

**Minutes  
Executive Committee Meeting  
Uniform Law Commission**

**Stowe, Vermont  
Thursday, July 7, 2016**

Anita Ramasastry, Chair of the Executive Committee, called the meeting to order on July 7, 2016, at 8:00 a.m. Eastern Time.

The following members of the Committee were present: Timothy Berg; Thomas J. Buiteweg, Treasurer; Richard T. Cassidy, President; William H. Henning; Melissa Hortman, Vice President; Harriet Lansing, Immediate Past President; Ryan Leonard, Chair of the Legislative Committee; Carl Lisman, Chair, Scope and Program Committee; Daniel Robbins, Secretary; and Rodney Satterwhite.

Also present: Liza Karsai, Executive Director; Elizabeth Cotton-Murphy, Chief Administrative Officer; Katie Robinson, Legislative Program Director; and Ben Orzeske, Chief Counsel.

**I. Action Items**

**A. Approve Minutes**

A motion was made and approved accepting the minutes of the Executive Committee meetings held January 23, May 23, and June 10, 2016 subject to minor corrections to the January 23<sup>rd</sup> minutes, and with the addition of the location of the meeting to these and all future minutes

**B. Privileges of the Floor**

A motion was made and approved granting privileges of the floor to Kathleen Butler and Deborah Tedford.

**C. Appointment of Advisory Members**

A motion was made and approved granting advisory member status under Section 2.9 of the Constitution to Michael Coffee (U.S. Department of State), Kay Farley (National Center for State Courts), Susan P. Frederick (National Conference of State Legislatures), William Hubbard (American Bar Association), Peter Kilmartin (National Association of Attorneys General), John Kim (U. S. Department of State), Peter Lown (Uniform Law Conference of Canada), Elaine Marshall (National Association of Secretaries of State), Stephanie Martin (Federal Reserve Board), James E. McPherson (National Association of Attorneys General), Stephanie Middleton (American Law Institute), Jason C. Moseley (Council of State Government), Richard L. Revesz (American Law Institute), Leslie Reynolds (National Association of Secretaries of State), Jorge Cordero Sanchez (Mexican Uniform Law Center, and Elizabeth Strange (Uniform Law Conference of Canada).

D. Appointment of Nominating Committee

A motion was made and approved authorizing the appointment of a nominating committee consisting of Harriet Lansing (MN), Chair; Boris Auerbach (OH); Gail Hagerty (ND); Dale Higer (ID); and Michele Timmons (MN).

E. Name Changes

No additional requests for name changes were submitted for consideration.

F. Requests for Waiver of Line-by-Line Reading

President Cassidy reported that a request had been received for a waiver of line-by-line reading of sections of the Employee and Student Online Privacy and Protection Act, pursuant to By-Law 44A.4. A motion was made and approved granting the request.

G. Consideration of Excused Absences

A motion was made and approved excusing the absences of the following commissioners from the 2016 Annual Meeting for good grounds given : Robert G. Bailey (MO); Caroline N. Brown (NC); Robert Butkin (OK); Matthew Chandler (NM); Michael A. Ferry (MO); David Holt (OK); Gerald L. Jackson (OK); Keith Kautz (WY); Kay Kindred (NV); Rusty N. LaForge (OK); John G. Mulroe (IL); Dave Nething (ND); James E. O'Connor; William H. Payne (NM); Susan R. Pollard (AK); William Poole (AL); Suzanne Reynolds (NC); Patrick Rogers (NM); Ben Sones (MS); Samuel J. Tenebaum (IL); and Annette Kingsland Zeigler (WI).

H. Requests for Life Membership

A motion was made and adopted nominating Harriet Lansing (MN) as a life member of the Conference.

I. Resolution Granting Approval to Signatories for ULC Recurring Expenses

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

J. Requests for Technical Amendments

1. Conforming Uniform Probate Code, Sec. 2-213, and Uniform Premarital and Marital Agreements Act, Sec. 9

After discussion a motion was made and approved authorizing technical amendments to the Uniform Probate Code, Sec. 2-213, and Uniform Premarital and Marital Agreements Act, Sec. 9, under Section 4.3(b)(3) of the ULC Constitution.

2. Conforming Uniform Power of Attorney Act, Sec. 201, and Uniform Probate Code, Sec. 3-711, to the Revised Uniform Fiduciary Access to Digital Assets Act

After discussion a motion was made and approved authorizing the technical amendments to the Uniform Probate Code, Sec. 3-711, and Revised Uniform Fiduciary Access to Digital Assets Act, under Section 4.3(b)(3) of the ULC Constitution.

3. Proposed Revisions to Official Comments to Uniform Commercial Real Estate Receivership Act Sections 16, 17, and 18

After discussion a motion was made and adopted to approve revisions to the official comments of the Uniform Commercial Real Estate Receivership Act Sections 16, 17 and 18 that serve to clarify the language of the Act.

- K. Request for the Center for Indian Country Development logo on the cover page for the Implementation Guide along with the ULC logo

Commissioner Ramasastry reported on the written request submitted for the Committee's consideration. Susan Woodrow, from the Federal Reserve Bank of Kansas and her colleagues at the Center for Indian Country Development have taken the lead in amending the Implementation Guide to reflect decisions of the drafting committee and certain developments that have occurred since the Guide was initially published. A motion was made and adopted to approve placement of the Center's logo on the front and back covers of the amended Implementation Guide as an addition to the ULC logo.

The Executive Committee expressed its appreciation of the Center's significant efforts devoted to the success of the Model Tribal Secured Transactions Act.

- L. "Evergreen" Proposal from JEB UUOA

Liza Karsai reported on the written request submitted for the Committee's consideration and approval for amendment of the JEB's Memorandum of Understanding. The changes seek to clarify the JEB's role in proposing technical amendments to acts that fall within the JEB's jurisdiction as well as the Executive Committee's authority to review and approve such proposals.

After consideration, the Executive Committee concluded that the Committee anticipates that every Joint Editorial Board will propose to the Executive Committee technical amendments to acts within their jurisdiction and thus the MOU requires no amendment.

- M. Request to Film Conference Proceedings and Interview Commissioners

Katie Robinson reported on a written request submitted for the Committee's consideration. Ken Quinn, who represents the organization Convention of States Action has requested approval to videotape the proceedings of the annual meeting, and to

conduct and film individual commissioner interviews. Mr. Quinn has registered for the meeting.

After discussion a motion was made and approved to adopt a policy that videotaping is not permitted on the floor during the general session of the Conference. The Executive Committee takes no position regarding filming outside the general session, and whether individual commissioners choose to be interviewed in their personal capacity.

## **II. Discussion Items**

### **A. Legislative Updates**

Commissioner Leonard summarized the written report submitted for the Committee's consideration. The ULC aimed for 219 introductions during the 2016 legislative season. To date, there have been 169 introductions and 55 enactments.

Commissioner Leonard reported on the Council's productive January meeting. The Council has implemented a number of steps to enhance enactment efforts. ULC staff updated more than 50 enactment kits this spring. Each Legislative Liaison now automatically receives an enactment kit for each act on his or her state plan. The Council will regularly review target enactment records to identify states with targets to complete. Members of the Council will contact individual state liaisons to encourage enactment of specific targeted acts.

A regional meeting was hosted for the Eastern Region this spring. The purpose of the meeting was to offer assistance to states with low enactment records. Regional meetings could also be scheduled during the Annual Meeting.

The Council will review and may streamline the target act list in September.

### **B. Budget and Finance**

#### **State Dues Report**

Commissioner Buiteweg reported on the collection of state dues for the 2015-16 fiscal year. The ULC has received full dues payments from 41 states and has received partial dues payments from four states. The ULC may receive no payments for FY 2016 from the following states: Alabama, Arizona, Massachusetts, Michigan, New Hampshire, North Carolina and Puerto Rico. The projected uncollectible for the year is 17.39%.

#### **Investment Report**

Commissioner Buiteweg summarized the written report on ULC investments received by the Executive Committee.

### End-of-Year Financial Report

Commissioner Buiteweg summarized the written End-of-Year Financial Report submitted for the Committee's consideration. The ULC anticipates ending the year with a surplus of approximately \$144,000 based upon receipt of unanticipated state dues contributions and savings in travel, contractual services, mailing and shipping, office and other program expense line items. The report was accepted by the committee.

### Write-off of Uncollectibles

Commissioner Buiteweg summarized the written report on the Write-off of Uncollectibles submitted for the Executive Committee's consideration. After discussion, a motion was made and approved authorizing the write off of uncollectible state dues in the total amount of \$344,524.81.

### 2017 Budget

The 2017 budget was submitted in writing for the Executive Committee's consideration. Action will be deferred on this item pending further discussion during an executive session.

### 2017 – 2018 Due Increase

Commissioner Buiteweg reported on the recommended dues schedule for fiscal year 2017 -2018. The recommendation before the committee is for a 2% increase for states caught up to the tiered dues model implemented in 2007 and a 5% increase for states that have not caught up. The current recommendation for the reserve for uncollected dues in the proposed FY 2016 -17 budget is 16.9%. Buiteweg also noted that by 2020 nearly all states would be caught up with their peers in tier status based on current projections.

After discussion, a motion was made and approved authorizing a dues increase for 2017 - 18 of 2% for "caught up" states and 5% for those not yet caught up to the previously approved dues schedule.

### Discussion of Strategic Use of ULF Funds

There was a discussion of strategic use of ULF Funds. Liza Karsai reported that the Foundation recently increased its endowment goal to \$20 million in response to concerns about losses in royalty revenue.

The Executive Committee asked that the staff prepare a report on the remaining grant funds available under the Foundation's policy and a report of historical Foundation giving.

A motion was made and adopted that a small committee be appointed to consider whether the ULC should request an annual contribution towards operating expenses from the Foundation. If so, the committee is tasked with developing a proposal and recommending

the amount to be requested.

### Discussion of Committee Numbers and Size

Liza Karsai led a discussion of committee numbers and size and summarized historical travel and hotel expense trends. Karsai noted that although face-to-face meetings are the best way for the Conference to complete its work, for some meetings under particular circumstances, new technologies might prove a useful adjunct to in-person meetings. The ULC will use a web-based meeting platform for a fall meeting of one drafting committee that has requested it.

### Fair Labor Standards Act Amendments

Liza Karsai and Elizabeth Cotton-Murphy reported on amendments to the Fair Labor Standards Act's minimum wage and overtime pay protections and the potential impact on the ULC budget.

## C. Presidential Priorities

### Leadership Titles

Commissioner Hortman led a discussion of possible title changes that would better reflect the position of President Elect. She will prepare a proposal in strike and score to demonstrate how minimal changes to Articles 4 and 22 of the Constitution could clarify the position. This proposal will be submitted for the Committee's consideration on Monday, July 11, 2016.

### Information Protocols and Policies

Liza Karsai and Commissioner Cassidy reported on the appointment of a committee to consider information protocols and policies. The committee will be asked to review Conference practices concerning public communications, public dissemination of information, and responses to press and media inquiries, and to make appropriate policy recommendations.

### Diversity and Inclusion

President Cassidy reported on the appointment of a special committee to pursue the goals of encouraging diversity and inclusion of all Commissioners. The committee has been tasked with a review of existing policies and to make other recommendations that will assist the President in achieving these goals.

Commissioner Ryan recommended that President Cassidy also consider consulting the Committee to Strengthen State Delegations, which may be able to provide additional support.

## Collateral Consequences

President Cassidy reported on ongoing challenges in states gaining access to the National Inventory of the Collateral Consequences of Conviction (NICCC), due to certain restrictions placed on such access by the ABA Criminal Justice Section. At present, this may make it difficult for states to compile the inventories required by Section 4 of the UCCCA.

Cassidy reported that the grantor, NIJ, has continued to allow grantee (ABA) control of data while the grant is ongoing and once the grant is concluded, the study should be released to the states. At the end of the summer the Justice Department will award a grant to the Conference of State Governments (CSG) that includes the maintenance of the National Inventory. CSG is interested in working with our former reporter to make the data accurate once received.

## Website

Greg Young presented the new website under development. The Website Advisory Committee will be reconvened to assist in setting default policies regarding the interactive parts of the website and to review proposed terms and conditions of use. The Website Advisory Committee and the Executive Committee will both assist in beta testing the website prior to its launch.

### D. Discussion with Division Chairs

This topic will be taken up on Monday, July 11, 2016.

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

This report will be taken up Monday, July 11, 2016.

### F. Consideration of Continuation or Discharge of Standby/Other Committees

After discussion a motion was made and approved to discharge the following committees: the Standby Committee on Model State Administrative Procedures Act; the Standby Committee on Uniform Foreign Country Money Judgments Recognition Act; and the Standby Committee on Uniform Partition of Heirs Property.

## **III. Informational Reports**

### **The following informational reports were received and accepted by the Committee.**

#### A. Officer Reports

##### 1. Report of the Vice President

Commissioner Melissa Hortman, Vice President, submitted a written report for

the Executive Committee's consideration.

2. Report of the Secretary

Commissioner Daniel Robbins, Secretary, submitted a written report for the Executive Committee's consideration.

3. Report of the Treasurer

Commissioner Thomas J. Buiteweg, Treasurer, submitted a written report for the Executive Committee's consideration.

4. Report of the Chair of Legislative Committee

Commissioner Ryan Leonard, Chair of Legislative Committee, submitted a written report for the Executive Committee's consideration.

B. Committee Reports

1. Committee on State and Federal Relations and Other Organizations

A written report submitted for the committee's consideration.

2. Committee to Monitor Health Care Law

A written report submitted for the committee's consideration.

3. International Initiatives

A written report submitted for the committee's consideration.

4. Tribal Law Activities

A written report submitted for the committee's consideration.

5. Committee on Academic Partnerships

A written report submitted for the committee's consideration

6. Coordinating Committee to Draft Technical Amendments to ULC Acts

A written report submitted for the committee's consideration.

7. Joint Editorial Board for Uniform Trust and Estates

A written report submitted for the committee's consideration.

8. Joint Editorial Board for Uniform Real Property Acts

A written report submitted for the committee's consideration.

9. Joint Editorial Board for Uniform Unincorporated Organization Acts

A written report submitted for the committee's consideration.

C. Meeting Reports

1. Annual Meeting Schedule and Events

A written report submitted for the committee's consideration.

2. Report on Committee Meetings

A written report submitted for the committee's consideration.

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

A written report submitted for the committee's consideration.

D. Office Reports

1. Report on Hiring Fellow

The resume of the new ULF Fellow, Mary Shelly, was submitted for the Executive Committee's information.

2. Grants Report

A written report submitted for the committee's consideration.

3. Activity Report of the Executive Director

Executive Director Karsai submitted a written report for the Executive Committee's consideration.

4. Activity Report of the Chief Administrative Officer

Chief Administrative Officer Cotton-Murphy submitted a written report for the Executive Committee's consideration.

E. Reports of the Uniform Law Foundation

1. Financials

A written report was submitted for the committee's consideration.

2. Fundraising

A written report was submitted for the committee's consideration.

3. Trustee Minutes

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

F. Miscellaneous Reports

1. Report on ULC Archive at University of Texas at Austin

A written report was submitted for the committee's consideration.

2. Report on the Work of ULC's Federal Government Relations Representatives, Nelson Mullins Public Strategies, and other Federal Relations Matters

**IV. Executive Session**

The committee resolved into Executive Session at 2:25 p.m. Eastern Time.

**V. Approval of budget**

The Executive Committee returned from Executive Session at 4:00 p.m. Eastern Time.

A motion was made and approved to accept the budget as amended during the Executive Session.

The meeting adjourned at 4:05 p.m. Eastern Time.