

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

Thursday, September 12, 2019 4:00-5:30 pm
Tolvana Inn
3400 S. Hemlock Street, Tolvana Park, OR 97145
(Call in: N/A)

The fourth regular meeting in 2019 was called to order at approximately 4:12 p.m. by Britta E. Warren, Chair, in room 108 at Tolvana Inn.

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 September 12, 2019 meeting in person:

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); Oren B. Haker; William J. Critchlow; Garrett S. Ledgerwood; Penny Austin; Cassie K. Jones.

Absent: Julia I. Manela; Karen Lee (OSB Liaison).

Meeting Minutes

1. Introduction and Welcome

The Chair Britta E. Warren called the meeting to order and welcomed the Committee to Tolvana Inn.

2. Review and Approval of Minutes from June 20, 2019 Meeting and August 26, 2019 Special Meeting

The Committee received and reviewed the minutes in advance of the September 12, 2019 Executive Committee meeting. The June 20, 2019 minutes were amended to note that Cassie was absent, and the August 26, 2019 minutes were amended to show Oren Haker joined the meeting by phone half-way through the meeting. Cassie Jones moved, and Laura Donaldson seconded a motion to approve the minutes as amended. The motion passed unanimously.

3. Report from Nominating Committee on 2020 Executive Committee Nominations—

The following slate of nominations were presented to the Executive Committee for consideration and presentation at the annual meeting: Cassie K Jones as Secretary; Penny L, Austin, Ava L. Schoen, and Rosemary E. Zook as Members-at-Law.

Justin as Past Chair revised the process and what he has learned about nominating members and the work of the award of merit committees. A separate discussion about Award of Merit will follow. The default has been that the Past Chair of the Executive committee acts as the chair for this committee. Justin evaluated and reviewed the Bylaws for creation of a committee including non-EC members. The committee has operated primarily by electronic mail. Justin reviewed the committee work and noted that nominations from the floor remain open. The committee has evaluated a mix of lawyer representatives and the desire to include a diversity of EC members to be as representative as possible in the future.

4. Upcoming Events

Britta noted upcoming events for the Section. There will be a table and committee presence at the Fall swearing in ceremony for new bar members at Willamette University. Britta has updated the committee materials for a brochure for the section and it will be available to share at the event. The ceremony does slightly conflict with another related event and the TMA cross border seminar. Some discussion on participation at each event and handling of opportunities to attend followed. Members discussed the need to encourage and ensure notice about and participant in the events including the solicitation and identification of members interested in future federal judicial appointments. There is a seminar in Seattle on future judiciary opportunities that members should know about. The seminar will involve a broadcast video presentation of distinguished judges from the federal courts together with a round table discussion including considerations for involvement with the bankruptcy bench and will include a focus on diversity. Having experienced practitioners from the local bar will provide value. Some members of local bench will also be present. The following are the important upcoming events and dates:

--Fall 2019 Swearing in Ceremony, October 3, 2019 at Willamette University

-Judicial Conference of the U.S. Committee on the Administration of the Bankruptcy System

-Last 2019 Executive Committee Meeting, November 14, 2019 in Eugene at Cassie's office

5. Treasurer's Report and Discussion of Dues Increase

Margot Seitz provided her update on the treasurer status. Two spreadsheets were provided that update the budget and related matters. First is a review of what the 2020 annual meeting might look like and options and expenses associated with it. Need to review numbers and total expenses and costs per attendee to finalize. Second is a projected expense for annual meeting using the higher end estimates from annual meeting and impact in projected budget for 2020. The budget worksheet for the Bar shows historical actual amounts and the year to date expenses. There is a proposal for 2019 for projected expenses for rest of the year and to provide some estimate on the end of year what the

section reserve looks like. There will be increases to payment to Bar and the reductions to overall membership is less than what was initially anticipated. The reduced membership has decreased revenue amounts and related fees. Revenue is down but events have helped to keep expenses low for 2019. Big picture is that the projected budget shows a slight use of reserves but that is reasonable given the loss in membership. Board discussed options on how to save costs related to events including Saturday Session. No revenue for NW Bankruptcy Institute is projected in 2020 because of the Seattle location. Board evaluated and discussed with Treasurer cost projections. Discussion of category related to directory and prior year expenses. Issue related to directory and cost and expense particularly surrounding bar and options for handling it in the future followed. The Board arrived at the point where obstacles seemed significant to adopt major changes. Existing dues are insufficient to cover projected activities in 2020. May need to use reserves based on option for Bend for the annual meeting and expenses from prior years. The treasurer discussed the directive from the BOG to spend down reserves. They do not want sections holding onto reserve funds in large amounts. The BOG has not yet adopted an official position, but it is coming soon. Despite use of reserves recommendation is not to increase dues in 2020. Current budget assumes a 7.00% decline in membership under the 2020 budget. Justin moved to approve the budget; Cassie seconded. Motion carried unanimously.

6. Results of Saturday Session Survey

Britta Warren presented the Saturday Session information and discussion of results. Garrett discussed outcomes of survey of membership and discussed matters with Loren Scott. Discussion followed regarding survey results and location options. There are benefits to Salem even though the survey supports a more Portland focus and involvement given that the majority of practitioners at Saturday Session are from Portland. The Board discussed the balance of Administrative support from the court and handling of Saturday Session generally. Challenges could be resolved with use of a committee that would support event to brainstorm topics. There is an agreement that Saturday Session is good for this year and the small business changes in Chapter 11 is a good focus. Court is in support for planning and information from the Court. Desire is to have topics driven by the Bar at Saturday Session instead of the court. Suggestion to provide for a diversity of topics to encourage broader section participation. Potential issues related to update from U.S. Trustee and potential having a state of union or other prospects were also discussed.

7. Update Process for Nominating and Award of Merit Committees

Overview by Judge McKittrick about the process based upon this year and challenges related to that process was made to the Executive Committee. A challenge exists having all past Chairs of the section participate in the process. One goal of this review is to provide an alternative process to implement a more formal framework in the future. A handout around a potential framework was provided to the Executive Committee for consideration. A discussion of averages and implication of points associated with voting process under the proposal followed. The Board noted it is in favor of exploring a policy and to refine the draft proposal for adoption at the next Board meeting. There is a need for discretion built into the process to ensure a broad pool of applicants.

8. Continuing Discussion of Decreasing Section Membership & Recruitment Options

Britta Warren Chair provided a report on assignments related to: (a) OSB Report of Non-Renewing Members; and (b) OSB Report of Attendance at Past Annual Meeting and CLE; and

Discussion of other Possible Rebranding Efforts to Implement in 2019-2020. The reports reflect that a decline is occurring, and discussion occurred that part of that may be due to a lack of interest and significant activity in the courts currently. The Committee also reflected on the impacts of retirement or transition from the practice area into other opportunities because of declining bankruptcy activity. The Committee believes that section interest will increase based upon changing demands for practice area but should also continue efforts to encourage and expand section participation.

9. Current Donation Request Policy and Consideration of Donation Request from Campaign for Equal Justice

Past years discussion of limiting policy contributions to section specific events as opposed to more general request that are received by the section was reviewed. Examples discussed include the Campaign for Equal Justice. The Board discussed the need to have clear policy that does not discriminate and sets a consistent standard for historical application. Ideas for joint section sponsorship opportunities in collaboration with other sections to provide support in response to requests and also provides for support through partnership followed. It was noted that the Bar discusses donation requests and bar approval in a policy for reference if needed as well.

10. Legislative Committee: New Chair Focus in 2020

Erich Paetsch (Secretary) discussed the limited work of the legislative committee following conclusion of the legislative session in 2020. However, the existing chair is encouraging greater participation from other members of the committee and suggests a new chair be identified. Erich will work with the existing chair to identify a replacement for the 2020 legislative session.

11. Discussion of Other Committee Reports

The committee discussed how to provide notices about opinions and a more complete summary to the local bar. This included as a newsletter and case law summary if possible. There might be a potential to continue to have it a paid position. Prior summaries are no longer being provided. Committee agreed on the value to the section. Britta will explore finding a person to restart the summary and notice process if possible.

12. Newsletter Topics and Authors

In light of the time, it was noted that authors have been secured for the upcoming newsletter.

13. Other New Business

Discussion of potential issues to reach out to membership and broadening the reach of the section. Judge McKittrick discussed issues surrounding bankruptcy court and considerations and opportunities that might exist. The committee agreed that this is a continuing challenge and area for focus.

The Meeting Adjourned at 5:37 p.m.