

**STATE BAR OF MICHIGAN  
BUSINESS LAW SECTION  
COUNCIL MINUTES**

**September 11, 2014**

This meeting of the Council of the Business Law Section of the State Bar of Michigan was held at the Sheraton Detroit Novi in Novi, Michigan on September 11, 2014, pursuant to notice duly given.

1. Call to Order and Determination of Quorum. Section Chairperson, James Carey, called the meeting to order at approximately 5:24 p.m. and determined that a quorum was present.

2. Approval of Minutes of June 7, 2014 Council Meeting. Mr. Carey called for a motion to approve the Minutes of the meeting of the Council from June 7, 2014. Pursuant to motion duly made and seconded, the Minutes were unanimously approved.

3. Nomination of Officers and Election of Officers. The following persons were presented for nomination by Nominating Director, Dee Dee Fuller: James Carey as Chairperson; Douglas Toering as Vice Chairperson; Judy Calton as Treasurer; and Mark Peters as Secretary. Pursuant to motion duly made and seconded, the nominations of the Officers, as stated above, were unanimously approved.

4. Incoming Chairperson's Report. Mr. Carey thanked those who have served with the Section and expressed his appreciation for the opportunity to serve. Mr. Carey reported that plans for the upcoming year include continuing on with efforts at better communication both inside and outside of Council, and to move forward and continue on with the goals outlined in the Strategic Plan.

Access to Justice. Mr. Carey indicated that the Section has supported Michigan Community Resources through Access to Justice annually with a contribution in the amount of \$5,000. Mr. Carey indicated that the Section intends to continue to provide this support annually. Further, each year the Section presents the outgoing Chair with a gift as a token of appreciation. Mr. Van Winkle has asked that a donation be made to Access to Justice in lieu of receiving a gift. Mr. Carey called for a motion to make the annual \$5,000 contribution and a donation in the amount of \$400 in the name of Jeffrey Van Winkle to Michigan Community Resources through Access to Justice (totaling \$5,400). Pursuant to motion duly made and seconded, the motion was unanimously approved.

5. Council Approval of Committee Chair and Directorship Appointments. The proposed Chairs of the Section's Committees and the Directors of the Section are:

- (i) Commercial Litigation Committee. Douglas Toering.
- (ii) Corporate Laws Committee. Justin Klimko.

(iii) Debtor/Creditor Rights Committee. Judy Calton and Judith Greenstone Miller.

(iv) Financial Institutions Committee. Amy Durant and DJ Culkar.

(v) In-House Counsel Committee. Bharat Gandhi.

(vi) Law Schools. Mark Kellogg.

(vii) Nonprofit Corporations Committee. Jane Forbes and Jennifer Oertel.

(viii) Regulation of Securities Committee. Patrick Haddad.

(ix) Uniform Commercial Code Committee. Darrell Pierce.

(x) Unincorporated Enterprises Committee. Daniel Minkus.

(xi) Communication and Development Directorship. Kevin Block, Jennifer Consiglio, Julia Dale, Mark High, Edwin Lukas, Justin Peruski, and Gail Straith.

(xii) Legislative Review Directorship. Eric Lark.

(xiii) Nominating Directorship. Dee Dee Fuller.

(xiv) Programs Directorship. Dee Dee Fuller, Eric Lark, Christopher Maeso, Daniel Minkus, and Mark Peters.

a. Small Business Forum. Douglas Toering.

b. ICLE Liaison. Marguerite Donahue.

(xv) Publications Directorship. Richard McDonald.

A motion was made and seconded to approve the Committee Chairs and Directors as presented. The motion was unanimously approved.

## 6. Committee/Directorship Reports.

### A. Standing Committees.

(i) Commercial Litigation Committee. A written report of the Commercial Litigation Committee is attached to these Minutes.

(ii) Corporate Laws Committee. A written report of the Corporate Laws Committee is attached to these Minutes.

(iii) Debtor/Creditor Rights Committee. A written report of the Debtor/Creditor Rights Committee is attached to these Minutes.

(iv) Financial Institutions Committee. A written report of the Financial Institutions Committee is attached to these Minutes.

(v) In-House Counsel Committee. A written report of the In-House Counsel Committee is attached to these Minutes.

(vi) Law Schools. A written report of the Law Schools Committee is attached to these Minutes.

(vii) Nonprofit Corporations Committee. A written report of the Nonprofit Corporations Committee is attached to these Minutes.

(viii) Regulation of Securities Committee. A written report of the Regulation of Securities Committee is attached to these Minutes.

(ix) Uniform Commercial Code Committee. A written report of the Uniform Commercial Code Committee is attached to these Minutes.

(x) Unincorporated Enterprises Committee. A written report of the Unincorporated Enterprises Committee is attached to these Minutes.

B. Directorship Reports.

(i) Communication and Development Directorship. A written report of the Communication and Development Directorship is attached to these Minutes.

(ii) Legislative Review Directorship. A written report of the Legislative Review Director is attached to these Minutes.

(iii) Nominating Directorship. A written report of the Nominating Director is attached to these Minutes.

(iv) Programs Directorship. A written report of the Programs Director is attached to these Minutes.

a. Small Business Forum. A written report of the Small Business Forum is attached to these Minutes.

b. ICLE Liaison. A written report of the ICLE Liaison is attached to these Minutes. Ms. Donahue reported that ICLE requests Section sponsorship for the on-demand webcast seminar *Crowdfunding* which will be recorded on December 9. There is no cost to the Section for this sponsorship. Pursuant to motion duly made and seconded, sponsorship of the seminar described above was unanimously approved.

(iv) Publications Directorship. A written report of the Publications Director is attached to these Minutes.

7. Other Business and Announcements. None.

8. Announcement of December 6, 2014 Council Meeting. The next meeting of the Business Law Section Council will take place on Saturday, December 6, 2014 at 10:00 a.m. at Clark Hill in Birmingham.

9. Meeting Adjournment. There being no further business to come before the Council of the Business Law Section, upon motion duly made, seconded, and unanimously approved, the meeting was adjourned at approximately 5:39 p.m.

Respectfully submitted,

By: \_\_\_\_\_

Mark Peters  
Secretary