

**OREGON STATE BAR – DEBTOR-CREDITOR SECTION  
EXECUTIVE COMMITTEE MEETING**

Thursday, February 28, 2019 at 4:00-5:30 pm  
Black Helterline LLP  
805 SW Broadway, Suite 1900, Portland  
(Call in: (503) 224-5560)

The first regular meeting in 2019 was called to order at approximately 4:10 p.m. by Britta E. Warren, Chair, at the conference room of Black Helterline LLP.

The Executive Committee for the Debtor-Creditor Section includes the following members for the 2019 term:

2019 Members: Britta E. Warren (Chair), Laura L. Donaldson (Chair Elect), Justin D. Leonard (Past Chair), Margot D. Seitz (Treasurer), Erich M. Paetsch (Secretary), Judge Peter C. McKittrick (Ex Officio Member), Penny L. Austin (Member), William J. Critchlow (Member), Oren B. Haker (Member), Cassie K. Jones (Member), Garret S. Ledgerwood (Member), Julia I. Manela (Member), Douglas R. Ricks (Member) - with John R. Bachofner (BOG Contact) and Karen Lee (OSB Liaison).

A quorum of the following members participated at the February 28, 2019 meeting in person or telephonically:

Present: Britta E. Warren (Chair); Justin D. Leonard (Past Chair); Judge Peter C. McKittrick (Ex Officio); Douglas R. Ricks; Margot D. Seitz (Treasurer); Laura L. Donaldson (Chair Elect); Erich M. Paetsch (Secretary); Karen Lee (OSB Liaison).

Telephonically: William J. Critchlow; Julia I. Manela; Garrett S. Ledgerwood; Penny Austin; Cassie K. Jones.

## **Meeting Minutes**

### **1. Introduction and welcoming of new members**

William Critchlow (Harder, Wells, Baron & Manning PC in Eugene);  
Oren Haker (Stoel Rives LLP in Portland)  
Cassie Jones (returning member) (Cleaves Swearingen LLP in Eugene) (2nd term)  
Garret Ledgerwood (Hershner Hunter, LLP in Eugene); and  
Douglas Ricks (Vanden Bos & Chapman LLP in Portland).

### **2. Introductory Activity**

The members participated in an activity to share more about themselves lead by Britta Warren.

### **3. Review of Debtor-Creditor Section and Executive Committee Objectives**

The committee discussed general objectives for the 2019 term including identifying and increasing committee participation lead by Britta Warren.

### **4. Review and Approval of Minutes from November 8, 2018**

The Committee received and reviewed the minutes in advance of the meeting. Laura Donaldson moved and Cassie Jones seconded a motion to approve the minutes as presented. The motion passed unanimously.

## **5. Treasurer's Report with Overview of 2019 Budget**

Margott Seitz and Laura Donaldson presented a transition treasurer's report to start the year. Laura Donaldson identified and discussed the 2019 budget. The treasurer highlighted that membership dues and budgeted income in January are lower than anticipated (69.00%). A discussion followed about potential reasons for delayed committee signups and decreasing section participation. Karen Lee responded to questions about impacts from the Oregon Bar's new registration process and technical challenges that might have arisen. The executive committee agreed to assess historical membership and renewal information to identify potential section recruitment opportunities. The treasurer also highlighted variations from budget related to web servicing expenditures and a reimbursement associated with the pro bono volunteer appreciation event.

## **6. Review of Reimbursement Policies: Mileage & Lodging**

Britta Warren reviewed current policies for mileage and lodging reimbursement. She identified that more information is available on the Oregon State Bar's website. The Chair emphasized that an itemized receipt is required for reimbursement purposes.

## **7. Review of Current Policy: Complimentary Dues for New Admittees and CLEs for Judge's staff**

Britta Warren discussed existing policy and asked whether the Executive Committee wished to continue existing practice related to complimentary dues. Existing practice includes allowing for complementary dues for one law clerk for each Judge, even if a Judge has multiple law clerks. The Committee discussed that a reason to continue the policy is because of decreasing membership to the section and to attract younger members. No change to existing policy was recommended.

## **8. Finalization of Future Meeting Dates and Locations**

Britta Warren discussed the typical yearly meeting schedule of 4 times a year with 1 meeting being a tentative placeholder meeting in June. The committee discussed and agreed on the following meeting schedule:

- a. Thursday, April 4, 2019 at 4:00 pm - 5:30 pm at Black Helterline LLP (the afternoon prior to the Northwest Bankruptcy Institute being held on April 5-6, 2019 at the Portland Hilton). The committee met and discussed a potential benefit of networking informally after the meeting;
- b. June meeting. Thursday 20th at 4:00 p.m. (Tentative telephone only meeting);
- c. September 12, 2019 at 4:00 pm - 5:30 pm at the Tolovana Inn Cannon Beach, 3400 S Hemlock St. Tolovana Park, OR 97145 (the afternoon prior to the 2019 Debtor-Creditor Section CLE and Annual Meeting scheduled for September 13-14, 2019) (OSB Deadline for Nominating Committee to present Report to Chair is 20 days prior to Annual Meeting; Proposed Nominations to Membership must be submitted 14 days in advance of Annual Meeting); and
- d. November meeting and 2020 budget (longer meeting)(meeting in Eugene: Cassie Jones or Julia Manela conference room (November 14 Thursday at 4:00 p.m.) (OSB Deadline for Budget and Annual Report is December 1).

## **9. NW Bankruptcy Institute Status Report**

Karen Lee was requested by Britta Warren for an update on registration and participation at the 2019 NW Bankruptcy Institute. Karen Lee reported that NW Bankruptcy Institute registrations are looking good (98). Early registration is not yet expired. Schedule is full; good out of town speakers; good response to sponsorship; happy to support the event; tracking in year of institute and outcome of same (dropped up to 20 paid registrations). Karen Lee reported that Portland does make some money typically. Karen Lee identified the location for 2020 in Seattle and a great deal secured by the Bar (2020 Hyatt Regency for Seattle next year). Karen Lee noted that the 2020 institute is scheduled for April 3<sup>rd</sup> and 4th in 2020. Karen Lee notes that Seattle is expensive and that impacts profitability for the institute when it is held in Seattle. A discussion of Vancouver as alternative due to expense followed and the benefits and drawbacks were discussed by the committee.

## **10. Federal Bar Association Participation**

Britta Warren noted that the section should continue to try and connect with the Federal Bar Association following the term ending for Conde Cox who was the liaison between the executive committee and the FBA. Britta Warren noted an upcoming Judge Brown Update for the Federal Bar Association (March 21 12:00 p.m): Federal Bar luncheon (jury assembly room at federal courthouse).

## **11. Discussion of Committee Roles, Assignments, & Reports**

Britta Warren led a discussion concerning a new procedure last year related to committee reporting. It was agreed that the practice should continue. Committee liaisons from the executive committee should submit committee reports to the Chair and Secretary prior to each meeting. Ideally each committee report can be submitted two (2) weeks prior to each executive committee meeting. This practice has the benefit of allowing a focus on issues raised at the committee level on a practical basis at each Executive Committee meeting. Britta Warren identified a liaison for each section committee outlined in a summary chart included with the meeting Agenda for this meeting.

A discussion followed concerning various committees and representation and participation. The judicial representative for NW Bankruptcy Institute committee is now Judge Hershner. A discussion of the form and process related to the nominating committee occurred and it was noted that the role overseeing this committee work belongs to the past chair. Judge Peter McKittrick noted that the committee has included past chairs from the executive committee and that this structure may lead to a lack of cohesion depending on who is involved. The approach of the Federal Bar Association was identified which has a standing committee example and accepts nominations through a more structured approach. Justin Leonard likes the idea of nominations being a more open process and will work to develop a proposal for a future meeting. Karen Lee noted that a nominating committee may be set out in the Bylaws for a section.

Justin Leonard also discussed a similar need to identify process and define committee participation related to the Award of Merit and will report back to the Executive Committee on his recommendations and with a proposal.

Laura Donaldson is currently the website liaison and is working to update the web site. Comments and updates should be provided to her.

The members discussed whether a committee liaison to the federal bar association should be identified from the executive committee. The committee agreed it was a good idea and Judge Peter McKittrick agreed to act as the current liaison.

Britta Warren discussed section lore (annual meeting and CLE committees-2 separate committee) and whether they should be a single committee or leave as is. It was agreed to leave the committee structure as is with Tom Stilley handling the annual meeting and logistics and Teresa Pearson as chair of the CLE committee (programming at the event). It was agreed that Julia Manela and Britta Warren should act as executive committee liaison for each committee.

## **12. Section Donation Policy & Past Donation History**

Britta Warren discussed past practice and her recommendation to consolidate activity related to donation requests from the section and to have the chair assume responsibilities for responding to such requests. The committee agreed on the recommendation of the Chair. Britta Warren reviewed the existing policy on donation requests to limit to causes directly implicated by debtor/creditor subject matter. The example of the University of Oregon Bankruptcy moot court team was provided as a typical donation request. There are funds budgeted for such requests and any requests should be directed to Britta Warren.

## **13. The Future of Saturday Session**

Britta Warren discussed that this year Saturday Session is not being held. Britta Warren noted that Loren Scott felt and the Bankruptcy Court has indicated that it is looking for more direction on how Saturday Session should be implemented moving forward. Britta Warren noted that there is some concern that there was too great a burden put on Court resources under the existing Saturday Session structure. Judge Peter McKittrick discussed that the idea behind Saturday Session was to create an opportunity for members of the bar to interact informally with judges. However, there is concern that the existing practice provides for an agenda driven by the court. The desire is to have the agenda driven by members of the Bar in the future. It was noted that the Saturday Session discussions are really great at meeting and developing cohesion with lawyers that attend. Britta Warren noted a need to create some topics or a local approach in

advance. Julia Manela noted the approach of a State of the Court address followed by a less formal get together to follow allowing for some questions and an open ended discussion. A recommendation will be made at a future executive committee that will likely reflect that the meeting will only occur in certain years when need exists but it is not necessary every year.

#### **14. Newsletter Committee: Recent Transitions and Call for Articles and Authors**

Margot Seitz reported on the status of the Newsletter and provided a summary update on the current committee and what is needed. Last meeting Margot Seitz volunteered to be the Executive Committee liaison and not chair of the committee. Margot Seitz met with editor Renee (professional) who is not an attorney in her capacity as liaison. Former executive committee member Carla McClurg was liaison and stepped into the void to act as a defacto chair but the committee does not really have a chair currently. Margot Seitz identified a leadership gap over the long term based on her experience. The executive committee discussed the need for some structural changes, including having a rotating chair and identifying topics regularly. Margot Seitz noted it has been hard finding articles and gathering information and details for the newsletter. As a result, the number of issues was reduced from 3 to 2 for the newsletter. Justin Leonard noted that there is a need to maintain institutional knowledge and a challenge exists with a rotating executive committee liaison that lacks historical knowledge. Justin Leonard suggests that we do need a chair for the committee at a minimum.

The executive committee discussed the ownership rights related to articles and attribution obligations associated with reprint rights. It was suggested that a policy be developed related to this practice to share with contributing authors. It was suggested that a good policy is to require a link to newsletter but we have not had an open newsletter to preserve a benefit to dues paying members. Karen Lee noted that the Bar's policy is that the author owns copyright on what is written but that the publication is owned by the Bar (section has the copyright on Newsletter format). Justin Leonard moved to make a policy as stated by Bar discussion from Karen Lee (content copy and pasted and include some attribution in publication)(reprinted). Margot Seitz seconded. Motion unanimously passed.

Margot Seitz noted that she has sufficient topics and authors for first edition of newsletter. Margot Seitz suggested that an agenda item next meeting would be to seek authors for the next newsletter. She suggested a summary of the Northwest Bankruptcy Institute as a possible topic.

Justin Leonard moved to create a chair of the Newsletter Committee and to name Margot Seitz as the first chair. Laura Donaldson seconded the motion. The Executive Committee voted unanimously to approve Margot Seitz as chair of Newsletter Committee. The Executive Committee also approved Renee to continue as managing editor. Finally, the Executive Committee further voted and approved to renew the contract with the existing student editor.

#### **15. Discussion for Location of Annual Meeting and CLE in 2020**

Britta Warren lead a discussion about a survey conducted last year for purpose of planning a location for the sections annual meeting in 2020. Britta Warren is seeking committee input on where to hold the 2020 annual meeting and CLE. The committee discussed the prior rotation between Portland/Eugene/Coast and Bend plus potentially Hood River (thoughts or preferences for 2020). It was discussed by the committee that members from Eugene and further south are not in favor of going way north and that limits some options (for example Hood River). Cassie Jones and Penny Austin shared their ideas and highlighted Bend or Sunriver as popular prior locations. The committee discussed that Bend and related resorts come at a higher cost. The committee discussed and Karen Lee agreed to provide Bar records and attendance information to identify which locations have higher attendance historically. It was noted that to make Bend or other similar resort areas work the section will need to charge a higher cost to make the annual meeting cost effective. Justin Leonard shared the survey results and his impression that members like a retreat location or the alternative to condense everything into a single day. Britta Warren noted that according to the survey, dates in August and September are ideal. The committee noted that Judges need to schedule well in advance to ensure attendance (one year prior, national conference in October for judges). It was agreed that this discussion should continue at a subsequent meeting and that an additional survey might be appropriate.

#### **16. Legislative Committee: Potential Areas of Focus in 2019**

Erich Paetsch provided on update as liaison to the legislation committee on the sections bill under consideration in the 2019 legislative session. The sections bill is House Bill 2459. Erich Paetsch discussed issues and concerns expressed by stakeholders and alternatives for consideration. The committee is recommending that the executive committee approve a more limited in scope amendment that seeks to exploit an exception in federal financial information disclosure laws to ensure payoff information is provided when requested. Justin Leonard moved and Laura Donaldson seconded the committees request to approve the more limited approach in an amendment to HB 2459. The motion passed unanimously.

Erich Paetsch was asked to provide a general summary of the legislation committee's activities and current legislation it is tracking. The committee is currently identifying these main areas for legislation activity in the 2019 session: redemption rights, homestead exemption amounts, student loan servicing and rent control and no cause eviction legislation (overlaps with foreclosure concerns).

### **17. Discussion of Decreasing Section Membership & Recruitment Options**

The committee identified a focus for section activity and the need for greater recruitment and participation. A discussion of past work and section efforts together with new ideas was discussed including the following:

- Ongoing work by section to improve membership activity
- BK filings and participation at the BK Institute
- Section declines and meeting ideas from last year and comments for follow up
- Focus on this year with task assigned to committee members (website directory, obstacles etc.)(Integrate with other sections and co-sponsoring CLE)(CLE with corporate counsel section and interest and benefit from BK centric CLE with in house counsel) Britta will send email with options to increase membership to younger members (CLE with tax section and co-sponsorship to revisit; lunch series with topics and joint publication issues); UCC issues and topic was great (incorporate it back into matters)
- Reach out to filers to track down involvement etc.

Justin Leonard complemented Cassie Jones on the new lawyer social and identified it as a nice way to kick off a meeting or CLE. The executive committee discussed that having a similar meeting prior to the NW Bankruptcy Institute is a great idea. The Washington Bar is going to publish the social to its members that might attend the NW Bankruptcy Institute, but it is hard to work with them because of their organizational structure.

The meeting adjourned at 5:34 p.m.