

**Minutes**  
**Executive Committee**  
**Uniform Law Commission**

July 7, 2022

Philadelphia, PA

Timothy Berg, Chair of the Executive Committee, called the meeting to order on July 7, 2022, at 1:30 p.m. Eastern Time.

The following members of the Committee were present in person or via webinar: Daniel Robbins, President (by Zoom); Diane Boyer-Vine, Vice President; Tom Buiteweg, Treasurer; Lisa Jacobs, Committee on Scope and Program Chair; Ryan Leonard, Secretary; Carl H. Lisman, Immediate Past President; Steve Wilborn, Legislative Committee Chair; Lani Ewart; and Melissa Hortman. Commissioner Elena Duarte did not attend.

Also present: Tim Schnabel, Executive Director; Elizabeth Cotton-Murphy, Chief Administrative Officer; Katie Robinson, Senior Director for Strategy and Communications; Ben Orzeske, Chief Counsel; Kaitlin Wolff, Legislative Program Director; and Trisha Farrell-Cox, Accounting and Finance Officer. Steven L. Willborn, Chair of the Review of Conference Acts Committee and James C. McKay, Jr., Chair of the Committee on Stakeholder Outreach attended part of the meeting.

**Action Items**

1. Approval of May 17, 2022, webinar minutes

A motion was made and approved accepting the minutes of the Executive Committee meeting held May 17, 2022.

2. Committee Updates

- a. Committee on Membership

Commissioner Ryan Leonard, Co-Chair of the Committee on Membership, reported on the President's initiatives to improve the new commissioner orientation processes.

- b. Committee to Review Conference Acts Report

Commissioner Steven L. Willborn, Chair of the Review of Conference Acts Committee, reported on committee activities.

- c. Committee on Stakeholder Outreach Report

Commissioner James C. McKay, Jr., Chair of the Committee on Stakeholder Outreach, reported on committee activities.

3. Appointment of Nominating Committee

A motion was made and approved authorizing the appointment of a nominating committee consisting of Commissioners: David J. Clark (California); Patricia Brumfield Fry (Missouri); William H. Henning (Alabama); Gene N. Lebrun, Chair (South Dakota), and Larry L. Ruth (Nebraska).

#### 4. Resolution Granting Approval to Signatories for ULC Recurring Expenses

A motion was made and adopted approving the signatories' resolution.

#### 5. Life Membership

A motion was made and approved nominating Anita Ramasastry (WA) for election to life member of the Conference.

#### 6. Request for Additional Waiver of Line-by-Line Reading – UCC and Emerging Technologies

A motion was made and approved granting the requests for a waiver of line-by-line reading of certain sections of the Uniform Commercial Code and Emerging Technologies Act pursuant to ULC Bylaw 44A.4.

#### 7. Request for Inclusion of Observers on Final Act Committee Page

Commissioner Ed Smith, Chair of the drafting committee on UCC and Emerging Technologies, has requested that Andrew Hinkes, Steve Keen, Carla Reyes, and Andrea Tosato, who participated as observers in the drafting committee, and were instrumental in formulating the new UCC Article 12 as members of the digital asset working group, be listed on the committee page of the final act.

After discussion, a motion was made and approved to add Andrew Hinkes, Steve Keen, Carla Reyes, and Andrea Tosato to the committee page for UCC and Emerging Technologies when the final act is publicly posted.

#### 8. Style Committee: Request to Amend Drafting Rules 304 and 305

Commissioners Jacobs and Boyer-Vine summarized the written request from the Style Committee to amend Drafting Rules 304 and 305.

A motion was made and approved authorizing amending drafting rules 304 and 305 as recommended.

## 9. Restrictive Covenants in Deeds Act: Request to Postpone Incorporation of Style Committee Edits into the 2022 Annual Meeting Draft

Mr. Schnabel summarized the written request received from Commissioners Barry Hawkins and Brian K. Flowers, Co-Chairs of the Restrictive Covenants in Deeds Drafting Committee, that the Executive Committee approve waiving the requirements of Article 8.04 of the ULC bylaws for reading this Act for the first time at the upcoming meeting on July 12, 2022. The drafting committee had not incorporated the comments to the draft provided by the Style Committee.

A motion was made and approved authorizing waiver of Article 8.04 of the ULC bylaws to facilitate the first reading of the Restrictive Covenants in Deeds Act as planned on July 12, 2022.

## 10. Report of the Legislative Committee

Steve Wilborn, Chair of Legislative Council, summarized his written report. For the 2022 legislative session, there have been 138 introductions and 38 enactments. Given that 2022 is an even-numbered year, four states held no legislative session. Introduction and enactment numbers are down from previous even-numbered years. However, several more enactments are expected before the end of our legislative year.

In a change from previous years, three legislative lunch functions will run concurrently on Monday, July 11, over the lunch break. Commissioners will be assigned to lunches by state delegation. There will be a legislative award reception on Tuesday, July 12, from 5:30 – 6:30 to recognize the enactment efforts of our liaisons and other commissioners involved in ULC legislative work. Attendance is limited to invited commissioners and their guests.

The first Legislative Summit will be held October 28 – 29, 2022, in Chicago. Legislative Council will meet Friday, and Saturday will be a day of programming including strategy sessions on key acts, and in-depth strategic planning with Legislative Council members, state liaisons, legislative staff, and leadership.

In the last year, Legislative Council has expanded to include three additional Commissioners, a Division Chair, and a Liaison to the Stakeholder Relations Committee.

In furtherance of President Robbins' New Commissioner Initiative, members of the Legislative Council propose that each year 3 – 5 newer Commissioners be invited to attend, at ULC's expense, the Council's Fall and Spring meetings where they would have an opportunity to meet Council members, and listen to and participate in the discussion of the legislative council agenda. The goal would be to impress upon our newest members the importance of the role of Commissioners in the enactment process and to get them more interested in this aspect of ULC life. Ideally, the first group of participants would be invited to the upcoming Legislative Summit this fall. Additional travel costs are estimated to be between \$10,000 and \$17,000 annually depending on the number of new members traveling.

After discussion, a motion was approved authorizing extending invitations to several new commissioners to the fall and spring legislative council meetings.

## 11. Presidential Priorities

### a. New Member Initiative

President Robbins reported plans to improve the new member orientation process that include: mentorships with more recently appointed commissioners; engagement with legislative council; appointing new members to committees within their first year of appointment; contact with the Shareholder Outreach Committee; and a new member cocktail hour during the annual meeting. New commissioners bring new subject matter expertise, stakeholder contacts, and enhance the diversity of the ULC. We want to better integrate them to safeguard the future of the organization.

### b. Review of conference acts committee

President Robbins reported on progress made by the Review of Conference Acts Committee. The committee is taking a scientific approach to identify factors that impact the success or failure of uniform laws. This research will be used to improve the drafting process.

### c. Stakeholder Outreach

President Robbins reported on work of the Stakeholder Outreach Committee. The goal of this committee is to facilitate stronger relationships with stakeholders.

### d. Hybrid Meeting Strategy

President Robbins reported that over the course of the pandemic, we have discovered that our expanded use of zoom has been a very effective tool that will help our work going forward. Using a hybrid format for our committee meetings, even after the pandemic, would let us preserve the increased stakeholder participation from which we have benefited during the pandemic while also enabling the benefits of in-person meetings.

President Robbins reported on plans for the fall 2022 and spring 2023 drafting committee meetings. To help control expenses the ULC will experiment with hosting hybrid drafting committee meetings at donated meeting facilities to better inform the decision of whether to expand our own hybrid meeting capabilities. We are looking at our options and will analyze the data to best inform decisions on how to move forward.

## 12. Finance and Budget

### a. ULC Financial Statements – 5/31/2022

Commissioner Buiteweg summarized the written report on ULC financial statements ending May 31, 2022. The report was received by the committee.

### b. ULC Investment Report

Commissioner Buiteweg summarized the written report submitted for the Committee's consideration. The report was received by the committee.

### c. State Dues Report

Commissioner Buiteweg summarized the written report submitted for the Committee's consideration. The report was received by the committee.

### d. Write-off of Uncollectible Dues

Commissioner Buiteweg summarized the written report on the write-off of uncollectible items for FY2020. After discussion, a motion was made and approved authorizing the write-off of uncollectible state dues for FY2021 in the total amount of \$273,751.

### e. Consideration and Approval of FY2022 Budget

Commissioner Buiteweg summarized the memorandum and proposed budget submitted to the Committee and led a discussion of the proposed fiscal year 2023 budget. A motion was made and approved adopting the budget as proposed recognizing that there may need to be administrative cleanup.

### f. Recommendation Concerning State Dues for 2022-2023

Commissioner Buiteweg led a discussion of dues increases for fiscal year 2023-2024 and recommended that the Committee increase dues in response to inflation. Commissioner Buiteweg also noted that all but one state has caught up with their peers in tier status.

After discussion, the issue was tabled and will be considered the next meeting.

## 13. Pipeline Review

Mr. Schnabel reported on the number of acts under consideration this summer, and the projected readings in 2023 distributed for the Committee's consideration. The ULC may want to develop

policies or a framework to better control the number of acts considered at future annual meetings.

After discussion, it was decided that Commissioners Berg and Robbins, along with others, will work together to develop a policy that might help to guide committee establishment and discharge decisions with a goal of use at or before the midyear meeting.

#### 14. Report of the Committee on Scope and Program

Commissioner Jacobs presented the report of the Committee on Scope and Program (“Scope”).

##### **A. Recommendations Concerning Establishment of New Drafting Committees**

No recommendations for new drafting committees were submitted for consideration.

##### **B. Recommendations Concerning the Establishment of New Study Committees**

1. Scope approved the following resolution for consideration, recommending that a study committee be formed to revise the Model Marketable Title Act.

**RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Model Marketable Title Act Study Committee be formed to study the need for and feasibility of updating the Model Act.**

The Executive committee approved this resolution.

2. Scope approved the following resolution for consideration, recommending that a study committee be formed on use of tokens in the transfer and financing of real estate.

**RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Study Committee on the Use of Tokens in Real Property Transactions be formed to study the need for and feasibility of a uniform or model act on the subject.**

After discussion, the Executive Committee approved the amended resolution:

**RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Study Committee on the Use of Tokens, or other similar products, in Real Property Transactions be formed to study the need for and feasibility of a uniform or model act on the subject. The committee should focus on being technology neutral.**

3. Scope approved the following resolution for consideration, recommending that a study committee be formed on state ICWA (Indian Child Welfare Act) Law be formed.

**RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Study Committee on Indian Child Welfare Act Issues be formed to study the need for and feasibility of a uniform or model act on the subject.**

The Executive Committee approved this resolution.

### **C. Recommendations from the Committee to Review ULC Acts**

Katie Robinson, Senior Director for Strategy and Communications, reported on recommendations from the Committee to Review ULC Act.

A motion was made and approved with respect to re-designating the status of the following acts:

1. Uniform Asset Preservation Orders Act (2012): re-designate the Act as “Model.”
2. Uniform Employee and Student Online Privacy Act (2016): re-designate the Act as “Model.”
3. Uniform Wage Garnishment Act (2016): re-designate the Act as “Model.”
4. Uniform Assignment of Rents Act (2005): re-designate the Act as “Model.”
5. Uniform Certificate of Title Act (2005): re-designate the Act as “Other.”
6. Uniform Collateral Consequences of Conviction Act (2010): re-designate the Act as “Model.”
7. Uniform Law Enforcement Access to Entity Information Act (2009): withdraw the Act as “obsolete.”
8. Uniform Disposition of Community Property Rights at Death Act (1971): withdraw the Act as “superseded” by the Uniform Community Property Disposition at Death Act (2021).
9. Uniform Principal and Income Act (1997) (2000) (2008): withdraw the Act as “superseded” by the Uniform Fiduciary Income and Principal Act (2018).

### **D. Other Business**

The recommendation on Recurring Service Charges will be considered at the meeting Tuesday, July 12, 2022.

The committee adjourned at 4:47 p.m. Eastern Time.

## APPENDIX A

### A. Officer Reports

#### 1. Report of the Vice President (Division Chair Reports A-F)

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

#### 2. Report of the Secretary

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

Commissioner Leonard is scheduled to present a report to the Conference during the First Session of the annual meeting.

#### 3. Report of the Treasurer (*see* Agenda, Item 9, Finance and Budget)

Commissioner Buiteweg is scheduled to present a report to the Conference during the First Session of the annual meeting.

### B. Committee Reports

#### 1. Automated Technology Liability

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

#### 2. Criminal Justice Reform, Committee to Monitor Developments in

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

#### 3. Civil Litigation and Dispute Resolution, Committee to Monitor Developments in

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

#### 4. Technology, Committee to Monitor Developments in

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

5. American Bar Association, Committee on Liaison with

No report was received.

6. ULC History Committee

No report was received.

7. Public Information Committee

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

8. International Initiatives

a. International Legal Developments Committee

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

b. Joint Editorial Board for International Law

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

9. Tribal Law Activities

No report was received.

10. Joint Editorial Board for Health Law

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

11. Joint Editorial Board for Uniform Trust and Estate Acts

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

12. Joint Editorial Board for Uniform Real Property Acts

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

13. Joint Editorial Board on Uniform Unincorporated Organization Acts

No report was received.

14. Joint Editorial Board for Uniform Family Law Acts

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

15. Uniform Commercial Code

No report was received [see Division E Report].

16. Committee to Review ULC Acts

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

17. Stakeholder Outreach Committee

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

18. Reports from Other Organizations

a. NASS

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

C. Meeting Reports

1. Report on Committee Meetings

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

2. Report on Annual Meeting and Midyear Meeting Dates and Locations

A written report was submitted for the Executive Committee's consideration (see Appendix C.2). That report was received by the Committee. The ULC will meet in Philadelphia, Pennsylvania, Friday, July 8 – Thursday, July 14, 2022; and in Honolulu, HI, Friday, July 21 – Thursday, July 27, 2023.

D. Office Reports

1. Grants Report

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

2. Activity Report of the Executive Director

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

3. Activity Report of the Chief Administrative Officer

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

E. Reports of the Uniform Law Foundation

1. Trustee Minutes

Minutes from the recent Trustee meeting were received by the Committee.

2. ULF Financial Report, May 31 2022

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.

F. Nelson Mullins Report

A written report was submitted for the Executive Committee's consideration. That report was received by the Committee.