2017 Section Annual Meeting

Meeting of Officers, Council and Committee Chairs

Sheraton Grand Chicago and Towers
September 14, 2017
• Call to order
• Introductions
• Announcements
Remarks from
ABA President-Elect

Robert Carlson
Report of the ABA Board of Governors

Kevin Shepherd
Approval of Minutes

- April 8 Council Meeting
- July 25 Telephonic Council Meeting
- August 6 Business Meeting
Approval of Revised Budget of Operations 2017-2018
Approval of Marketing Board

The mission of the Marketing Board is to assist Section leadership and committees in implementing strategies to promote the Business Law Section’s offerings and value proposition...
Approval of Marketing Board

The Marketing Board will consist of 11 members. Board appointments made by Section Chair and will serve 2 years. Representatives from the following committees will be appointed:
Action Items

- Business Law Fellows
- Content
- Diversity and Inclusion
- Editorial Board—Business Law Today
- Editorial Board—The Business Lawyer
- Membership
- Pro Bono
- Programs
- Publications
- Young Lawyers/Law Students
Section Annual Meeting Highlights

• 1,489 pre-registered attendees
• 260 Section dinner attendees
• $233,500 in sponsorship revenue was raised—$153,750 raised by Host Committee and an additional $79,750 raised for Committee sponsored events!
• 91 CLE programs
• 100% panel diversity
• 509 speakers
• 62 committee meetings
• 164 substantive subcommittee meetings
Scorecard Highlights

- 1.45 million website views
- $540K in sponsorship dollars at in-person meetings
- 16,766 registrants for Business Law Basics and In The Know
- 5,370 total in-person meeting attendees
Chair-Elect Report

Chris Rockers
2017-2018 Council Committee Assignments

Council Committee on Committees
- Anne Gwal
- Neal Kling, Vice-Chair
- Lisa Lifshitz
- Peter Snell
- Elizabeth Stong, Chair
- John Stout
- Sharon Weiss
2017-2018 Council Committee Assignments

Council Committee on Content Strategy
- Cathy Dixon
- Michael Fleming
- Holly Gregory
- Bill Kroener
- Jonathan Lipson
- Scott Ludwig
- Jon Rubens
2017-2018 Council Committee Assignments

Council Committee Membership, Diversity and Inclusion

- Cara Bradley
- Brian Castro
- Sylvia Chin
- Tim Hoxie
- Mac McCoy
- Nikki Munro, Chair
# Committee Chair Appointments

<table>
<thead>
<tr>
<th>Category</th>
<th>Chair</th>
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<tbody>
<tr>
<td>ABA Relations</td>
<td>Kathleen Hopkins</td>
</tr>
<tr>
<td>Business Law Advisors</td>
<td>Don Parsons</td>
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<tr>
<td>Business Law Fellows</td>
<td>Caroline Pham</td>
</tr>
<tr>
<td>Delaware Business Law Forum</td>
<td>Frank Placenti</td>
</tr>
<tr>
<td>Judges Initiative</td>
<td>Richard Renck</td>
</tr>
<tr>
<td>Leadership Development</td>
<td>Jim Schulwolf</td>
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<tr>
<td>Membership</td>
<td>Eddie Fitzgerald and Grace Powers</td>
</tr>
<tr>
<td>Technology</td>
<td>Lois Mermelstein</td>
</tr>
<tr>
<td>Banking Law</td>
<td>Jonice Tucker</td>
</tr>
<tr>
<td>Bankruptcy Court Structure and</td>
<td>Kay Kress</td>
</tr>
<tr>
<td>Insolvency Process</td>
<td></td>
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<tr>
<td>Business Bankruptcy</td>
<td>Susan Freeman</td>
</tr>
<tr>
<td>Captive Insurance</td>
<td>Bruce Wright</td>
</tr>
<tr>
<td>Career and Practice Development</td>
<td>Lynn Howell</td>
</tr>
</tbody>
</table>
### Committee Chair Appointments

<table>
<thead>
<tr>
<th>Committee Area</th>
<th>Chair</th>
</tr>
</thead>
<tbody>
<tr>
<td>Community Economic Development</td>
<td>Dorcas Gilmore</td>
</tr>
<tr>
<td>Consumer Bankruptcy</td>
<td>Steven Fender</td>
</tr>
<tr>
<td>Corporate Compliance</td>
<td>Margaret M. Cassidy</td>
</tr>
<tr>
<td>Corporate Counsel</td>
<td>Phillip J. Long</td>
</tr>
<tr>
<td>Corporate Documents and Process</td>
<td>Christopher Gyves</td>
</tr>
<tr>
<td>Corporate Governance</td>
<td>Bruce Dravis</td>
</tr>
<tr>
<td>Cyberspace Law</td>
<td>Cheryl Balough</td>
</tr>
<tr>
<td>Derivatives and Futures Law</td>
<td>Rita Molesworth</td>
</tr>
<tr>
<td>Environmental</td>
<td>Mary Ellen Temes</td>
</tr>
<tr>
<td>Gaming Law</td>
<td>Karl Rutledge</td>
</tr>
<tr>
<td>Law and Accounting</td>
<td>Jeffrey Rubin</td>
</tr>
<tr>
<td>Middle Market and Small Business</td>
<td>Erik Kantz</td>
</tr>
<tr>
<td>Nonprofit Organizations</td>
<td>William Klimon</td>
</tr>
</tbody>
</table>
## Committee Chair Appointments

<table>
<thead>
<tr>
<th>Professional Responsibility</th>
<th>Robert Keatinge</th>
</tr>
</thead>
<tbody>
<tr>
<td>Project Finance</td>
<td>Donald S. McCauley and Sarah Biser</td>
</tr>
<tr>
<td>Securitization and Structured Finance</td>
<td>Doug Rutherford</td>
</tr>
<tr>
<td>State Regulation of Securities</td>
<td>Richard Alvarez</td>
</tr>
<tr>
<td>White-Collar Crime</td>
<td>Daniel Horwitz</td>
</tr>
</tbody>
</table>
2018 Advance V and Midwinter Leadership Meeting
January 11-14, 2018
JW Marriott Los Cabos Beach
Los Cabos, Mexico

2018 Spring Meeting
April 12-14, 2018
Rosen Shingle Creek
Orlando, FL

2018 Annual Meeting
September 13-15, 2018
Fairmont Austin & The Austin Convention Center
Austin, Texas
Vice-Chair Report

Vicki Tucker
Report on The Business Lawyer, Volume 72

Summer 2017 Issue

• Distributed in late July
• Includes 6 articles, a report on the Delaware Business Law Forum and the annual survey by the Federal Regulation of Securities Committee
• Approximately 300 pages
Report on The Business Lawyer, Volume 72

Fall 2017 Issue

• Will be sent to printer in next two weeks; mailed in late October
• Includes 6 articles, a report from the Securities Law Opinions Subcommittee of the Federal Regulation of Securities Committee, and the annual UCC survey by the Uniform Commercial Code Committee
• Approximately 300 pages
Report on The Business Lawyer, Volume 72

- Researched a new production template for the online versions
- Planning to use it for the upcoming Winter Issue (Volume 73)
- Will continue to evaluate on-line options based on how the new Business Law Today performs and is received
- A new format will be used for e-mails announcing the publication of the latest TBL. The new format will be used for the Fall issue.
Thank You!— Greg Duhl (Associate Editor-in-Chief), Diane Babal (Production Manager), our Section members who wrote articles or participated in reports and surveys and the members of The Business Lawyer Editorial Board for Volume 72:

- James L. Baillie
- C. Stephen Bigler
- Patrick T. Clendenen
- Doneene K. Damon
- Alicia L. Downey
- Catherine T. Dixon
- Lawrence A. Hamermesh
Report on The Business Lawyer

- William F. Kroener, III
- Jonathan C. Lipson
- Elizabeth S. Miller
- John F. Olson
- Richard W. Pound
- Nancy B. Rapaport
- Christopher J. Rockers
- Jeffrey W. Rubin
- Stephen L. Sepinuck
- E. Norman Veasey
- Steven O. Weise
Midwinter Leadership Meeting
January 17-20, 2019
The Ritz-Carlton San Juan San Juan, PR

Spring Meeting
March 28-30, 2019
The Vancouver Convention Centre
Hotels: Pan Pacific, Fairmont Waterfront and Vancouver Marriott
Vancouver, BC

Section Annual Meeting
September 12-14, 2019
Marriott Marquis Washington, DC
Secretary Report

Pat Clendenen
Spring Meeting
March 26-28, 2020
Boston Copley Marriott & Westin Copley Place
Boston, MA

Section Annual Meeting
September 10-12, 2020
Sheraton Hotel & Towers and the Gleacher Center
Chicago, IL
Section Delegates to the ABA House of Delegates

Report from the 2017 ABA Annual Meeting
Content Officer Report

THE PAST, PRESENT, AND FUTURE OF BLS CONTENT IN THREE MINUTES

JONATHAN C. LIPSON, CONTENT OFFICER, 2011-2017
Past: We Always Knew it Mattered

- “[T]he most significant Section happening in the 1950s . . . was the coming of age of The Business Lawyer . . . The single most important thing that the Section had to contribute to its members was a legal periodical of the highest quality which [led] to the dramatic improvement in the quality of The Business Lawyer in the late 1950s.” (1988 Section Historical Report)
- Studies in early 2000s ➔ Serious effort to understand content
Present: Getting our Act Together

- Some progress: Better organized development, distribution, and follow-up, e.g.--
  - Content Library & taxonomy;
  - Best practices guidelines;
  - Coordination among creators;
  - Author recognition system;
  - Reimagined Business Law Today.
Future: Infinity and Beyond

- Norm will be great
- Challenges:
  - ABA
  - Changing market for legal services
  - Technological and demographic change

Pass the brick, please
What I Learned:

• Content is the most important material expression of our work and value as an organization.
• What I was wrong about: Content is not our most valuable “asset”--
  – Our members & relationships are our most valuable assets.
• The three most important words

Ron Swanson is watching
Council Committee Reports
Council Committee on Committees

Committee Reports

• Collected 35 out of 50 Committee Reports
• Council Committee on Committees Leaders have reached out to Committee Chairs who have not submitted reports
• Committee Reports are being discussed and CCC members will follow-up with Committee Chairs
• In November, the Committee will circulate a Committee Quick Check to follow-up on the status of Committee Strategic Plans
Council Committee on Committees

Welcome new CCC Members

- 2017-18 Council Committee on Committees
  - Elizabeth Stong, Chair
  - Neal Kling, Vice Chair
  - Anne Gwal
  - Lisa Lifshitz
  - Peter Snell
  - John Stout
  - Sharon Weiss
Council Committee on Committees

- Thank you to Outgoing CCC Members
  - Tom Morante (Outgoing Chair)
  - Jim Schulwolf (Outgoing Chair)
  - Donald F. Parsons
Council Committee on Content Strategy 2016-2017

Members:
Jeannie Frey, Chair
Cathy Dixon
Michael Fleming
William Kroener
Scott Ludwig
Norm Powell
Jonathan Rubens

Content-Related Administrative Boards and Committees: BLT, The Business Lawyer, Content Committee, Programs, Publications, Technology
KEY CONTENT-RELATED GOALS REFLECTED IN BLS STRATEGIC PLAN

- Optimize **creation** of expert content on business law subjects
- Provide effective **access** to and distribution of content
- Through **collaborative technology**, enable and facilitate engagement among members
- Content to be a vehicle for member attraction, engagement and **professional development**
- Content promotion of **diversity and inclusion** through opportunities to create and access BLS expert content
SUPPORT OF MAJOR INITIATIVES AND IMPLEMENTATION OF STRATEGIC CONTENT GOALS

- Support New/Reimagined BLT, other Initiatives
  Curated/ focused content, by subject-matter interest or practice setting/level areas
- Encourage development and distribution of Content creation guides/tools and format variety
- Inventories of Substantive and Practical Practice Tools and Guides
  - Checklists, sample forms, other stand-alone tools
  - From Programs, Articles, Books
  - Forward- Looking Process; also Compile Recent Gems
- Evaluate licensing opportunities consistent with strategic goals
Council Committee on Membership and Outreach

Supporting Achievement of BLS Strategic Plan Membership and Outreach Goals

• Committee members working with Membership and Outreach-Related Administrative Committees and others to implement specific actions related to membership and diversity
Update on Business Law Today
Reimagining

Chris Rockers
Jon Rubens
Agenda

- Update on the new Business Law Today
  - Progress since last update
  - Unveil the new look/feel
  - What’s next
Primary Goal:

• Increase recognized value to Section members

Secondary Goal:

• Increase Section membership
Execution Phase: Three Current Worktracks

1. Governance + Change Management
   - Editorial Board Appointed
   - Staff hiring in progress
   - New processes, tracking, etc being created

2. Editorial
   - Style Guides in place
   - Drafts of new content

3. Digital
   - Content Management being built
   - Website build
   - Archive content digitized
Publication  ➔  Platform
Governance + Change Workstream

Progress

✓ 19 appointments made
✓ 3 Editorial Board Meetings
✓ Staff position in progress
✓ New tracking systems and processes in progress
Business Law Today Editorial Board
<table>
<thead>
<tr>
<th>Practice Area</th>
<th>Executive Editor</th>
<th>Managing Editor</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bankruptcy &amp; Finance</td>
<td>Penny Christophorou</td>
<td>Taryn Darling Hill</td>
</tr>
<tr>
<td>Business Litigation &amp; Dispute Resolution</td>
<td>Mac McCoy</td>
<td>Sarah Bussiere</td>
</tr>
<tr>
<td>Corporations, LLCs, Partnerships</td>
<td>Larry Goldman</td>
<td>Tarek Haskins</td>
</tr>
<tr>
<td>Internet Law &amp; Cybersecurity</td>
<td>Juliet Moringiello</td>
<td>Sarah Beth Kohut</td>
</tr>
<tr>
<td>Legal Opinions &amp; Ethics</td>
<td>Christina Houston</td>
<td>Keith Fisher</td>
</tr>
<tr>
<td>M&amp;A</td>
<td>Ryan Thomas</td>
<td>Chauncey Lane</td>
</tr>
<tr>
<td>Business Regulation &amp; Regulated Industries</td>
<td>Lynette Hotchkiss</td>
<td>Jamie May</td>
</tr>
<tr>
<td>Securities Law</td>
<td>Cathy Dixon</td>
<td>Lisa Stark</td>
</tr>
</tbody>
</table>

Engagement Editor: Brandon Huffman
Editorial
<table>
<thead>
<tr>
<th>Content Category</th>
<th># per month By practice area</th>
<th>Description</th>
<th>Progress</th>
</tr>
</thead>
</table>
| 1 Articles       | 1                           | -Short, timely articles | ✓ Style Guide  
✓ October articles id’d  
✓ Drafts in progress |
| 2 In-depth       | Varies                      | -In depth analysis | ✓ TBL linkage |
| 3 “Live”         | 1                           | -Webinar  
-Interviews  
-CLE | ✓ Style Guide  
✓ CLE linkage  
✓ Roll out |
| 4 Month in Brief | 1                           | -Monthly re-cap by topic area | ✓ Style Guide  
✓ Aug Drafts |
| 5 Tools          | Varies                      | -Forms  
-Checklists | ✓ ID tools from books |
Securities Regulation
Digital Tokens May Be Securities
By Robert M. Crea

The Securities and Exchange Commission recently struck a cautionary note in analyzing the emerging question of whether or not digital assets in the form of cryptocurrencies such as bitcoin, which exist only as entries in a distributed ledger or blockchain, may constitute “securities” within the meaning of Section 2(a)(1) of the Securities Act of 1933, as amended. Read more...

Private Equity and Venture Capital
Benchmark Sues Uber’s Founder and Seeks to Invalidate Votes Based on Fraud
By Lisa R. Stark

Venture capital firm Benchmark Capital sued Uber’s founder and ousted CEO, Travis Kalanick, in mid-August, alleging that Kalanick breached his fiduciary duties and committed fraud in 2016 when soliciting investor approval of amendments to Uber’s charter and a voting agreement. Read more...

Securitization
European Commission Proposals Seek to Alleviate Regulatory Burdens on OTC Derivatives Market
By Lisa R. Stark

Recently, the European Commission proposed to amend certain provisions of the Regulation (EU) No 648/2012 of the European Parliament and of the Council of 4 July 2012 on OTC derivatives, central counterparties, and trade repositories (EMIR). Read more...
Digital
Digital Progress

- Design complete
- 127 articles digitized to have content at launch
- Content management system live
- Development ongoing
The Quick Brown Fox Jumped Over The Lazy Dog.

By: John Tanwater

Lorem ipsum dolor sit amet, consectetur adipiscing elit. Morbi a diam at odio feugiat mollis quam id leo fringilla blandit ex.

Read More
PRACTICE AREA PAGE DESIGN
MONTH-IN- BRIEF (MAY 2017)

International Law


- Suspendisse ligula est, vehicula quis maximus sit amet, laoreet quis neque. Fusce non est at magna hendrerit euismod.

Joint Ventures


Mergers & Acquisitions


- Praesent et imperdiet ipsum. Donec pellentesque non lorem eu scelerisque. Phasellus placerat lectus sed velit interdum interdum. Curabitur vulputate neque fringilla, condimentum libero iaculis, mattis urna.

PAST YEARS

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<th></th>
<th>2016</th>
<th>2015</th>
<th>2014</th>
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<tbody>
<tr>
<td>2012</td>
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MONTHS

- May 2017 (Current)
- April 2017
- February 2017
- January 2017
- December 2016
- November 2016
- October 2016
- September 2016
- August 2016
- July 2016

PRACTICE AREA TOOLS
TOP EDITORS & CONTRIBUTORS

St. Louis, MO
Cameron Card
Lorem ipsum dolor sit amet, consectetur adipiscing elit. Morbi a diam at odio feugiat.

Los Angeles, CA
Michael Sheridan
Lorem ipsum dolor sit amet, consectetur adipiscing elit. Morbi a diam at odio feugiat.

Los Angeles, CA
Jacob LeVitus
Lorem ipsum dolor sit amet, consectetur adipiscing elit. Morbi a diam at odio feugiat.

Want to Become a BLT Contributor?
Learn More
ARTICLE DETAIL PAGE DESIGN
The Quick Brown Fox Jumped Over The Lazy Dog

IN BRIEF

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Donec ut velit dui. Integer interdum ullamcorper.
Pellentesque ac quam id leo fringilla blandit et non ex.

AUTHOR DETAIL PAGE DESIGN
Boston, MA

Alex Garcia
Title, Specialty (Practice Area)

+ Follow

— BACKGROUND


AUTHORS OF SIMILAR INTERESTS

New York, NY
Christine Seckler
Title, Specialty (Practice Area)

Sacramento, CA
Matthew Campbell
Title, Specialty (Practice Area)

Philadelphia, PA
Lucy Ford
Title, Specialty (Practice Area)

See All Authors
Questions?
Introduction of Michele Coleman Mayes

Charlie McCallum
Insights from Legal Luminaries

Michele Coleman Mayes
The Business Law Section (BLS) Publications program is the main source of non-dues revenue for the Section.

For FY16-17, the program budgeted 12 books for publication with a net revenue of $642,200 – a 12 percent increase over last year’s budgeted net.

As of July 31, the net revenue for the program is $735K.
Publications Board

- 14 books published this fiscal year:
  1. The Bank Examination Privilege
  2. Handbook for Indenture and Trust Indenture Act Interpretation
  3. Model Asset Purchase Agreement for Bankruptcy Sales
Publications Board

• 14 books published this fiscal year:

6. Ten Things You Need to Know as In-House Counsel
7. Recent Developments in Business and Corporate Litigation, 2017 Edition
8. Director’s Handbook
9. Frequently Used Terms in Automobile Finance Transactions
11. Reorganizing Failing Businesses, Third Edition
12. The Keys to Banking Law, Second Edition
14. Handbook on Global Social Media Law for Business Lawyers