

UNIFORM COMMERCIAL CODE COMMITTEE

REPORT PREPARED FOR THE JUNE 8, 2013 COUNCIL MEETING

1. Next Scheduled Meeting of the Committee

No meeting has been scheduled yet.

2. Council Approval.

No matters currently require Council approval.

3. Membership.

Whenever a new person joins the Committee, I send to him or her an email message describing the Committee's activities and encouraging that person to become actively involved. I regularly send written memos to all committee members notifying them of important recent developments in the relevant case law from Michigan and elsewhere and of other important matters involving the UCC.

4. Accomplishments Toward Committee Objectives.

The primary objective of the UCC Committee is to educate Michigan lawyers concerning the provision and operation of the Uniform Commercial Code as enacted in this state by numerous means including (i) the presentation of seminars; (ii) the publication of articles in the Michigan Business Law Journal and elsewhere; and (iii) the dissemination of articles, and other information about current UCC developments. In connection with the foregoing, there is also the objective of engaging as many Committee members in this process. I believe that the activities that I undertake as Chair of this Committee, advance these objectives.

5. Meetings and Programs.

On May 2, 2013, the UCC Committee and the Small Business Forum sponsored a seminar on the 2012 Amendments to Articles 1, 7 and 9 of Michigan's UCC. Professor John Pottow of The University of Michigan Law School, Darrell Pierce of Dykema Gossett and Pat Mears were the presenters at this program.

6. Publications.

Please see the attached communications to all Committee members.

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

I review daily for recent UCC case law the recent Michigan appellate court decisions that are reported online daily by the Michigan State Bar Association. I also review other reporting services for federal court decisions construing UCC provisions. Finally, I am a member of the UCC Committee of the American Bar Association's Business Law Section and receive the UCC Newsletter and other relevant literature published by this ABA Section for items of interest to Committee members.

8. Miscellaneous.

Nothing to report.

BARNES & THORNBURG LLP

MEMORANDUM

TO: All Members of the UCC Committee
FROM: Patrick E. Mears
DATE: April 1, 2013
RE: ABA Commercial Law Newsletter

To All Committee Members:

Attached for your perusal is the most recent issue of the *Commercial Law Newsletter*, which is jointly published by the Commercial Finance and UCC Committees of the ABA. I direct your attention to the articles on the 2010 Amendments to Article 9 of the UCC and requirements contracts under Article 2 of the UCC.

In addition, please note on your calendars the upcoming seminar on the Michigan amendments to Articles 1, 7 and 9 of the UCC which will become effective on July 1st of this year. This seminar will take place on May 2, 2013 at Columbia Center in Troy, Michigan and will feature Professor John Pottow of the University of Michigan Law School, Darrell Pierce of Dykema Gossett and yours truly as speakers. Also attached to this memo is the seminar flyer.

Patrick E. Mears

BARNES & THORNBURG LLP

MEMORANDUM

TO: All Members of the UCC Committee
FROM: Patrick E. Mears
DATE: April 10, 2013
RE: Two New Michigan Appellate Decisions and Reminder of UCC Seminar on May 2nd

To All Committee Members:

Attached are two recent decisions of the Michigan Court of Appeals addressing issues arising under Michigan's UCC:

- a. *Loomis v. Stayton*, Case No. 305819, decided on March 21, 2013, applying MCL § 440.3311 to a check tendered in satisfaction of a disputed debt.
- b. *Smith v. Firstbank Corporation*, Case No. 309547, decided on March 9, 2013, involving a private Article 9 sale of pledged stock and whether that stock's disposition was "commercially reasonable" under MCL §§ 440.9610 and 440.9627.

Also, this is a reminder of the seminar on Michigan's 2012 amendments to Articles 1, 7 and 9, which will be held in Troy on May 2nd.

Patrick E. Mears

BARNES & THORNBURG LLP

MEMORANDUM

TO: All Members of the UCC Committee
FROM: Patrick E. Mears
DATE: May 24, 2013
RE: Recent Decisions

To All Committee Members:

Attached for your review is the recent unpublished decision of the Michigan Court of Appeals in *Monroe Bank & Trust v. Chie Contractors, Inc.* (Case No. 310226), resolving a priority dispute between holders of competing security interests in equipment.

Also attached to this memorandum is a copy of *Compass Automotive Group, LLC v. Denso Manufacturing Tennessee, Inc.*, 2013 WL 655112 (E.D. Mich. 2013) involving a “battle of the forms” under MCL 440.2207.

Patrick E. Mears