

Minutes
Web and Audio Conference of the Executive Committee
Uniform Law Commission

July 8, 2021

Madison, Wisconsin

Daniel Robbins, Chair of the Executive Committee, called the meeting to order on July 8, 2021, at 9:11 a.m. Central Time.

The following members of the Committee were present: Carl H. Lisman, President; Timothy Berg, Committee on Scope and Program Chair; Bill Breetz, Vice President; Steve Wilborn, Legislative Committee Chair; Tom Buiteweg, Treasurer; Martha Starkey, Secretary; Anita Ramasastry, Immediate Past President; Paula Tackett; Ryan Leonard; and Jamie Pedersen.

Also present: Tim Schnabel, Executive Director; Elizabeth Cotton-Murphy, Chief Administrative Officer; Ben Orzeske, Chief Counsel; and Katie Robinson, Legislative Program Director. Commissioners James Concannon and Joanne Pepperl attended a portion of the meeting.

Action Items

1. Minutes

A motion was made and approved accepting the minutes of the Executive Committee meeting held June 29, 2021.

2. Appointment of Advisory Members

A motion was made and approved granting advisory member status under Section 2.9 of the Constitution to Michael L. Buenger (National Center for State Courts), Susan P. Frederick (National Conference of State Legislatures), John Lee (Uniform Law Conference of Canada), Peter Lown (Uniform Law Conference of Canada), Elaine Marshall (National Association of Secretaries of State), Stephanie Martin (Federal Reserve Board), Stephanie Middleton (American Law Institute), Jason C. Moseley (Council of State Governments), Patricia L. Refo (American Bar Association), Richard L. Revesz (American Law Institute), Leslie Reynolds (National Association of Secretaries of State), Jorge Sanchez Cordero (Mexican Uniform Law Center), Shubha Sastry (U.S. Department of State), and Christopher Toth (National Association of Attorneys General).

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. Requests for Technical Amendments

No requests for technical amendments were submitted for consideration during this meeting.

5. Resolution Granting Approval to Signatories for ULC Recurring Expenses

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

6. International Legal Development Committee

Commissioner Robert Stein, Chair of the International Legal Developments Committee (ILDC), submitted a written request for an allocation of funds that would support an in-person meeting of the ILDC, and resource support for enlisting the advice of identified experts on how the Hague Conference Judgments Convention should be implemented. A motion was made and approved authorizing the resources requested.

Discussion Items

7. Report of the Legislative Committee

Steve Wilborn, Chair of Legislative Council, summarized his written report. For the 2021 legislative session, there have been 59 enactments.

No legislative breakfast or lunch functions are scheduled during the hybrid annual meeting. A legislative slide show will be projected in the general session throughout the conference with information about enactments and legislative activities in the states.

Scope and Program has worked to improve communication with Legislative Council to better inform the scope process. Scope and Program is routinely collecting feedback on the enactment potential of proposed drafting or study projects prior to consideration or approval.

8. Presidential Priorities

a. Finance

President Lisman reported that the impact of the pandemic on ULC finances has been positive overall. The elimination of in-person meetings resulted in a budget surplus and state dues payments have remained stable.

b. Governing Documents Review

President Lisman reported that the special committee to review the ULC Constitution, Bylaws, and Rules of Procedure completed its work, and that the

floor will consider revisions to those documents this week. The proposed revisions modernize the procedures to facilitate the use of technology and to support continued work during emergencies.

c. Pandemic Study Committees

President Lisman reported on the progress made by the three study committees focusing on epidemics and pandemics.

d. Issues of Racial Justice

President Lisman expressed his hope that the ULC could find additional ways to address racial justice issues.

e. Drafting Committee Meetings

Chair Robbins reported on plans for fall meetings. ULC will experiment with hybrid drafting committee meetings in an effort to preserve the increased participation by stakeholders that Zoom meetings have enabled. The fall schedule includes a combination of hybrid, in-person, and remote meetings as the ULC gradually moves back toward a full schedule of in-person meetings. Study committees will continue to meet via Zoom.

The Committee expressed appreciation for President Lisman's outstanding leadership during the global pandemic.

9. Finance and Budget

a. ULC Financial Statements – 5/31/2021

Commissioner Buiteweg summarized the written report on ULC financial statements ending May 31, 2021. 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 FY2020 in the total amount of \$260,625.

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 2022 budget. A motion was made and approved adopting the budget as proposed.

f. Recommendation Concerning State Dues for 2022-2023

Commissioner Buiteweg led a discussion of dues increases for fiscal year 2022-2023 and recommended that the Committee not increase dues in response to the financial pressures resulting from the global pandemic. Commissioner Buiteweg also noted that all but one state has caught up with their peers in tier status.

After discussion, a motion was made and approved authorizing freezing dues for 2022-2023 fiscal year.

A motion was made to reconsider the previously approved motion authorizing freezing dues for 2021-2022 fiscal year. The motion failed.

g. Budget Projections for FY 2022-23, 2023-24, and 2024-25

A written report was submitted to the Executive Committee. The report was received by the committee.

10. Covenant Not to Compete Act

Commissioners James Concannon and Joanne Pepperl summarized the Committee on Style's recommendation that the name of the Uniform Covenants Not to Compete Act be changed to better reflect the purpose of the act.

After discussion, a motion was made and approved that the name of the Uniform Covenants Not to Compete Act be changed to the *Uniform Restrictive Employment Agreement Act*.

11. Pipeline Review

Chair Robbins led a discussion of the proposed possible reading schedule for the 2022 Annual Meeting distributed for the Committee's consideration.

12. Report of the Committee on Scope and Program

Commissioner Berg presented the report of the Committee on Scope and Program (“Scope”) and recommends that going forward we consider having one or more virtual meetings of the committee prior to the annual meeting and reserve the in-person meeting for the deliberations over final recommendations.

A. Recommendations Concerning Establishment of New Drafting Committees

1. Scope approved the following resolution for consideration, recommending that a drafting committee on mortgage modifications be formed.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Drafting Committee on Mortgage Modifications be formed.

The Executive Committee approved this resolution by a unanimous vote, 11 – 0.

2. Scope approved the following resolution for consideration, recommending that a drafting committee to Revise the Uniform Determination of Death Act formed.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Drafting Committee to Revise the Uniform Determination of Death Act be formed.

The Executive Committee approved this resolution by a unanimous vote, 11 – 0.

3. Scope approved the following resolution for consideration, recommending that a drafting committee on drafting committee on Restrictive Covenants in deeds be formed.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Drafting Committee on Restrictive Covenants in Deeds be formed.

After discussion, the Executive committee approved, by a vote of ten yes, and one abstention, the following revised resolution:

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Drafting Committee on Restrictive Covenants in Deeds be formed and that the committee is charged with establishing a general policy approach, subject to review of the Executive Committee, before it begins to draft.

4. Scope approved the following resolution for consideration, recommending that a

drafting committee on Public Health Emergency Authorities be formed.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Drafting Committee on Public Health Emergency Authorities be formed.

After discussion, the Executive Committee approved, by a vote of seven yes and four no, the following revised resolution:

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Drafting Committee on Public Health Emergency Authorities be formed to develop a model act on the subject.

B. Recommendations Concerning the Establishment of New Study Committees

1. Scope approved the following resolution for consideration, recommending that a study committee be formed on redaction of personal information in public records.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Study Committee on Redaction of Personal Information from Public Records be formed to study the need for and feasibility of a uniform or model act on the subject.

The Executive committee approved this resolution by a vote of eight yes and two abstentions.

2. Scope approved the following resolution for consideration, recommending that a study committee be formed regarding the U.N. Convention on International Settlement Agreements Resulting from Mediation.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Study Committee be formed to explore issues relating to the U.N. Convention on International Settlement Agreements Resulting from Mediation. The primary focus of the study committee should be on the potential impact of the Convention on existing state law, including how ratification would affect the Uniform Mediation Act and state contract law. If the study committee should conclude that ratification by the U.S. is desirable, it should consider appropriate methods of implementation.

The Executive Committee approved this resolution by a vote of 10 yes and one not voting.

C. Resolutions for Other Committees

1. Scope approved the following resolution for consideration, recommending that a committee be formed on Automated Technology Liability.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that a Committee on Automated Technology Liability be formed to further refine the topic and develop proposals on specific subjects.

The Executive committee approved this resolution by a vote of nine yes, two abstentions.

D. Recommendations Concerning Discharge of Committees

Katie Robinson, Legislative Program Director, reported on recommendations for the discharge of committees.

1. Scope approved the following resolution for consideration, recommending that the Study Committee on Fines and Fees be discharged.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that the Study Committee on Fines and Fees be discharged with a letter of thanks to the committee.

The Executive Committee approved this resolution by a vote of nine yes and two abstentions.

2. Scope approved the following resolution for consideration, recommending that the Study Committee on Criminalization of Student Discipline be discharged.

RESOLVED, that the Committee on Scope and Program recommends to the Executive Committee that the Study Committee on Criminalization of Student Discipline be discharged with a letter of thanks to the committee.

After discussion, the Executive Committee approved this resolution by a vote of ten yes and one abstention.

The committee adjourned at 3:36 p.m. Central 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 Starkey 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. Committee on State and Federal Relations and Liaisons with Other Organizations

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. Healthcare Law, Committee to Monitor Developments in

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

5. Technology, Committee to Monitor Developments in

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

6. Privacy Law, Committee to Monitor Developments in

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

7. American Bar Association, Committee on Liaison with

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

8. ULC History Committee

No report was received.

9. Public Information Committee

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

10. 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.

11. Tribal Law Activities

No report was received.

12. Committee on Academic Partnerships

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

13. Joint Editorial Board for Uniform Trust and Estate Acts

No report was received.

14. 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.

15. Joint Editorial Board on Uniform Unincorporated Organization Acts

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

16. 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.

17. Uniform Commercial Code

No report was received [see Division E Report].

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. Fundraising

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

2. Trustee Minutes

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

3. ULF Financial Report, May 31 2020

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.