

**NONPROFIT CORPORATIONS COMMITTEE
JENNIFER MILLER OERTEL AND CELESTE ARDUINO, CO-CHAIRS**

REPORT PREPARED FOR THE DECEMBER 4, 2025, COUNCIL MEETING

1. Next Scheduled Meeting of the Committee/Directorship.

Next scheduled meeting of the Committee/Directorship:
February 4, noon, via Zoom.

2. Council Approval.

None at this time.

3. Membership.

The Co-Chairs periodically send via email items of interest, conference and other educational opportunities, and new developments in the law to the Committee. Members are also encouraged to raise issues and communicate with the committee between meetings.

New members are always welcome and encouraged to join the Committee.

4. Accomplishments Toward Committee/Directorship Objectives.

The Committee continues to work toward educating its members on items of interest in the nonprofit and exempt organizations sector. As items of interest develop, the Co-Chairs update the Committee via email and during Committee meetings. All members are encouraged to bring items of interest to the Committee and suggest topics to cover during Committee meetings.

The Committee invites Assistant AG and Head of Charitable Trusts Brien Heckman to our meetings, and his attendance has been helpful in promoting understanding among practitioners and his office. The Committee is very appreciative of his time.

A Southfield law firm was sued by a national organization due to race- and gender-based scholarships that it offers. Certain Committee members have reached out to that firm to give them a redux on the state of the law and are connecting them with local and national resources. This case has the potential to create binding precedent in the 6th Circuit and potentially nationally regarding DEI in grantmaking.

5. Meetings and Programs.

The Committee typically meets quarterly, via Zoom. At each meeting, the Committee members discuss and share information on developments in the law and other practice-related matters. We aim for one in-person meeting per year, at different points around the state, but attendance has been low for in-person meetings.

6. Publications.

Committee Co-chairs conducted several speaking engagements and produced publications that are available to the field.

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

The Committee's Co-Chairs both maintain legislative alerts and follow other relevant sources to stay on top of practice developments. As appropriate, these developments are shared with the Committee.

Certain Committee members are working through the Nonprofit Corporations Committee of the Probate Bar on amendments to the Nonprofit Corporations Act and other statutes governing nonprofit corporations. Those proposed amendments will then be reviewed by our Committee.

8. Miscellaneous.

N/A.

Respectfully submitted,

Jennifer Miller Oertel and Celeste Arduino, Co-chairs