

**CORPORATE LAWS COMMITTEE  
ANNUAL REPORT PREPARED FOR THE  
DECEMBER 4, 2010 ANNUAL MEETING**

Please describe your committee's activities during the 2009-2010 year toward achievement of the goals outlined in the Section's Strategic Plan. Each question below corresponds to a specific Section of the Plan, a copy of which is attached and to which reference may be made for further guidance in providing responses. If the question is not applicable to your particular committee or directorship, please note as such.

1. Sponsorship of programs for Continuing Legal Education via a means accessible to Section Members, including holding at least one program yearly (Article I, 3).

**The Corporate Laws Committee did not sponsor a specific CLE program in the 2009-2010 year. However, members of the Corporations Law Committee participate in programs sponsored by the Business Law Section.**

2. Addressing substantive legal issues for committee members, including holding regular committee meetings (at least once a year) and reporting on the meetings to the Council (Article I, 4).

**The Committee met on several occasions to discuss potential amendments to the Michigan Business Corporation Act, and reported on those amendments to the Council in connection with the Council's quarterly meetings.**

3. Promoting involvement in the committee and making the committee more responsive to members including the designation of a contact person (Article I, 5).

**The Committee welcomes individuals interested in participating and added new members during the year.**

4. (A) monitoring and raising awareness of laws or developments in laws that affect Michigan businesses and, when appropriate, making recommendations for updates and improvements;

**The Committee is working on additional amendments to the Business Corporation Act and has monitored other bills (such as the bill proposing "triple benefit corporations") introduced in the legislature.**

(B) providing assistance to appropriate state government personnel with respect to business-related legislation and rule making;

**The Committee works closely with the Corporations Division and the Department of Energy, Labor and Economic Growth, including with Ann Baker, who is a committee member.**

(C) as appropriate, providing amicus curiae briefs related to business-related issues being addressed by the courts, and

**The Committee has participated in two amicus brief in the past several years on matters relevant to Michigan corporate law matters. Neither of these occurred in the past year, but the Committee remains ready to provide such service when appropriate.**

(D) educating Michigan businesses, their owners and employees about changes to Michigan's laws in order to maintain Michigan's ability to attract and retain new business enterprises and enable existing businesses to remain competitive. (Article II, 1).

5. Please comment on your plan regarding succession (Article III, 5).

**We have no specific succession plan but have a good sized committee with notable corporate law practitioners and should have no difficulty providing for leadership succession.**

6. Please list your Committee's goals and objectives for the next 12 to 24 months and whether you will require additional support from the Section to achieve these goals (Article III, 5).

**The Committee's primary goals are to complete a proposed amendment bill for the next round of amendments to the Business Corporation Act, to continue to monitor developments in the development of corporate law nationally and to propose additional amendments to Michigan law as appropriate.**

Any questions regarding this report may be directed to me.

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