

**Minutes**  
**Meeting of the Executive Committee**  
**Uniform Law Commission**  
**July 9, 2015**  
**Williamsburg, VA**

Richard T. Cassidy, Chair of the Executive Committee, called the meeting to order on July 9, 2015, at 9:00 a.m. The following members of the Committee were present: Timothy Berg, Secretary; Rex Blackburn, Vice President; Tom Bolt; Michael Houghton, Immediate Past President; Harriet Lansing, President; John T. McGarvey, Chair, Legislative Committee; Susan Kelly Nichols; Anita Ramasastry, Chair, Scope and Program Committee; Charles A. Trost, Treasurer; and David S. Walker. Also present were Liza I. Karsai, Executive Director; J. Elizabeth Cotton-Murphy, Chief Administrative Officer; and Katie Robinson, Deputy Legislative Director / Communications Officer. Commissioner Dale G. Higer, Chair of the Liaison with Other Organizations Committee, Commissioner Gene N. Lebrun, Chair of the Committee on Public Information, and Commissioner Robert Stein, Chair of the International Legal Developments Committee, attended portions of the meeting.

**1. Approve Minutes**

A motion was made and approved accepting the minutes of the Midyear meeting held January 24-25, 2015, and the conference call minutes of the meetings held May 1, 2015 and May 28, 2015.

**2. Report of the President**

A. Privileges of the Floor

A motion was made and approved granting privileges of the floor to reporters, ABA and ALI advisors or representatives, and selected observers to drafting committees.

The reporters are: Wilson R. Freyermuth; Linda Elrod; James Smith; Alan White; Sarah J. Hughes; Sheldon Kurtz; Alice Noble-Allgire; Daniel Kleinberger; Hirsch, Dennis; and Susan Bart.

The advisors, representatives and selected observers who were granted privileges are: Agnone, Anthony (approved in May); Barnes, Michael P.; Maddox, Rodney S. (approved in May); Pogge, Paul (approved in May); Rayburn, Kevin; Allen, Jeffrey M.; Schwartz, James L.; Standridge Kress, Kay; Trott, John M.; Williams, Justin G.; Bossin, Phyllis G.; Casale, Helen E.; Hernandez, Dolly; Rute, Larry R.; Harmon, Teresa; Nekritz, Barry; Rubenstein, Neil; Bailey, Allen M.; Kucinski, Melissa A.; Darcy McGovern; Buchsbaum, Peter; Eagle, Steven; Harris, Steven; Adkisson, Jay D.; Bardwell, Marjorie R.; Bishop, Carter; Donn, Allan G.; Griffith, Leigh J.; Lardner, Greg; Lee, Kyung S.; Miller, Sandra K.; Miller, Elizabeth S.; Norton, Marla H.; Powell, Norman; Sparkman, Allen; Wheaton, James J.; Williams, John L.; Gillespie, Peter J.; Langrock, Frank H.; Morgan, Heather A.; Heller, Amy E.; Atkinson, Carolyn C.; Darraby, Alexandra; Heyman, Scott; Millar, Ethan D.; Noel, Charlotte; Pearce, Beth; Stenburg, Don (approved in May); Clark, Denise M.; Jacobson, Garth; and Klinger, Robyn B.

## B. 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), Luc Labonte (Uniform Law Conference of Canada), Peter J. 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), and Jorge Cordero Sanchez (Mexican Uniform Law Center).

## C. Appointment of Nominating Committee

A motion was made and approved authorizing the appointment of a nominating committee consisting of Martha Lee Walters (OR), Chair, Boris Auerbach (OH), M. Gay Taylor-Jones (UT), Dale Higer (ID), and Gail Hagerty (ND).

## D. Name Changes

There were no requests for name changes of any committees.

## E. Requests for Waiver of Line-by-Line reading

President Lansing reported that a request had been received for a waiver of line-by-line reading of a section of the Revised Uniform Residential Landlord and Tenant Act, pursuant to By-Law 44A.4. A motion was made and approved granting the request.

## F. Annual Meeting Schedule and Events

President Lansing reported on the agenda for and the events at the 2015 Annual Meeting.

## G. Report on Plans for the ABA Annual Meeting, August 2015

President Lansing reported that leadership will attend the ABA Annual Meeting in Chicago in August. The location of the meeting also gives ULC staff an opportunity to attend as well. No ULC acts will be presented to the House of Delegates in August.

## H. Report on Hiring of Staff

President Lansing reported on the resignation of Legislative Director Morrow and plans for the realignment of responsibilities between Deputy Legislative Director Robinson and Legislative Counsel Orzeske to manage the responsibilities of the former Legislative

Director position. Ms. Robinson will fill the role of managing the legislative program. Mr. Orzeske will fill the role of Legal Counsel for the organization and supervision of the legal work of the staff lawyers. Executive Director Karsai also will work on the legislative effort and provide supervision of ULC legislative activities. Two new Legislative Counsel have joined the Uniform Law Commission: Kaitlin A. Dohse and Brian T. Lewis. Ms. Dohse was with the Office of the Speaker of the Illinois House of Representatives prior to joining the Commission. Mr. Lewis was with the Law Office of Tamela T. Wallace in Charlotte, North Carolina.

A motion was made for an expression of Executive Committee support for the legislative staff restructuring. The Committee expressed unanimous support, and the motion was adopted.

Commissioners Houghton and Ramasastry raised the importance of continuing to build relationships with law schools through legal clinics and direct contact with law students and law schools faculties. Commissioner Sitkoff was recommended as a potential resource. At its Monday, July 13, 2015 session, the Executive Committee will consider a proposal by Commissioner Trost for support for a law student clinic.

President Lansing reported that the ULF has approved a grant for two fellows beginning in September of 2015. A single offer was extended thus far but the candidate declined. There are a number of other candidates under consideration. Garrett Heilman, whose term as Fellow comes to conclusion in August, has declined an invitation to continue his term with the ULC.

I. Report of the Committee on State and Federal Relations

This report will be taken up on Monday, July 13.

J. Report on Relations with Other Organizations

Commissioner Higer summarized the written report submitted for the Executive Committee's consideration. The Committee on Liaisons with Other Organizations met in conjunction with the March 2015 meeting of the State and Federal Relations Committee. At that time, the Committee reported that the Council of State Governments has established a working group to review and revise the Suggested State Legislative process; ULC representatives will participate in the working group. Commissioner Higer also reported that efforts to collaborate with CSG will continue.

A reception hosting advisory members from other organizations attending the ULC's annual meeting in Williamsburg will precede the Welcoming Reception tomorrow evening, and may become an annual event.

In February, Katie Robinson and Robert J. Tennessen attended the winter meeting of the National Association of Secretary of States. A written report was received and accepted by the committee.

K. Report of the Committee to Monitor Developments in Civil Litigation and Dispute Resolution

President Lansing summarized the written report that was submitted and received by the Committee. The Committee to Monitor Developments in Civil Litigation and Dispute Resolution did not meet in the first half of 2015. ULC staff will continue to work with the committee members on compiling a list of interested organizations.

#### L. Report of the Committee to Monitor Health Care Law

President Lansing summarized the written report submitted for Executive Committee consideration. The Committee requests that additional commissioner members be added to the committee and that individuals outside the ULC be appointed as ex officio to provide a broader variety of input into the monitoring process. Commissioner Cassidy suggested extending invitations to other groups to participate in the process.

After discussion a motion was made and approved to add two or three members to the Committee and to invite participation by the ABA Health Law Section and the Health Law Association.

The Executive Committee discussed having the newly constituted Website and Media Issues Committee monitor new technology law developments. Commissioner Walker recommended adding links to the NCSL and CSG website onto the ULC website to indicate NCLS or CSG endorsements.

#### M. Discussion of Committee Numbers and Size

President Lansing summarized historical research to identify trends in the number of committees appointed and sizes of those committees over the past decade. The Executive Committee discussed the need to develop an active project management plan to ensure successful projects and enactments.

Commissioner Cassidy said that ongoing discussion of this issue at the executive level is imperative and announced that additional time will be dedicated to this topic on Monday, July 13, 2015. Legislative Council will also be asked to consider and help to prioritize the pipeline at their meeting Friday, July 10, 2015.

#### N. Report of the Committee on Strengthening State Delegations

President Lansing summarized the written report submitted and received by the Executive Committee. This committee has done an outstanding job to identify the components of what makes for an effective delegation. President Lansing thanks Commissioners Hagerty and Hawkins for their leadership of this important project. The report will be distributed at the legislative committee breakfasts and will be posted to the member-only portal of the ULC website when available. The report is a useful tool to help guide state delegations.

Proposed revisions to the Committee Profile Form will be considered by the Executive Committee on Monday, July 13, 2015.

O. Report on Legislative Drafting Text

President Lansing reported on progress made on the legislative drafting text. The book is an attempt to make legislative drafting models and principles immediately available, accessible and usable. The drafting and editing of the book is now complete and the final copy typeset. Thompson Reuters is interested in publishing this book. Royalties would be split evenly between the ULC and Mr. Garner. The ULC has requested an advance to cover the purchase of one copy for each commissioner, and to allow the ULC to post this volume on our website at some point. Negotiations are ongoing.

P. Report on International Initiatives

This report will be taken up on Monday, July 13.

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

Deputy Legislative Director / Communications Officer, Katie Robinson summarized the written report submitted for the Executive Committee's consideration. The Tarlton Law Library at the University of Texas completed processing all the archive materials and are finishing up development of the finding aids on all acts. Once they complete the finding aids on all of the boxes they will begin the digitization of the archive. How archives will be made electronically available is yet to be determined. There are costs associated with hosting an online archive and the University has not committed to hosting the online archive. The Website and Media Issues Committee should consider whether the ULC should approach national online archives such as the Library of Congress to host the archive.

R. Subcommittee on Amicus Brief Policy Recommendation to the Executive Committee

Commissioner Berg summarized rationale the Amicus Brief Policy recommendation submitted for the Executive Committee's consideration. After full consideration, the Executive Committee requested some revisions to the policy for consideration at its session on Monday, July 13, 2015. As a separate issue for the midyear meeting Commissioner Walker and Executive Director Karsai will review MOUs will be reviewed to find other conflicts or problems in the existing MOUs

S. Increasing the Budget Line to Cover Leadership Expenses

President Lansing reported on the unanticipated expenses incurred by the President and Chair of the Executive Committee, specifically expenses associated with spouse travel. The Executive Committee asked Commissioners Trost and Houghton to work with Executive Director Karsai to seek the opinion of a tax attorney on the tax and other possible legal implications of reimbursing some spouse travel expenses or entering an independent contracting relationship with spouses who provide services to the Conference.

Commissioner Cassidy recommended that the ULC consider making the election of the incoming president two years earlier than is the current practice and designating the position President Elect rather than the Chair of the Executive Committee.

A motion was made and approved that a special committee be appointed consisting of senior members of the Conference, including past presidents, to look first at issues of leadership expenses and also to consider the question of the use of the title of *President Elect*. When the special committee reports to the Executive Committee, if there are additional recommendations for consideration, the Committee will consider those recommendations at that time.

#### T. Tribal Law Activities

President Lansing reported on recent activities of the Model Tribal Probate Drafting Committee and the recently created Amend the Tribal Secured Transactions Act Drafting Committee.

### **3. Report of the Chair of the Executive Committee**

#### A. Report on Committee Meetings

Commissioner Cassidy reported on committee meetings already held during the 2014-2015 fiscal year and meetings to be held the first half of the 2015-2016 fiscal year. The practice of meeting primarily in Washington, D.C. and in Chicago has been successful and will be continued. Meeting in Washington, D. C. continues to be important to stakeholders associated with several committees.

#### B. Report on Annual Meeting and Midyear Meeting Dates and Locations

Commissioner Cassidy reported that the Midyear Meeting will be held January 13-17, 2016, at the Ritz-Carlton, Amelia Island, FL, and in Point Clear, Alabama, January 12 – 15, 2017 (tentative).

Commissioner Cassidy reported on the dates and meeting locations of the 2016 and 2017 Annual Meetings. The ULC will meet in Stowe, VT, Friday, July 8 – Thursday, July 14, 2016; and in San Diego, CA, Friday, July 14 – Thursday, July 20, 2017.

#### C. Overview and Plans for 2015-16

Commissioner Cassidy reported on his plan to continue to emphasize the quality of ULC products and to push for simplicity in drafting. He will also focus on using technology to promote the traditional values of the Conference.

### **4. Report of the Vice President**

#### A. Division Chair Reports

The Committee received reports from all Division Chairs.

B. Report of the PEB's and JEB's

The Committee received written reports from the Joint Editorial Board for Uniform Real Property Acts, and the Joint Editorial Board for Uniform Trust and Estate Acts.

**5. Report of the Secretary**

A. Membership Changes

Commissioner Berg, Secretary, reported on changes in membership since the 2014 Annual Meeting. Commissioner Berg reported that there are currently 320 Commissioners, 32 Associate Members, 45 Life Members, and 16 Advisory Members, making a total of 413 Members of the Conference.

B. Consideration of Excused Absences

A motion was made and approved excusing the absences of commissioners who have requested an excused absence and given reasons for their absence from the 2016 Annual Meeting: Diane Boyer-Vine (CA); Caroline N. Brown (NC); Michael B. DeMersseman (SD); David M. English (MO); Thomas A. French (PA); Cynthia Galvin (KY); Douglas D. Gardener (AK); Gene H. Hennig (MN); Briggs Hopson (MS); Kieran Marion (MI); Antonio Maestas (NM); Derek Miller (MI); John G. Mulroe (IL); Dave Nething (ND); Beverly C. Pearman (OR); Fred Risser (WI); Patience D. Roggensack (WI); Michael H. Rubin (LA); Michael Schwoyer (PA); Rosemary Sackett (IA); Drew Snyder (MS); John Strand (MI); Gwenetta Tatum (MS); Anthony Wendtland (WY); William T. Wilkins (MS); and Patrick Wyrick (OK).

C. Consideration of Requests for Life Membership

A motion was made and adopted nominating the following Commissioners as life members of the Conference: Jerry L. Bassett (AL); Vincent C. DeLiberato, Jr. (PA); Lyle W. Hillyard (UT), and Joan Zeldon (Washington, D.C).

**6. Report of the Treasurer**

A. Treasurer's Annual Report

Commissioner Trost reported that as of July 10, 2015, that ULC remains fiscally sound and several States that reduced or eliminated ULC dues payments or reduced or eliminated travel budget have come back into compliance. Uncollectible dues will be 12.85% for 2015. As of May 31, 2015, the ULC has unaudited assets of \$3.4 million.

B. State Dues Report

Commissioner Trost reported on the collection of state dues for the 2014-15 fiscal year.

The ULC has received full dues payments from 40 states and has received partial dues payments from six states. The ULC may receive no payments for FY 2015 from the following states: Maine, Michigan, New Hampshire, North Carolina and Puerto Rico.

Chief Administrative Officer Cotton-Murphy reported that a partial dues payment from Maine would be restored in 2015-2016.

C. Recommendation Concerning State Dues for 2016 - 17

This report will be taken up on Monday, July 13.

D. Write off of Uncollectibles

Commissioner Trost summarized the written report 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 \$265,364.40.

E. Report on ULC Investments

Commissioner Trost reported on ULC investments. The Conference continues to invest in high quality bonds.

F. Resolution Granting Approval to Signatories for ULC Recurring Expenses

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

G. Discussion of Board Designated Funds

President Lansing summarized the need for the proposed resolution to set aside board designated funds to be used to subsidize future annual meetings.

After discussion, the Executive Committee approved the following resolution:

RESOLVED, that the Executive Committee hereby temporarily restricts \$100,000 a year for a total of \$500,000 of unrestricted net assets at June 30, 2015, to be set aside as board designated funds and used for the 2015, 2016, 2017, 2018 and 2019 annual meetings.

This resolution supersedes all previous Executive Committee resolutions concerning board designated funds.

## **7. Report of the Uniform Law Foundation**

This report will be taken up on Monday, July 13, 2015.

## **8. Strategic Use of ULF Funding**

This report will be taken up on Monday, July 13.

## **9. Report of the Committee on Scope and Program**

This report will be taken up on Monday, July 13, 2015.

## **10. Report of the Executive Director**

### A. Report of Activities Since the 2015 Mid-Year Meeting

This report will be taken up on Monday, July 13, 2015

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

This report will be taken up on Monday, July 13, 2015

### C. Grants Report

This report will be taken up on Monday, July 13, 2015

### D. Wage Garnishment Act Drafting Committee – Discussion of outside funds for plain language review

This report will be taken up on Monday, July 13, 2015

## **11. Report of the Chief Administrative Officer**

### A. Report of Activities Since the 2015 Midyear Meeting

This report will be taken up on Monday, July 13, 2015.

### B. End-of-Year Financial Report

This report will be taken up on Monday, July 13, 2015.

### C. FY 2015-15 Budget

This report will be taken up on Monday, July 13, 2015.

### D. Programmatic Budget FY 2015-15

This report will be taken up on Monday, July 13, 2015.

### E. Budget Projections for FY 2015-16, 2016-17 and 2017-18

This report will be taken up on Monday, July 13, 2015.

## **12. Report of the Chair of Legislative Committee**

### A. Report on Activities Since the January 2015 Midyear Meeting

This report will be taken up on Monday, July 13, 2015.

### B. Results of 2015 Legislative Session

This report will be taken up on Monday, July 13, 2015.

### C. Legislative Counsel Members and Meeting Minutes

This report will be taken up on Monday, July 13, 2015.

### D. Target Changes

This report will be taken up on Monday, July 13, 2015.

### E. Enactment Committees

This report will be taken up on Monday, July 13, 2015.

### F. Legislative Staffing Assignments

This report will be taken up on Monday, July 13, 2015.

## **13. Consideration of Continuation or Discharge of Standby/Other Committees**

This report will be considered on Monday, July 13, 2015.

## **14. Other Business**

### A. Uniform Fiduciary Access to Digital Assets Act – Single Read

President Lansing provided background on proposed amendments or revisions to the Uniform Fiduciary Access to Digital Assets Act (UFADAA). Commissioner Walsh, Chair of the Standby Committee, reported that the proposed amendments, although extensive in form, will not substantially change the purpose or effect of the act.

A motion was made and approved authorizing the waiver of line by line reading on the provisions of the act not substantially modified as a result of the amendments.

After discussion a motion was made and approved authorizing the submission of request of the two-reading rule to the floor of the Conference for a vote, pursuant to Section 8.1E. The waiver requires approval of a minimum of 20 states for approval and the

Conference will be alerted to the upcoming vote prior to consideration of the Amendments on the floor.

The committee went into Executive Session at 4:55 p.m.