofits. (HB 5651, HB 5652, and HB5653; Effective 4/01/2025).

- I. Public Act 198 of 2024. Public Act 198 amends the Michigan Energy Assistance Act, the enabling act for the Michigan Public Service Commission, to require the Department of Health and Human Services to notify Michigan Energy Assistance Program participants of their eligibility for other services under the program, including energy waste reduction products and services offered by an energy provider or a home weatherization assistance program. (SB 353 and HB 6075; Effective 4/02/2025).
- J. Public Acts 201 and 202 of 2024. Public Act 201 repealed the Michigan Economic and Social Opportunity Act. Public Act 202 establishes the Bureau of Community Action and Economic Opportunity Act to (1) establish the Bureau of Community Action and Economic Opportunity within the Department of Health and Human Services to serve as an advocate for social and economic opportunities for low-income individuals and (2) establish the Commission on Community Action and Economic Opportunity. (HB 5060 and HB 5523; Effective 4/01/2025).
- K. Public Act 216 of 2024. Public Act 216 amends the Income Tax Act to change provisions relating to the flow-through entity tax, including the conditions under which penalties and interest are not assessed and the date on which a taxpayer must elect to pay the tax. (HB 5022; Effective 4/01/2025).
- L. Public Act 1 of 2025. Public Act 1 amends the Improved Workforce Opportunity Act to make changes regarding the minimum wage in Michigan and changes the department responsible for enforcement under the act from the Department of Licensing and Regulatory Affairs to the Department of Labor and Economic Opportunity. (SB 0008; Effective 2/21/2025).
- M. Public Act 2 of 2025. Public Act 2 amends the Earned Sick Time Act (ESTA) to modify the terms under which employers are required to provide paid sick time to employees. All Michigan employers are now required to provide employees with paid sick time. Specifically, the ESTA requires that employers provide Michigan-based hourly employees with 1 hour of paid sick time for every 30 hours worked up to 72 paid hours per year (or for employers with fewer than 10 employees, up to 40 hours of sick time per year would be paid and up to 32 hours would be unpaid). The ESTA provides that salaried employees are generally assumed to work 40 hours per week for the purpose of determining paid sick time. (HB 4002; Effective 2/21/2025).
- N. Public Act 9 of 2025. Public Act 9 amends the Michigan Liquor Control Code to permit arrangements where two or more distillers and two or more mixed spirit manufacturers take turns using the same space and equipment to manufacture spirits and mixed drinks. Public Act 9 also authorizes private label manufacturing arrangements between suppliers

and retailers, subject to certain regulatory requirements. (HB 4403; Effective 4/1/2026).

- O. Public Act 23 of 2025. Public Act 23 creates the "Comprehensive Road Funding Tax Act" to impose a 24% excise tax on certain wholesale sales or transfers of marijuana. Tax revenues are allocated to the Comprehensive Road Funding Fund and Neighborhood Road Fund to support state and local road, bridge, and transit infrastructure improvements. (HB 4951; Effective 10/7/2025).
- P. Public Acts 65 and 66 of 2025. Public Act 65 amends the Michigan Liquor Control Code to (1) allow wholesalers to sell beer, including non-alcoholic beer, to brewers and micro brewers for resale at approved tasting rooms; (2) expand wholesaler sales authority to include border and airport stores and licensed trade associations; (3) allow vendors to provide gifts, sponsorships, and brand signage to colleges and universities holding retail licenses; (4) expand Michigan Craft Beverage Council membership; and (5) establish a tiered fee structure and license suspension for dishonored retailer payments to wholesalers. Public Act 66 amends the Michigan Liquor Control Code to (1) expand the definition of "beer" to include non-alcoholic beverages under 0.5% alcohol by volume; and (2) clarify the definitions of "brand" and "brand extension" to reduce distributor brand rights litigation. (SB 512 and SB 513; Effective 12/23/2025).

II. NEW BILLS AND STATUS OF PENDING BILLS

- A. Senate Bill 92 of 2025. The Bill would amend 1951 PA 51 to establish a program to reimburse businesses for revenue losses due to prolonged road construction, with grants up to \$15,000, funded by a newly created state treasury fund. The Bill was introduced by Senator Sarah Anthony and referred to the Committee on Appropriations on 2/19/2025.
- B. Senate Bill 134 of 2025. The Bill would amend the Michigan Consumer Protection Act to treat the unfair or deceptive provision of goods and services to nonprofit corporations, small businesses, and for the purpose of enhancing an individual's livelihood as a violation of the Act. The Bill prescribes specific fines for violations of the Act that targeted individuals 80 years old or older and vulnerable adults. Additionally, the Bill would allow the Attorney General or prosecuting attorney to serve a written demand to a person suspected of having information related to a violation of the Act before bringing an action in court. Finally, the Bill would create the Consumer Protection and Antitrust Revolving Enforcement and Education Fund and require the costs and proceeds from proceedings under the Act to be deposited into the Fund. The Bill was passed by the Senate and referred to the House Committee on Judiciary on 6/10/2025.
- C. House Bill 4170 of 2025. The Bill would amend the Income Tax Act to reduce the individual income tax rate from 4.25% to 4.05%. The Bill would impact pass through business entities whose income flows through to owners' personal tax returns. The Bill was introduced by Representative Kathy Schmaltz on 3/05/2025. The Bill was passed by the House and referred to the Senate Committee on Finance, Insurance, and Consumer Protection on 3/20/2025.
- D. House Bill 4186 of 2025. The Bill would amend the Michigan Business Tax Act to increase the income tax rate from 4.95% to 30%. Additionally, the Bill would allow

taxpayers to forgo any certificated credits to which they are entitled and switch to the Corporate Income Tax. The Bill was introduced by Representative Steve Carra on 3/06/2025. The Bill was passed by the House and referred to the Senate Committee on Appropriations on 4/15/2025.

- E. House Bill 4287 of 2025. The Bill would amend the Income Tax Act to allow taxpayers that file under the individual income tax, the corporate income tax, or the flow-through entity tax to deduct, beginning for the 2023 tax year, any grant money received from an eligible grant to the extent such money is included in federal taxable income. “Eligible grant” is defined under the Bill as a grant issued by Michigan, a political subdivision of Michigan, the federal government, or any other state for the purposes of providing, improving, or expanding broadband expansion in Michigan under certain programs outlined in the Bill. The Bill was introduced by Representative Karl Bohnak on 3/25/2025. The Bill was passed by the House and referred to the Senate Committee on Finance, Insurance, and Consumer Protection on 5/29/2025.
- F. House Bill 4324 of 2025. The Bill would amend the Income Tax Act to enhance transparency regarding worker classification by mandating the Michigan Department of Treasury to include clear information in the annual income tax instruction booklet about the criteria distinguishing employees from independent contractors. Additionally, the Bill requires the Michigan Department of Treasury to send notices to individuals who receive Form 1099-MISC explaining these classification guidelines. The notices will also provide contact details for the Michigan Department of Labor and Economic Opportunity’s Wage and Hour Division and the Attorney General’s office, enabling individuals to report misclassifications and payroll fraud. The Bill was introduced by Representative Brenda Carter and referred to the Committee on Economic Competitiveness on 4/16/2025.
- G. Senate Bill 209 of 2025. The Bill would amend the Michigan Income Tax Act to allow taxpayers to deduct certain broadband expansion grants from their taxable income. The Bill was introduced by Senator Edward McBroom and referred to the Committee on Regulatory Affairs on 4/16/2025.
- H. House Bill 4387 of 2025. The Bill would amend the Income Tax Act to allow qualified taxpayers to claim an individual income tax credit for qualified expenses incurred during the 2025 tax year to clean up, restore, or rebuild the taxpayer’s property or business located in an emergency area of a qualified declaration. The credit would be equal to the taxpayer’s qualified expenses, up to a maximum of \$5,000, and would be refundable if it exceeded the taxpayer’s liability. The Bill was introduced by Representative John Roth and referred to the Committee on Finance on 4/24/2025.
- I. House Bill 4511 of 2025. The Bill would prohibit state and local governments from banning digital asset ownership or use, and ensure digital assets are taxed no differently than traditional currency. The Bill was introduced by Representative Bryan Posthumus on 5/21/2025 and referred to a third reading on 3/11/2026.
- J. House Bill 4512 and 4513 of 2025. House Bill 4512 would amend the Natural Resources and Environmental Protection Act to establish a framework for a new program that

allows for the use of abandoned oil and gas wells for bitcoin mining. House Bill 4513 would amend the Income Tax Act to provide income tax deductions for participants of the bitcoin program. The Bills were introduced by Representative Mike McFall and re-referred to the Committee on Communications and Technology on 3/19/2026.

- K. Senate Bill 359 of 2025. The Bill would enact the "Personal Privacy Data Act" to establish consumers' rights related to the collection and use of personal data in the course of business. The Bill establishes requirements for collectors and processors of personal data, such as the requirement to obtain consent from a consumer before processing the consumer's personal data and the requirement to provide a privacy notice concerning the purpose of such data processing. The Bill would allow the Attorney General and consumers to initiate civil actions for violations of the Act. The Bill was introduced by Senator Rosemary Bayer and referred to the Committee of the Whole on 6/12/2025.
- L. House Bill 4603 of 2025. The Bill would amend the Income Tax Act to include a corporate income tax surcharge based on the ratio of executive pay to median employee compensation. Companies required to report this pay ratio to the Securities and Exchange Commission would face surcharges ranging from 5% to 50% depending on the size of the disparity. The surcharge would apply to tax years beginning on or after October 1, 2025. The Bill was introduced by Representative Dylan Wegela and referred to the Committee on Economic Competitiveness on 6/10/2025.
- M. House Bill 4663 of 2025. The Bill would amend the Michigan Liquor Control Code to allow liquor licensees to donate a portion of the profits generated from their license to an organization that is exempt from taxation as a nonprofit under section 501(c)(3) of the Internal Revenue Code, as long as the licensee's profits are recorded on its financial records before the donation. The Bill was introduced by Representative Curtis VanderWall, passed by the House, and referred to the Senate Committee on Regulatory Affairs on 10/30/2025.
- N. House Bill 4737 of 2025. The Bill would amend the Income Tax Act to gradually decrease the corporate income tax rate from 6.0% to 4.25% over five years, with the final rate effective October 1, 2030. The Bill was introduced by Representative Steve Carra and referred to the Committee on Finance on 7/15/2025.
- O. House Bill 4745 of 2025. The Bill would amend the Charitable Organizations and Solicitations Act to exempt certain nonprofit corporations from the Act's registration and reporting requirements for charitable organizations. Specifically, the Bill would add nonprofit corporations that are primarily engaged in the collection and distribution of donated food items to the list of exempt entities. The Bill was introduced by Representative Jason Woolford and referred to the Committee on Regulatory Reform on 7/22/2025.
- P. Senate Bill 535 of 2025. The Bill would amend the Michigan Consumer Protection Act to establish specific requirements for consumer contracts with automatic renewal provisions. The Bill would require businesses to provide clear and conspicuous disclosures in 14-point type or larger about automatic renewal terms and cancellation procedures. The Bill prohibits businesses from automatically renewing contracts for

more than two months without prior electronic notice and allows consumers a minimum of 30 days to cancel after receiving such notice. The Bill also provides that businesses must honor cancellation requests and cannot impose additional fees for cancellation. The Bill exempts contracts regulated under the Insurance Code, "service contracts" as defined under Section 125 of the Insurance Code, and contracts cancelable by consumers at any time for pro-rata refunds of any unearned amounts. The Bill was introduced by Senator Sam Singh and referred to the Committee on Finance, Insurance, and Consumer Protection on 9/10/2025.

- Q. House Bill 4963 of 2025. The Bill would amend the Michigan Regulation and Taxation of Marijuana Act, which regulates adult-use marijuana, to require a marijuana establishment that purchases marijuana from another marijuana establishment to pay for the marijuana at the time it is transferred. The Bill was introduced by Representative Joseph Aragona and referred to the Committee on Regulatory Reform on 9/16/2025.
- R. Senate Bill 582 of 2025. The Bill would amend the Tobacco Products Tax Act to modernize the regulation and taxation of tobacco products, including nicotine and vapor products. Beginning January 1, 2026, the Bill imposes a 32% wholesale tax on FDA-authorized vaping liquids, cartridges, and nicotine pouches. The Bill was introduced by Senator Stephanie Chang and referred to the Committee on Appropriations on 9/24/2025.
- S. House Bills 5040, 5041, 5042, and 5043 of 2025. The Bills would create a new licensing and regulatory framework for industrial hemp processing, brokering, marketing, seed supply, and wholesale operations, repeal the Industrial Hemp Research and Development Act, and amend the Medical Marijuana Facilities Licensing Act, Industrial Hemp Growers Act, and Michigan Regulation and Taxation of Marijuana Act to update cross-references and regulations related to industrial hemp. The Bills were introduced by Representative Donovan McKinney and referred to the Committee on Regulatory Reform on 9/24/2025.
- T. House Bill 5083 of 2025. The Bill would amend the Michigan Liquor Control Code to eliminate the current tax rate of 13.5 cents per liter on wines containing 16% or less alcohol by volume. The Bill was introduced by Representative Steve Carra and referred to the Committee on Finance on 9/26/2025.
- U. House Bill 5084 of 2025. The Bill would amend the Michigan Liquor Control Code to eliminate the current tax rate of \$6.30 per barrel of beer manufactured or sold in Michigan. The Bill was introduced by Representative James DeSana and referred to the Committee on Finance on 9/26/2025.
- V. House Bill 5085 of 2025. The Bill would amend the Michigan Regulation and Taxation of Marijuana Act by updating definitions and provisions related to marijuana regulation. Additionally, the Bill introduces a new provision that exempts certain transactions from the excise tax imposed on marijuana sales, specifically stating that beginning January 1, 2026, the 10% tax on sales to individuals other than marijuana establishments or tribal marijuana businesses will no longer apply. The Bill was introduced by Representative Steve Carra and referred to the Committee on Finance on 9/26/2025.

- W. House Bill 5086 of 2025. The Bill proposes to repeal the Tobacco Products Tax Act, originally enacted in 1993 as Public Act 327 and codified at MCL sections 205.421 to 205.436, to eliminate the existing tax framework governing tobacco products in Michigan. The Bill was introduced by Representative Steve Carra and referred to the Committee on Finance on 9/26/2025.
- X. Senate Bill 597 of 2025. The Bill would amend the Michigan Regulation and Taxation of Marihuana Act to prohibit the Cannabis Regulatory Agency, beginning January 1, 2026, from issuing a marijuana retailer license if doing so would result in more than one marijuana retailer for every 5,000 residents in the applicant's municipality. The Bill was introduced by Senator Sam Singh and referred to the Committee on Regulatory Affairs on 10/2/2025.
- Y. Senate Bill 598 of 2025. The Bill would amend the Medical Marihuana Facilities Licensing Act to prohibit the Cannabis Regulatory Agency, beginning January 1, 2026, from issuing a provisioning center license if doing so would result in more than one provisioning center for every 5,000 residents in the applicant's municipality. The Bill was introduced by Senator Jeremy Moss and referred to the Committee on Regulatory Affairs on 10/2/2025.
- Z. Senate Bills 599, 600, 601, and 602 of 2025. The Bills would enact the "Industrial Hemp Processing Act" to require a person to hold a license before processing consumable hemp products from industrial hemp. The Bills would require the Cannabis Regulatory Agency to administer the proposed Act's licensing and regulatory requirements and to promulgate rules. The Bills would also establish licensure fees and qualifications and civil and criminal penalties for violations of the proposed Act. Bills 599 and 602 were introduced by Senator Dayna Polehanki and Bills 600 and 601 were introduced by Senator Sam Singh. The Bills passed the Senate and were referred to the House Committee on Regulatory Reform on 12/17/2025.
- AA. House Bill 5094 of 2025. The Bill would abolish the Industrial Hemp Fund and transfer any unencumbered balance to the Agriculture Licensing and Inspection Fees Fund. The Bill was introduced by Representative Donovan McKinney and referred to the Committee on Regulatory Reform on 10/7/2025.
- BB. House Bill 5095 of 2025. The Bill would repeal 35 different sections of the Industrial Hemp Growers Act, which essentially eliminates Michigan's industrial hemp regulatory framework. The Bill was introduced by Representative Timothy Besonand and referred to the Committee on Regulatory Reform on 10/7/2025.
- CC. Senate Bill 624 of 2025. The Bill would amend the Michigan Liquor Control code to require local legislative approval for a "specially designated merchant license" or a "specially designated distributor license," subject to certain conditions. The Bill was introduced by Senator Sam Singh and referred to the Committee on Regulatory Affairs on 10/23/2025.
- DD. House Bill 5132 of 2025. The Bill would enact the "Use of Convertible Virtual Currency

Protection Act," which would prohibit Michigan state and local governments from restricting individuals' and businesses' use of cryptocurrency and other convertible virtual currencies. The Bill would protect the right to use digital assets for lawful commercial purposes, including purchasing goods and services, conducting transactions through self-hosted wallets, and pledging cryptocurrency as loan collateral. Additionally, the Bill would exempt cryptocurrency transactions under \$200 from state and local taxation and reporting requirements. The Bill was introduced by Representative James DeSana and referred to the Committee on Finance on 10/23/2025.

- EE. House Bills 5292 and 5293 of 2025. House Bill 5292 allows companies with legacy Michigan Business Tax credits from before 2012 to claim those credits in equal installments over 10 years, while House Bill 5293 establishes a new \$50 million annual program providing credits equal to 50% of income tax withheld for new high-wage jobs (paying at least 150% of regional median wage). Companies must maintain at least 95% of their baseline jobs to claim legacy credits under House Bill 5292, and any company that fails this threshold is automatically disqualified from claiming new job creation credits under House Bill 5293. House Bill 5292 was introduced by Representative Mark Tisdell and referred to the Committee on Finance on 11/13/2025. House Bill 5293 was introduced by Representative Mike Hoadley and referred to the Committee on Finance on 11/13/2025.
- FF. House Bill 5294 of 2025. House Bill 5294 would amend the Michigan Trust Fund Act to eliminate the Strategic Outreach and Attraction Reserve Fund. The Fund was established to support economic development initiatives in Michigan and provides financial incentives for businesses to expand or build large scale projects. The Bill was introduced by Representative Matt Maddock and referred to the Committee on Economic Competitiveness on 11/13/2025.
- GG. House Bill 5296 of 2025. House Bill 5296 would amend the Income Tax Act to reflect the repeal of the Strategic Outreach and Attraction Reserve Fund, as proposed in House Bill 5294 of 2025. The Bill was introduced by Representative Josh Schriver and referred to the Committee on Economic Competitiveness on 11/13/2025.
- HH. House Bill 5318 of 2025. House Bill 5318 would amend the General Sales Tax Act to increase certain sales tax exemptions available to nonprofit organizations. Specifically, the Bill would increase the fundraising sales tax exemption cap from \$10,000 to \$75,000 for schools, churches, hospitals, parent cooperative preschools, and qualifying nonprofit organizations, and would require the State Treasurer to annually adjust that cap for inflation. The Bill would also increase the per-item exemption cap for sales of tangible personal property to qualifying nonprofits from \$5,000 to \$60,000, and to \$75,000 for the sale of a vehicle, with those limits also subject to annual inflation adjustment. The Bill was introduced by Representative Steve Frisbie and referred to a second reading on 3/03/2026.
- II. House Bill 5342 of 2025. House Bill 5342 would amend the Michigan Consumer Protection Act to require businesses offering consumer contracts with automatic renewal provisions to clearly disclose renewal terms in at least 14-point type, provide electronic notice to consumers 30 to 60 days before renewal, notify consumers every six months

that they remain subscribed, allow a minimum 30-day cancellation window without penalty, and allow consumers who entered into a contract online to cancel exclusively online. A consumer contract that violates these requirements would be voidable by the consumer. The Bill was introduced by Representative Alabas Farhat and referred to the Committee on Regulatory Reform on 12/10/2025.

- JJ. House Bills 5441, 5442, 5443, and 5444 of 2025. The Bills would amend Michigan's Medical Marihuana Facilities Licensing Act and the Michigan Regulation and Taxation of Marihuana Act to place significant restrictions on new cannabis licensing. Beginning January 1, 2026, the Cannabis Regulatory Agency would be prohibited from issuing new state operating licenses for most types of medical marihuana facilities, with limited exceptions for provisioning centers and class A growers. New provisioning center licenses would be subject to a cap of one per 5,000 residents per municipality. New adult-use retail marihuana licenses would similarly be restricted unless certain conditions are met. License renewals and transfers would remain permitted. The Bills were introduced by Representative Joey Andrews and referred to the Committee on Regulatory Reform on 12/31/2025.
- KK. House Bill 5484 of 2025. House Bill 5484 would amend the Michigan Income Tax Act to update the allocation and apportionment of taxable income for individuals, estates, and trusts. The Bill would require taxpayers with income solely from Michigan activities to allocate all taxable income to the state, and those with both in-state and out-of-state income to apportion net income accordingly. Effective January 1, 2026, all business income except transportation services would be apportioned based on a sales factor, with new sourcing rules for tangible personal property, services, credit card receivables, and loan servicing fees based on customer location, ultimate destination, and commercial domicile. The Bill was introduced by Representative Mark Tisdell and referred to the Committee on Finance on 1/27/2026.
- LL. Senate Bill 0789 of 2026. Senate Bill 0789 would amend the Business Corporation Act to modernize corporate governance procedures, including the following: (1) formally defining and establishing a framework for "benefit corporations," requiring them to consider public benefits in their operations and prepare annual benefit reports; (2) expanding electronic communications and filing procedures; (3) requiring shareholder lists to be organized alphabetically and made available for examination prior to meetings; (4) revising voting processes and procedures for removal of officers; and (5) clarifying indemnification procedures for directors and officers. The Bill was introduced by Senator Sean McCann and referred to the Committee on Finance, Insurance, and Consumer Protection on 2/18/2026.
- MM. Senate Bill 811 of 2026. Senate Bill 811 would amend the Michigan law on notarial acts to permanently authorize notaries public to perform notarial acts electronically using two-way real-time audiovisual technology, with requirements for identity verification before and during the video conference, tamper-evident signatures, and audio-visual recording of the notarial act. The Bill removes the prior 7/01/2021 expiration date and encourages governmental agencies to accept electronic records and signatures in lieu of in-person notarization. The Bill was introduced by Senator Sylvia Santana and referred to the Committee on Regulatory Affairs on 2/26/2026.

- NN. House Bills 5594 and 5596 of 2026. House Bill 5594 would create the Data Center Regulation Act to impose a moratorium on new data center development in Michigan through 4/1/2027. House Bill 5594 prohibits local units of government from issuing any site plans, permits, variances, or other authorizations for data centers, and would prohibit the Department of Environment, Great Lakes, and Energy from issuing any licenses or permits for data centers during that period. House Bill 5596 would amend the Michigan Zoning Enabling Act to add the Data Center Regulation Act to the list of acts with which zoning ordinances must comply, effectively incorporating the data center development moratorium into the zoning framework. The Bills were introduced by Representative Jennifer Wortz and Representative Joseph Fox, respectively, and referred to the Committee on Government Operations on 3/03/2026.
- OO. House Bill 5688 of 2026. The Bill would amend the General Sales Tax Act to clarify sales tax remittance obligations for delivery network companies facilitating local retail deliveries. For qualified delivery network sales, a delivery network company may deduct or exclude from its sales tax liability the amount of tax it paid to the marketplace seller in connection with the delivery, provided the marketplace seller charged the delivery network company for that tax and the deduction does not exceed the amount charged. The Department of Treasury may audit both the marketplace seller and the delivery network company for such sales. The Bill was introduced by Representative Mike Hoadley on 3/10/2026 and passed by the House on 4/14/2026.
- PP. House Bill 5756 of 2026. The Bill would amend the Michigan Regulation and Taxation of Marihuana Act to impose new compliance requirements on marijuana establishments, including the following: (1) a requirement that purchases of marijuana between unaffiliated establishments be paid in full by electronic funds transfer within one business day of delivery, with prohibitions on credit, promissory notes, or other deferred payment arrangements; (2) a framework governing returns of marijuana between establishments; (3) enhanced tax compliance requirements, with mandatory license suspension for establishments failing to pay outstanding taxes within 30 days and revocation after 90 days; (4) a requirement that marijuana establishments submit annual financial statements to the Cannabis Regulatory Agency, with civil fines of not less than \$30,000 and license suspension or revocation for noncompliance; and (5) civil penalties for persons holding themselves out as operating a marijuana establishment without a valid state license. The Bill was introduced by Representative Joseph Aragona and referred to the Committee on Regulatory Reform on 3/18/2026.
- QQ. House Bill 5777 of 2026. The Bill would create the Large-Scale Data Center Life Cycle Financial Responsibility Act, which would require owners and operators of large-scale data centers (defined under the Act) to register with the Department of Environment, Great Lakes, and Energy, post financial security sufficient to cover decommissioning and site restoration costs, obtain departmental approval before any change of ownership or control, and comply with prevailing wage requirements for construction contracts where economic development incentives were received. The Bill was introduced by Representative Reggie Miller and referred to the Committee on Government Operations on 4/14/2026.

- RR. House Bills 5928, 5929, and 5930 of 2026. The Bills would create the Homes Are for People Act, which would prohibit hedge funds from acquiring, purchasing, or owning single-family residential properties of one to four dwelling units in Michigan. Hedge funds that own qualifying residential property on the effective date of the Act may continue to hold such property but may not acquire additional properties. Ownership interests acquired in violation of the Act would be subject to forfeiture. The Bills were introduced by Representative Dylan Wegela, Representative Alabas Farhat, and Representative Jason Morgan, and referred to the Committee on Regulatory Reform on 4/30/2026.
- SS. House Bill 5939 of 2026. The Bill would amend the Michigan Business Corporation Act to make the following substantive changes: (1) establishing a "benefit corporation" framework under a new Chapter 9A, requiring benefit corporations to pursue identified public benefits, consider stakeholder interests alongside shareholder interests, prepare and file annual benefit reports, and use the designation "benefit corporation," "benefit company," or "B.C." in their corporate name; (2) adding a procedure for ratification and validation of defective corporate actions, including overissue of shares, through board and shareholder action and filing of a certificate of validation; (3) adding a corporate opportunity doctrine provision clarifying when directors and officers may pursue business opportunities without liability to the corporation; (4) clarifying officer removal and resignation procedures; and (5) modernizing shareholder list, notice, and electronic communication requirements. The Bill was introduced by Representative Douglas Wozniak and referred to the Committee on Economic Competitiveness on 4/30/2026.
- TT. Senate Bill 1009 of 2026. Senate Bill 1009 would amend the Michigan Strategic Fund Act to enhance reporting obligations and establish a new small business grant program under Chapter 8F. The small business grant program is aimed at facilitating the creation, growth, and retention of small businesses in Michigan. The program will award grants to eligible applicants, which include community development financial institutions, nonprofit organizations, and local economic development corporations. The Bill was introduced by Senator Sarah Anthony and referred to the Committee on Appropriations on 5/21/2026.
- UU. Senate Bill 1010 of 2026. Senate Bill 1010 would amend the Michigan Strategic Fund Act to create a new Office of Small Business Growth within the Michigan Strategic Fund. The Office would provide small business support by coordinating programs across state agencies, maintaining a website for business resources, and providing technical assistance. The Bill was introduced by Senator Sarah Anthony and referred to the Committee on Appropriations on 5/21/2026.

Respectfully submitted as of May 24, 2026:

Eric I. Lark/Danielle M. Love
Kerr, Russell and Weber, PLC

NOMINATING DIRECTOR REPORT
Prepared for the June 2, 2026, Council Meeting

1. Next Scheduled Meeting of the Directorship.

There are currently no meetings scheduled. A conference call will be scheduled with the full Nominating Committee to discuss and decide upon nominations for the 2026 Annual Meeting during this summer.

2. Council Approval.

There are presently no new council nominations and there are no requests for Council approval.

3. Membership.

The Nominating Committee consists of the Nominating Director and the Executive Committee of the Council (Bylaws Article III, Section 4). The Executive Committee consists of the Council Officers (Bylaws Article VI, Section 3). Meetings of the Nominating Committee are scheduled on an as needed basis by the Nominating Director.

4. Accomplishments Toward Directorship Objectives.

Fourteen of fifteen positions on the Council are filled. All officer positions are filled. As reported at the March meeting, a member of the Council resigned in December 2025 in connection with her retirement from the practice of law. The Bylaws provide that council positions may be filled between Annual Meetings if the number of council members drops to twelve or less (see Bylaws, Article II, Section 3). With there being fourteen voting Council members in office, the Council has sufficient members in accordance with the Bylaws. Therefore, no action will be taken to fill the vacated position until nominations are presented for the Annual Meeting this fall.

All Officers, Committee Chairs, and others who have suggestions as to who should be considered to represent the Section on the Council, please send your recommendations to the Nominating Director before **SUNDAY, JUNE 17, 2026**.

The Nominating Director's function is to coordinate, with the Nominating Committee, the nomination of people for the Business Law Section Council and the Section Officer positions as terms expire and vacancies occur.

Past Chairpersons of the Section automatically remain as ex-officio members of the Council so long as they maintain membership in the Section. Past Chairpersons are not to be included in determining whether a quorum is present at any Council meeting, and they have no right to vote on matters brought before the Council. See Bylaws Article III, Section 1.

The current Council consists of:

<u>Terms Expiring in 2026</u>	<u>Term</u>	<u>Geography (Firm)</u>
Laura Johnson	2	Metro Detroit (Butzel)
Shanna Kaminski	2	Metro Detroit (Kaminski Law, PLLC)
Loukas Kaliantasis	1	Metro Detroit (Clark Hill)
VACANT due to resignation		
Bruce Courtade	1	Grand Rapids (Rhoades McKee)

<u>Terms Expiring in 2027</u>	<u>Term</u>	<u>Geography (Firm)</u>
Carrie Leahy	3	Metro Detroit (Bodman)
Mike Molitor	3	Lansing (Cooley Law School)
Hon. Victoria Valentine	1	Metro Detroit (Oakland County Circuit Court)
Ryan Opel	2	Lansing (Honigman)
Patrick Ellis	1	Traverse City (Kuhn Rogers)
<u>Terms Expiring in 2028</u>	<u>Term</u>	<u>Geography (Firm)</u>
Alexis Lupo	1	Lansing (Corporations Division State of Michigan)
Jovan Dragovic	1	Metro Detroit (Dykema)
Hon. Lita Popke	1	Metro Detroit (JAMS)
Rebecca Papi	1	Metro Detroit (Dickinson Wright)
Patrick Haddad	3	Metro Detroit (Kerr Russell)

The current Council Officers are:

<u>Officer</u>	<u>Office</u>	<u>Geography (Firm)</u>
Mike Molitor	Chair	Grand Rapids (Cooley Law School)
Carrie Leahy	Vice Chair	Metro Detroit (Bodman)
Patrick Haddad	Treasurer	Metro Detroit (Kerr Russell)
Laura Johnson	Secretary	Metro Detroit (Butzel)

5. Meetings and Programs.

As a directorship, there are no meetings or programs. This directorship will solicit suggestions for Council members from committee chairs and existing Council members. A conference call will be scheduled with the officers (who constitute the balance of the Nominating Committee) to discuss and decide upon nominations for the upcoming Annual Meeting.

6. Publications.

No publications are planned.

7. Methods of Monitoring Legislative/Judicial/Administrative Developments and Recommended Action.

This directorship does not monitor or recommend actions regarding legislative, judicial or administrative development.

8. Miscellaneous.

None.

Report submitted by:
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May 10, 2026

ICLE LIAISON REPORT

PREPARED FOR THE JUNE 2, 2026 COUNCIL MEETING

Updates

In February 2026, the Section cosponsored the ICLE Business Law Update 2026, which covers new Michigan case law and trends on requirements contracts and liquidated damages clauses, as well as AI use in the field, and non-competes.

At this time, there is no additional new activity planned with ICLE. However, the undersigned is in contact with Tala Dahbour, Staff Attorney at ICLE who is our principal contact, and, if anyone in the BLS is interested in presenting any content through ICLE seminars, chapters, and other publications, they are always interested and it could readily be communicated through the undersigned as liaison.

Respectfully submitted,

/s/ Mark C. Rossman

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ICLE Liaison

Report Date: May 28, 2026