2018 Midwinter Leadership Meeting

Meeting of Officers, Council and Committee Chairs

The Resort at Pelican Hill
Newport Coast, CA
Saturday, January 13, 2018
• Call to order
• Introductions
• Announcements
Report on ABA Center for Innovation

Report from Special Advisor

Judy Perry Martinez
Mission

The American Bar Association Center for Innovation catalyzes innovations through people, process and technology in order to achieve systemic improvements in the effectiveness, accessibility and affordability of legal information and services.
Strategies

The Center advances its mission through five directed strategies.

- Collection, Analysis and Dissemination of Research and Data about Legal Services Delivery
- Connecting Stakeholders to Galvanize Innovation
- Encouraging and Supporting the Replication and Scaling of Promising Innovations
- Fostering Innovation Through Education
- Piloting Promising Approaches
Governing Council

Andrew Perlman, Chair  
Suffolk University Law School

Nathan D. Alder  
Christensen & Jensen, P.C.

Chad Burton  
CuroLegal

Mark Chandler  
Cisco

John R. Fernandez  
Dentons US LLP

Margaret Hagan  
Stanford University Law School

Hon. Carolyn B. Kuhl  
Superior Court of California  
County of Los Angeles

Mary McQueen  
National Center for State Courts

Camille Nelson  
Washington College of Law  
American University

Melba Pearson  
ACLU of Florida

Marty Smith, Vice-Chair  
MetaJure, Inc.

Carter Stewart  
Draper Richards Kaplan Foundation

Robert G. Taylor  
Liberty Mutual Group, Legal Strategic Services

Hon. Eric T. Washington  
District of Columbia Court of Appeals

Advisory Council

Hon. Ann Aiken  
US District Court of Oregon

Lisa Foster  
Washington DC

Jordan Furlong  
Law21

Martha Minow  
Harvard Law School

Janai Nelson  
NAACP Legal Defense and Educational Fund

Alex “Sandy” Pentland  
MIT Media Lab Department: Program in Media Arts and Sciences

Daniel Rodriguez  
Northwestern Pritzker Law School

James J. Sandman  
Legal Services Corporation

Ed Walters  
Fastcase

Denis Weil  
IIT School of Design

Special Advisors

William C. Hubbard  
Nelson Mullins Riley & Scarborough

Judy Perry Martinez  
New Orleans, LA

William H. Neukom  
K&L Gates

Board of Governors Liaison

Hon. Rebecca G. See  
Torrance Courthouse

Staff Liaison

Janet L. Jackson, Managing Director  
ABA Center for Innovation
Report of the ABA Board of Governors

Report from Section Member-at-Large

Kevin Shepherd
• Summary of Action of the October 19-20, 2017 Board of Governors Meeting
Approval of Minutes
Council Meeting
September 16, 2017

Jeannie C. Frey
Approval of Section Position on Reports and Recommendations, ABA Midyear Meeting
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>10A</td>
<td>NEW YORK STATE BAR ASSOCIATION</td>
<td>Diversity and Inclusion</td>
<td>Supports</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Business and Corporate Litigation</td>
<td>Supports</td>
</tr>
</tbody>
</table>

Encourages law firms to develop initiatives to provide women lawyers with opportunities to gain trial and courtroom experience.
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>100</td>
<td>SECTION OF LEGAL EDUCATION AND ADMISSIONS TO THE BAR</td>
<td>Business Law Education</td>
<td>Supports</td>
</tr>
</tbody>
</table>

Concurs in the action of the Council of the Section of Legal Education and Admissions to the Bar in adopting amendments dated February 2018 to Standard 106 (Separate Locations and Branch Campuses) of the ABA Standards and Rules of Procedure for Approval of Law Schools.
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>101A</td>
<td>SECTION OF INTELLECTUAL PROPERTY LAW SECTION OF LITIGATION</td>
<td>Business and Corporate Litigation</td>
<td>Supports w/concerns</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Intellectual Property</td>
<td>No position</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Professional Responsibility</td>
<td>No position</td>
</tr>
</tbody>
</table>

Urges courts and legislative bodies to adopt rules or enact legislation to establish an evidentiary privilege applicable only to clients of patent agents who are registered with the U.S. Patent & Trademark Office (PTO).
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>101B</td>
<td><strong>SECTION OF INTELLECTUAL PROPERTY LAW</strong></td>
<td>Intellectual Property</td>
<td>Supports</td>
</tr>
</tbody>
</table>

Supports efforts in Congress and federal courts to allow the filing of a copyright infringement once a proper application for registration of a copyright has been delivered to the Copyright Office.
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>103A</td>
<td>STANDING COMMITTEE ON SPECIALIZATION</td>
<td>Consumer Financial Services</td>
<td>Opposes</td>
</tr>
</tbody>
</table>

Grants accreditation to the Privacy Law program of the International Association of Privacy Professionals of Portsmouth, New Hampshire for a 5-year term as a designated specialty certification program for lawyers.
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>107</td>
<td>YOUNG LAWYERS DIVISION</td>
<td>Pro Bono</td>
<td>TBD</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Business and Corporate Litigation</td>
<td>TBD</td>
</tr>
</tbody>
</table>

Urges federal courts to adopt pro bono panels for civil litigants guided by a uniform set of guidelines
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>110</td>
<td><strong>SECTION OF INTERNATIONAL LAW</strong>&lt;br&gt;<strong>SECTION OF SCIENCE &amp; TECHNOLOGY LAW</strong></td>
<td>Cyberspace Law</td>
<td>Supports</td>
</tr>
<tr>
<td></td>
<td></td>
<td>International Business Law</td>
<td>TBD</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Uniform Commercial Code</td>
<td>No position</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>112A</td>
<td>NATIONAL CONFERENCE OF COMMISSIONERS ON UNIFORM STATE LAWS</td>
<td>Section Officers</td>
<td>TBD</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Taxation</td>
<td>TBD</td>
</tr>
</tbody>
</table>

Approves the Revised Uniform Unclaimed Property Act, promulgated by the National Conference of Commissioners on Uniform State Laws (Uniform Law Commission), as an appropriate Act for those states desiring to adopt the specific substantive law suggested therein.
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
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<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>112E</td>
<td>NATIONAL CONFERENCE OF COMMISSIONERS ON UNIFORM STATE LAWS</td>
<td>LLCs, Partnerships and Unincorporated Entities</td>
<td>Supports</td>
</tr>
</tbody>
</table>

Approves the Uniform Protected Series Act, promulgated by the National Conference of Commissioners on Uniform State Laws (Uniform Law Commission), as an appropriate act for those states desiring to adopt the specific substantive law suggested therein.
<table>
<thead>
<tr>
<th>Report</th>
<th>Sponsor and Subject</th>
<th>Reviewing Entity</th>
<th>Recommended Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>112F</td>
<td>NATIONAL CONFERENCE OF COMMISSIONERS ON UNIFORM STATE LAWS</td>
<td>Cyberspace</td>
<td>Supports</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Banking Law</td>
<td>TBD</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Uniform Commercial Code</td>
<td>Supports</td>
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</table>

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</tr>
</thead>
<tbody>
<tr>
<td>115A</td>
<td><strong>SECTION OF FAMILY LAW</strong></td>
<td>Taxation</td>
<td>TBD</td>
</tr>
</tbody>
</table>

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</tr>
</thead>
<tbody>
<tr>
<td>116A</td>
<td><strong>SECTION OF CIVIL RIGHTS AND SOCIAL JUSTICE</strong></td>
<td>Diversity and Inclusion</td>
<td>Supports</td>
</tr>
<tr>
<td></td>
<td>Supports an interpretation of Title VII of the Civil Rights Act of 1964 that defines sex discrimination by covered employers to include discrimination on the basis of sexual orientation and gender identity.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Report</td>
<td>Sponsor and Subject</td>
<td>Reviewing Entity</td>
<td>Recommended Position</td>
</tr>
<tr>
<td>--------</td>
<td>----------------------------------------------------------</td>
<td>------------------------</td>
<td>----------------------</td>
</tr>
<tr>
<td>117</td>
<td>COMMISSION ON SEXUAL ORIENTATION AND GENDER IDENTITY</td>
<td>Diversity and Inclusion</td>
<td>Supports</td>
</tr>
</tbody>
</table>

Urges Courts to recognize that service in the United States Armed Forces should not be restricted and that individuals should not be discriminated against on the basis of sexual orientation or gender identity.
Approval of Blanket Authority Request
• Approval of Joint Comments on the Practice Guide to the United Nations Commission on International Trade Law Model Law on Secured Transactions
Chair Report

• One ABA

• Section Scorecard

• 2018 Spring Meeting, Orlando
One ABA Objectives:

• Address the growing challenges that the ABA faces from competitive, demographic, and cultural shifts in the profession and society.

• Create a new membership model that unlocks existing member value at a price that reflects what today’s legal professionals desire and, correspondingly, increases the ABA’s long-term market share and revenues.

• Establish a framework for the new membership model that treats all aspects of the ABA fairly and equitably; accommodates growth and future innovations; is simple and easy to understand; and, allows the ABA to sustain its mission in both the short and long term.
1. One ABA Membership Model:

- Two Specialty Groups included at no cost
- Eligible members auto-enrolled in Young Lawyers Division and Senior Lawyers Division
- Additional entities can be added for $50 per entity
- Current entity memberships will be migrated
2. Unlimited Access to Free CLE Library

• All ABA and entity online CLE content will be promoted through a new CLE marketplace (includes live teleconferences, webinars, on-demand content)

• A free CLE Library would exist with unlimited access

• Each entity would identify select number of offerings to include in free CLE library (3 annually)

• All other CLE will be available for a free (three-tiered pricing); entities set price
3. Unlimited Electronic Access to Content

- Place substantive online content (journal/magazine articles, webcasts, scholarly papers, podcasts produced by ABA, etc.) behind a paywall for access by ABA members only.

- Non-members will only have access to short portions of substantive materials to provide a “tease” the non-members and stimulate demand for membership.

- Entities will have the ability to determine what content to put behind the ABA paywall as well as what content behind an entity paywall to limit access to entity members only.
4. **Reduced and Simplified Dues Structure**

<table>
<thead>
<tr>
<th>Tier</th>
<th>Dues Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>New Bar Admittees</td>
<td>$0</td>
</tr>
<tr>
<td>Lawyer, 1-9 Years</td>
<td>$150</td>
</tr>
<tr>
<td>Lawyer, 10-19 Years</td>
<td>$250</td>
</tr>
<tr>
<td>Lawyers 20+ Years</td>
<td>$350</td>
</tr>
</tbody>
</table>

5. **Special Rates**
- Government and Public Sector $150
- Inactive/Retired $150
- International Lawyers $250
- Associates $150
- Law Students FREE

6. **Revenue Share Model to be discussed—TOP PRIORITY**
Next Steps

• ABA Board of Governors to consider in February
• ABA House of Delegates to consider in August
• Implementation planned for FY2019-2020
Scorecard Highlights

- 369K total webpage views for Q1– 72% visits are on Section publication pages
- $233,500 in sponsorship revenue for Section Annual Meeting
- 4,618 registrants for In The Know and Business Law Basics programs
- 125 sets of new program materials posted—repurpose content for Business Law Today!
- $190K net revenue for the Section publications
2018 Spring Meeting

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

Early-Bird Registration Deadline: February 9
Chair-Elect Report

• 2019 Meeting Dates and Locations

• Chief of Diversity and Inclusion

Vicki O. Tucker
2019 Midwinter Leadership Meeting  
January 17-20, 2019  
The Ritz-Carlton, San Juan  
San Juan, Puerto Rico  
Alternate locations under consideration

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

2019 Section Annual Meeting  
September 12-14, 2019  
Marriott Marquis  
Washington, DC
Chief of Diversity and Inclusion

• Working to update the Section’s Diversity and Inclusion Plan, last updated 2014

• Taking diversity into consideration for 2018 Committee Chair Appointments
  • 7 of 12 appointments so far are diverse lawyers

• All Section-sponsored CLE programs satisfy the CLE diversity requirements adopted by the ABA’s Board of Governors
  • Including In-person meetings, stand-alone Committee meetings, In The Know and Business Law Basics CLE webinars

• Expectations of Committee Chairs
  • Appoint an Administrative Director to the Diversity and Inclusion Committee
  • Consider diversity when making leadership appointments for Subcommittees and other Committee projects
Vice-Chair Report

- Report on The Business Lawyer
- 2020 Meeting Date and Locations

Patrick T. Clendenen
Report on The Business Lawyer

Winter 2017-2018 Issue

• 5 Articles, 2 Surveys
• Sent to the printer the end of December and posted on line/mailed early to mid-January
• Distribution is to approximately 31,000
• Approximately 304 pages
Report on The Business Lawyer

Spring 2018 Issue

• Is now full
• 3 Articles, 2 Surveys and Abstract of Mendes Hershman writing contest have been received and are in the production process
• Will be sent to the printer by the end of March
• Approximately 270 pages
Report on The Business Lawyer

Summer and Fall 2018 Issue - seeking articles, committee reports and surveys; soliciting prior authors, state judges, law school deans, and committee/subcommittee chairs

• Expect to send to printer end of June (Summer issue) and early September (Fall issue)

We are continuing to explore on-line options for The Business Lawyer and have found a potential vendor. We are also investigating the use of a submission’s website
2020 Spring Meeting
March 26-28, 2020
Boston Copley Marriott & Westin Copley Place
Boston, MA

2020 Section Annual Meeting
September 10-12, 2020
Sheraton Hotel & Towers and the Gleacher Center
Chicago, IL
Secretary Report

Jeannie C. Frey
Budget Officer Report

Linda J. Rusch
Budget Report

FY 2017, Pre-audit 2
• Better than budgeted, no transfer from contingent reserves instead of the $496,109 budgeted
• Budget surplus of $23,034

FY 2018, November 2017 Budget Variance Report
• Expenses and revenue are generally tracking to budget

Investment Report
• As of December 29, 2017, total investment funds are $20,051,357.33, split between six funds held by Russell Investment
**Budget Task Force**

**Members:** Linda Rusch (Chair), Chris Rockers, Vicki Tucker, Pat Clendenen, Jeannie Frey, Nikki Munro, Elizabeth Stong, Michael Fleming, and Sue Tobias

- **Goal:** conduct an in-depth review of the budget to make recommendations regarding the section’s expenses/revenue

- **“Lodestar” approach:** identify which lodestars are critical for fulfilling BLS’ purpose and what questions to ask in evaluating each item in the budget

- Each Task Force call will review one segment of the budget
  - Leadership, Meetings, Membership, Committees, Special Projects, Publications, Staff

- Aim to have recommendations by early-May so changes can be considered during FY 2019 budget development
• Provide a place/medium/environment/opportunities for business lawyers to advance their professional lives.

• Mission: The BLS is the premiere international legal association of Business Lawyers and Judges devoted to professional growth of its members.

• The Business Law Section exists to advance the practice of business law for its membership and for the legal profession.

• The BLS exists to provide tools, information and resources to, and a community for, business lawyers, including diverse lawyers, for professional development and to shape business laws, regulations and legal practices.

• Provide resources that assist business lawyers in their practice and in providing service to the profession.
## Budget Variance Report
### Period Ending Pre-Audit 2, 2017

<table>
<thead>
<tr>
<th></th>
<th>Budget FY 16-17</th>
<th>Actual FY 16-17</th>
<th>Variance FY 16-17</th>
<th>Projection August FY17</th>
<th>Discussion ofProjection/Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Dues</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Section Dues</td>
<td>1,450,000</td>
<td>1,566,038</td>
<td>1,555,273</td>
<td>(10,765)</td>
<td>105,273</td>
</tr>
<tr>
<td>Total Dues</td>
<td>1,450,000</td>
<td>1,566,038</td>
<td>1,555,273</td>
<td>(10,765)</td>
<td>105,273</td>
</tr>
<tr>
<td><strong>Staff</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Personnel*</td>
<td>(1,216,684)</td>
<td>(1,062,857)</td>
<td>(1,017,869)</td>
<td>44,988</td>
<td>198,815</td>
</tr>
<tr>
<td>Development</td>
<td>(13,000)</td>
<td>(14,711)</td>
<td>(6,322)</td>
<td>8,309</td>
<td>6,670</td>
</tr>
<tr>
<td>Overhead</td>
<td>(287,100)</td>
<td>(260,257)</td>
<td>(239,670)</td>
<td>20,587</td>
<td>47,430</td>
</tr>
<tr>
<td>Total Staff</td>
<td>(1,516,784)</td>
<td>(1,337,825)</td>
<td>(1,263,861)</td>
<td>73,964</td>
<td>252,923</td>
</tr>
</tbody>
</table>

**Note:** Personnel costs listed above are for Section-funded positions only.
## Budget Variance Report
**Period Ending November, 2017**

<table>
<thead>
<tr>
<th></th>
<th>Budget</th>
<th>Actual</th>
<th>Variance</th>
<th>Projection</th>
<th>Discussion of Projection/Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>FY 17-18</strong></td>
<td></td>
<td>YTD FY 16-17</td>
<td>PA II FY 16-17</td>
<td>YTD FY 17-18</td>
<td>YTD 17-18 v YTD 16-17</td>
</tr>
<tr>
<td>Dues</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Section Dues</strong></td>
<td>1,500,000</td>
<td>344,548</td>
<td>1,555,273</td>
<td>327,353</td>
<td>(17,195)</td>
</tr>
<tr>
<td><strong>Total Dues</strong></td>
<td>1,500,000</td>
<td>344,548</td>
<td>1,555,273</td>
<td>327,353</td>
<td>(17,195)</td>
</tr>
<tr>
<td>Staff</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Personnel</td>
<td>(1,340,457)</td>
<td>(249,144)</td>
<td>(1,017,869)</td>
<td>(266,112)</td>
<td>(16,969)</td>
</tr>
<tr>
<td>Development</td>
<td>(13,000)</td>
<td>(715)</td>
<td>(6,322)</td>
<td>(910)</td>
<td>(194)</td>
</tr>
<tr>
<td><strong>Total Staff</strong></td>
<td>(1,745,427)</td>
<td>(356,181)</td>
<td>(1,263,861)</td>
<td>(353,460)</td>
<td>2,721</td>
</tr>
</tbody>
</table>
Content Officer Report

- Reimagined Content Directors
- Coordination With Advance V
- Prioritization of Objectives
Nominating Committee Report

William B. Rosenberg
Officers and Council Members to be elected at the Annual Meeting in August, 2018

- Chair-Elect:
  Patrick T. Clendenen, Boston, MA

- Secretary:
  Penelope L. Christophorou, New York, NY

- Content Officer for a three-year term ending August, 2021:
  Norman M. Powell, Wilmington, DE
• Delegates to the ABA House of Delegates for a three-year term ending August, 2021:
  Barbara M. Mayden, Nashville, TN

• Council Positions for terms ending August 2022:
  Kristen D. Adams, Gulfport, FL
  Ted F. Claypoole, Charlotte, NC
  Linda M. Leali, Miami, FL
  Thomas J. Walsh, Southport, CT
  Ashley C. Walter, Seattle, WA
Christopher J. Rockers

Jonathan T. Rubens

Business Law Today Report
<table>
<thead>
<tr>
<th>Practice Area</th>
<th>Topics</th>
</tr>
</thead>
<tbody>
<tr>
<td>Bankruptcy &amp; Finance</td>
<td>Bankruptcy Law, Commercial Finance, Uniform Commercial Code, International Law</td>
</tr>
<tr>
<td>Business Litigation &amp; Dispute Resolution</td>
<td>Business Litigation, Dispute Resolution</td>
</tr>
<tr>
<td>Corporations, LLCs, Partnerships</td>
<td>Corporate Law, Corporate Governance, Directors and Officers, Limited Liability Companies, Partnerships, Nonprofit Organizations, International Law</td>
</tr>
<tr>
<td>Internet Law &amp; Cybersecurity</td>
<td>Data Privacy, Cybersecurity, Electronic Contracting, Digital Currency, International Law</td>
</tr>
<tr>
<td>Legal Opinions &amp; Ethics</td>
<td>Ethics, Professional Responsibility, Legal Opinions</td>
</tr>
<tr>
<td>M&amp;A</td>
<td>Mergers &amp; Acquisitions Law, Joint Ventures, International Law</td>
</tr>
<tr>
<td>Securities Law</td>
<td>Securities Regulation, Private Equity and Venture Capital, Securitization</td>
</tr>
</tbody>
</table>
BLT Emails Sent in November-December 2017

**Chris Rockers’ Email Announcing BLT**

Mail Delivery and Tracking Statistics Overview

- Total Mails: 24,157
- Opened Mails: 10,470 (43.60%)
- Ignored Mails: 24,157 (96.40%)
- Bounced Mails: 98 (0.41%)

- Opened: 30.24% of unopened
- Clicked: 4.60% of opened

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**November 2017 Articles Email**

Mail Delivery and Tracking Statistics Overview

- Total Mails: 27,538
- Opened Mails: 7,076 (25.68%)
- Ignored Mails: 27,538 (100.00%)
- Bounced Mails: 102 (0.37%)

- Opened: 20.44% of unopened
- Clicked: 14.97% of opened

---

**November 2017 Month in Brief Email**

Mail Delivery and Tracking Statistics Overview

- Total Mails: 26,437
- Opened Mails: 7,103 (27.50%)
- Ignored Mails: 26,437 (100.00%)
- Bounced Mails: 130 (0.50%)

- Opened: 21.18% of unopened
- Clicked: 12.19% of opened

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**December 2017 Articles Email**

Mail Delivery and Tracking Statistics Overview

- Total Mails: 26,262
- Opened Mails: 7,233 (27.70%)
- Ignored Mails: 26,262 (100.00%)
- Bounced Mails: 148 (0.55%)

- Opened: 21.59% of unopened
- Clicked: 13.04% of opened

---

**December 2017 Month in Brief Email**

Mail Delivery and Tracking Statistics Overview

- Total Mails: 26,040
- Opened Mails: 7,249 (27.80%)
- Ignored Mails: 26,040 (100.00%)
- Bounced Mails: 160 (0.62%)

- Opened: 21.78% of unopened
- Clicked: 14.95% of opened
Google Analytics

*Note the higher traffic with emails on the 1st and the 15th.
Month-In-Brief Email Example

Find out what happened in your practice area last month.
## Top Performing Pages

<table>
<thead>
<tr>
<th>Page Title</th>
<th>Pageviews</th>
<th>Unique Pageviews</th>
<th>Avg. Time on Page</th>
<th>Entrances</th>
<th>Bounce Rate</th>
<th>% Exit</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Months In Brief Archive</td>
<td>8,351</td>
<td>3,500</td>
<td>0:00:26</td>
<td>2,150</td>
<td>0.47%</td>
<td>26.19%</td>
</tr>
<tr>
<td>2. Business Law Today from ABA</td>
<td>6,252</td>
<td>2,232</td>
<td>0:00:33</td>
<td>2,091</td>
<td>1.43%</td>
<td>22.65%</td>
</tr>
<tr>
<td>3. An Introduction to Behavioral Economics and Negotiations</td>
<td>1,172</td>
<td>518</td>
<td>0:00:42</td>
<td>401</td>
<td>0.50%</td>
<td>33.19%</td>
</tr>
<tr>
<td>4. Debtors, Fiduciaries, and Directors and Officers Beware: The Limits of D&amp;O Liability Policy Coverage</td>
<td>1,153</td>
<td>514</td>
<td>0:00:33</td>
<td>408</td>
<td>0.98%</td>
<td>31.40%</td>
</tr>
<tr>
<td>5. The Uniform Commercial Code Survey</td>
<td>986</td>
<td>371</td>
<td>0:00:43</td>
<td>271</td>
<td>0.00%</td>
<td>31.44%</td>
</tr>
<tr>
<td>6. Business Law Today Business Law Today</td>
<td>911</td>
<td>304</td>
<td>0:00:48</td>
<td>293</td>
<td>0.68%</td>
<td>19.98%</td>
</tr>
<tr>
<td>7. Recovering Lost Profits for Start-Up Companies</td>
<td>770</td>
<td>345</td>
<td>0:00:35</td>
<td>224</td>
<td>0.45%</td>
<td>28.70%</td>
</tr>
<tr>
<td>8. Banking Marijuana Businesses—Understanding the Challenges and Opportunities</td>
<td>766</td>
<td>336</td>
<td>0:00:31</td>
<td>242</td>
<td>0.83%</td>
<td>30.42%</td>
</tr>
<tr>
<td>9. Business Law Today</td>
<td>756</td>
<td>206</td>
<td>0:00:37</td>
<td>179</td>
<td>0.00%</td>
<td>16.67%</td>
</tr>
<tr>
<td>10. Reflections on the Lawyer's Duty of Confidence</td>
<td>695</td>
<td>311</td>
<td>0:00:22</td>
<td>200</td>
<td>1.50%</td>
<td>29.93%</td>
</tr>
</tbody>
</table>
Upcoming Features: Videos and Tools

How can Banks Prepare for Acquisitions?

It is critical that buyers—and sellers—look internally before moving forward with a deal. The following checklist may be used as a starting point for to head off potential issues that might delay or derail a deal.

Pre-Deal Regulatory Checklist

☐ Do you have any regulatory exams coming up?
☐ Are there any outstanding enforcement actions (informal or formal)?
☐ Are there any outstanding MRAs/MRIAs/MRBAs?
☐ Is your BSA/AML program effective and up to date?
☐ How has your CRA performance been rated in recent exams?
☐ Has anything changed that could affect your CRA performance since your last exam?
☐ Have you conducted a basic compliance check-up?
☐ Has your compliance history indicated any material or recurring weaknesses?
☐ Have you reviewed your capital structure and financial resources?
☐ How has your management been rated? Are there areas to improve before expansion?
☐ Do you have an appropriate business plan for your institution?
☐ Is your corporate governance framework current and adequate?
☐ Will you need a 23A exemption?
☐ Have you engaged with community groups as an enhancement to your serving the community?
☐ Do you have open lines of communication with your primary regulator?

December 2017 Banking Law Committee Newsletter
Key 2018 Initiatives

• Add Video/“Live” and Tools Content Elements

• Monitor Site Analytics and Refine SEO Effectively

• Incorporate LPM and Other Non-Practice Area Content

• Use businesslawtoday.org as a Membership Driver
What Can You Do for BLT?

• Identify Topics for Month-In-Brief
• Recruit Authors from Your Committee
• Ensure Content Is Provided from Your Topic Area
• Use BLT To Promote Your Committee
Council Committee Reports
Council Committee on Committees Report

- Final review of Committee reports
- Review of Committee Quick Check Reports
- Upcoming Committee Chair webinars
- Planning for Spring Meeting
Council Committee on Content Strategy Report

Michael F. Fleming
BLS Council Committee on Content Strategy Initiatives

- Establishing Goal-Based Reporting from Content-Based Administrative Committees

- Evaluating Progress toward Content-Based Goals in Business Plan, Providing Feedback on Progress and Suggested Changes to Leadership

- Evangelizing, Establishing Clear Action Roles and Goals, and otherwise Assisting with Cross-Sectional Content Based Initiatives (e.g., Higher Logic rollout)
Council Committee on Membership, Diversity and Inclusion Report

Nicole F. Munro
BLS Council Committee on Membership, Diversity and Inclusion Initiatives

• Identify top five implementation steps from Advance V discussion and business plan
• Work with Marketing Board to develop strategies and timeline
• Incorporate diversity and inclusion into all steps
Business Law Advisors Committee Report
2016-2018 Advisors

Thomas C. Baxter

Lucy H. Koh

Simon M. Lome
2017-2019 Advisors

Michael J. Halloran
Roberta Cooper Ramo
Thomas Sager
Report on Advance V

William B. Rosenberg
Membership Committee Report

Edward M. Fitzgerald
Grace P. Powers
# BLS Membership Count
## December 2017

## BLS Membership

<table>
<thead>
<tr>
<th>Category</th>
<th>Count</th>
<th>% of Section Members in a Substantive Cmt</th>
<th>Year-Over-Year Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lawyer</td>
<td>29,938</td>
<td>46.90%</td>
<td>-5.98%</td>
</tr>
<tr>
<td>Associate</td>
<td>1,806</td>
<td>54.49%</td>
<td>-9.23%</td>
</tr>
<tr>
<td>Student</td>
<td>13,157</td>
<td>6.66%</td>
<td>0.92%</td>
</tr>
<tr>
<td>Total</td>
<td>44,901</td>
<td>35.41%</td>
<td>-5.83%</td>
</tr>
</tbody>
</table>

## BLS Committee Membership

<table>
<thead>
<tr>
<th>Category</th>
<th>Section Members in a Substantive Cmt</th>
<th>% of Section Members in a Substantive Cmt</th>
<th>Year-Over-Year Change</th>
</tr>
</thead>
<tbody>
<tr>
<td>Lawyer</td>
<td>14,041</td>
<td>46.90%</td>
<td>-5.98%</td>
</tr>
<tr>
<td>Associate</td>
<td>984</td>
<td>54.49%</td>
<td>-9.23%</td>
</tr>
<tr>
<td>Student</td>
<td>876</td>
<td>6.66%</td>
<td>0.92%</td>
</tr>
<tr>
<td>Total</td>
<td>15,901</td>
<td>35.41%</td>
<td>-5.83%</td>
</tr>
</tbody>
</table>
Call for Membership Directors

What are membership directors?
- Liaisons from substantive committees to Membership Committee

Why are they important?
- Engaged membership directors can identify opportunities for committee growth

Who makes a good membership director?
- Members interested in getting involved

Goal: All committees should have a membership director by Spring Meeting
Publications Board Report

Peter J. Walsh
# Q1 Financials

<table>
<thead>
<tr>
<th></th>
<th>Budget (Nov 17)</th>
<th>Actuals (Nov 17)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Revenue:</td>
<td>$232,976</td>
<td>$267,334</td>
</tr>
<tr>
<td>Expenses:</td>
<td>$154,863</td>
<td>$77,700</td>
</tr>
<tr>
<td>Net:</td>
<td>$78,113</td>
<td>$189,634</td>
</tr>
</tbody>
</table>
Books Published in FY18

Edited by Willard L. Boyd III

By Kenneth A. Adams

Electronic Payment Systems: Law and Emerging Technologies
By Edward A. Morse

*Sold 1,500 copies in two months
Titles in Production

• Foreign Investment in South America: A Comprehensive Guide to Infrastructure and the Legal Environment
• Crafting Effective Settlement Agreements: A Guidebook for Attorneys and Mediators
• Captive Insurance Deskbook for the Business Lawyer
• Recent Developments in Business and Corporate Litigation, 2018 Edition
• Anti-Bribery Compliance Programs
• Legal Opinions in Business Transactions, Fourth Edition

BLS is expected to publish 12 titles this fiscal year.
Section Director Report

Strong team lots of fun—thanks mark/nicole, liza, rick, meg, Rick—blt; mark—rebook here; liza advance

New Hires since Spring Meeting

- Lilah Bruton, Program Associate
- Sarah Claypoole, Editor, BLT
- Gina Dickinson, Program Specialist
- Jason Jones, Membership and Marketing Associate
- Meg Spisich, Product Marketing Manager
Leadership

Leadership Directory—sorry so late
- Now available in the Leadership Portal
- Electronic version regularly updated
- Leaders Digest
  - Weekly e-mail highlighting reminders and deadlines
- Piloting online collaboration tool, Higher Logic
- Committee Chair webinars next one to take place January 24
Highlights
Since Annual Meeting

• Launched new Business Law Today—congrats and thanks to Rick, Liza, Meg
• Execution of monthly free CLE series, In The Know
• Execution of monthly free CLE series, Business Law Basics
• Financial management and oversight
• Support of Council Committees
• Planned stand-alone Fall and Winter committee meetings
• Planned 2018 Midwinter Leadership Meeting and Advance V
• Planning for 2018 Spring Meeting
Highlights
Spring Meeting Important Dates

• Program and Speaker Information Forms due 1/23
• Early-bird registration deadline 2/9
• Schedule changes for Meeting Guide due 2/12
• Program and meeting materials due 2/23, include 750 word abstract
• Hotel reservation deadline 3/21 - reserve soon!
• Advance registration deadline 3/23
Highlights

Other Important Dates:

- Business Law Fellows Applications due May 1
- National Public Service Award Nominations due Jan. 31
- Glass Cutter Nominations due Feb. 9
Highlights
Financial Report

2016-2017 Pre-Audit II Budget Variance Report
• Ended year with positive net revenue of $23,043 instead of the budgeted zero net revenue

2017-2018 November Budget Variance Report
• No material issues, tracking to budget

Support of Section Budget Task Force
Highlights Feedback

- Thanks for all that you do!
- Please let me know if you have any questions or suggestions on ways we can better support your Committees
Other Business

Christopher J. Rockers