



# Business Law

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## A MESSAGE FROM THE CHAIR

*As we reflect* on the challenges of the past year, I am especially proud of the efforts we have made in the Business Law Section to not only adapt to this new world, but to also strengthen our organization. While COVID-19 brought many new challenges and disruptions, it also provided an opportunity for us to find new ways to pursue our mission of enhancing the professional lives of our members.

In May, we conducted our first-ever virtual annual meeting, which included a free CLE program on privacy law. We had over 240 people in attendance. It was a wonderful way to update members on section initiatives and provide an opportunity to learn about an important area of substantive law that increasingly impacts business lawyers and their clients. The Securities Committee's annual co-sponsored program, the Northwest Securities Institute, was also held virtually in May under the supervision of the Oregon State Bar Association. While the virtual format worked out well, the Securities Committee remains hopeful that next year's program can be held in person in Seattle.

Meanwhile, the Section has continued its tradition of strong legislative involvement, with the active review of numerous proposed bills throughout the legislative session. This year, the Section supported proposals by the Partnerships and LLC Law Committee and Corporate Act Revisions Committee for legislation updating various provisions of the LLC Act, the Uniform Limited Partnership Act, and the Washington Business Corporation Act.

We also spent a considerable amount of time this year restructuring the Section to best meet the current and future needs of our members. First, we formed a new Young Business Lawyers Committee to provide social and networking opportunities for new and young business lawyers in Washington. We hope that this new committee will benefit our newest members by

providing some much-needed opportunities for human connection; looking into the future, we hope it will help to grow our membership and nurture future leaders. We also repurposed our existing Law of Commerce in Cyberspace Committee into a Privacy and Data Security Law Committee. We are all very excited to pass the baton to a new generation of lawyers working at the intersection of business and technology, and look forward to seeing the committee develop initiatives focused on this exciting and dynamic practice area.

Finally, we conducted a member survey this spring to gather insights to help shape our programming over the next few years. In this issue of the Business Law Section's newsletter, you will find an article summarizing the responses we received. We are so grateful to have the benefit of these insights and look forward to hearing from more of our members in the future. In this issue of the Section's newsletter, you can read more about the member survey, our new committees, as well as some exciting volunteer opportunities for business lawyers in Washington. Thank you for reading and best wishes for a healthy, enjoyable, and productive year!

Diane Lourdes Dick, *Chair,*  
*WSBA Business Law Section*

*...enhancing  
the professional  
lives of our  
members.*

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The Communications Committee of the Business Law Section encourages Section members to contact the chair about article proposals, suggestions, or submissions. Inquiries may be directed to Dalton Thacker: [dthacker@eisenhowerlaw.com](mailto:dthacker@eisenhowerlaw.com).

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ADMINISTRATIVE LAW

ALTERNATIVE DISPUTE  
RESOLUTION

ANIMAL LAW

ANTITRUST, CONSUMER  
PROTECTION AND  
UNFAIR BUSINESS  
PRACTICES

BUSINESS LAW

CANNABIS LAW

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CONSTRUCTION LAW

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LOW BONO

REAL PROPERTY,  
PROBATE AND TRUST

SENIOR LAWYERS

SOLO AND SMALL  
PRACTICE

TAXATION

WORLD PEACE  
THROUGH LAW

# Join a WSBA Section Today!

Connect with others in your  
area of the law.

## Why join a section?

Membership in one or more of the WSBA's sections provides a forum for members who wish to explore and strengthen their interest in various areas of the law.

## What are the benefits?

- Continuing education
- Professional networking
- Resources and referrals
- Leadership opportunities
- Advancing your career
- Affecting change in your practice area

## Is there a section that meets my interest?

With 29 sections, you'll find at least one that aligns with your practice area and/or interest. Learn more about any section at [www.wsba.org/sections](http://www.wsba.org/sections)

## What is the membership year?

Jan. 1 to Dec. 31.

## What about law students?

Law students can join any section for \$18.75.

## What about new members?

Newly admitted members can join one section for free during their first year.

## It's easy to join online!

# WSBA Sections

[www.wsba.org/sections](http://www.wsba.org/sections)



## COMMUNITIES RISE IS RECRUITING VOLUNTEERS FOR TRANSACTIONAL PRO BONO MATTERS!

By Angeline Thomas and Brenda Tausch Lapora

Looking for a way to assist small businesses or nonprofits in your community? Prefer a transactional pro bono opportunity? Want to support the work of BIPOC-led organizations?

Communities Rise (CR) offers a variety of pro bono services to small businesses and nonprofits in the State of Washington, including direct representation and monthly legal clinics, with a mission to build power in communities impacted by systemic oppression. We rely on volunteer attorneys to staff our direct representation matters and our clinics and are actively recruiting volunteers.

Our direct representation matters provide clients with legal assistance on an ongoing basis for discrete, pre-screened, transactional legal issues. The time commitment can range from 5 hours to 50 hours depending on the scope of work. Examples include entity formation, reviewing contracts, creating employee handbooks, or drafting privacy policies. For a complete list of pro bono services CR offers, click [here](#).

For those desiring a limited engagement, Communities Rise offers monthly legal clinics which

consist of one-hour advice and referral consultations via Zoom. Also, the COVID-19 Legal Clinic for Nonprofits and Small Businesses is a virtual clinic designed to assist clients with advice on navigating legal issues experienced due to COVID-19.

All Communities Rise clients have been pre-screened, cannot afford an attorney, and have a business transactional legal need. Nonprofits additionally must have a charitable community-based purpose.

Interested? Signing up is easy! For our direct representation and monthly clinics, complete our short online [Volunteer Attorney Enrollment Form](#). Enrolling in our volunteer roster doesn't obligate you to volunteer, it will simply get you entered into our volunteer database and registered on our email list where we post volunteer opportunities. It also gets you covered by our malpractice insurance for legal work done on Communities

Rise matters. To sign up for our Covid-19 Legal Clinic, [register here](#) (you must sign up separately) and for more information, see our [Covid-19 Clinic information page](#).

Our volunteers have free access to one of our CLE videos for either taking on a matter or committing to staff two of our clinics in a six month period of time. We also have many templates and resources (like our [Nonprofit Handbook](#) – 2018 edition) available on our website and Communities Rise can provide recommendations for additional resources based on your client's needs.

### STILL HAVE QUESTIONS?

Check out our [volunteer FAQ](#) or contact Sarah Baker, Assistant Director of Learning and Engagement, [sarah@communities-rise.org](mailto:sarah@communities-rise.org).

## NEW COMMITTEES SPOTLIGHT

The Business Law Section recently formed a new **Young Business Lawyers Committee** to provide social and networking opportunities for new business lawyers, and a **Privacy and Data Security Law Committee** to develop programming and initiatives in this exciting and dynamic practice area.

If you are interested in learning more about these new committees, please reach out to the committee chairs. You can find the most updated leadership roster and contact information on the [WSBA Business Law Section](#) website. We hope you will consider joining.

*Committee involvement is an excellent way to meet more business lawyers, become more acquainted with the Section, and eventually join the Executive Committee!*

## RESULTS FROM THE RECENT BUSINESS LAW SECTION MEMBER SURVEY

By Tiana Morris, 3L, Seattle University School of Law

In July 2021 the WSBA Business Law Section sent out a survey to Section members, asking about their preferences for upcoming CLEs and meetings. With COVID-19 restrictions ongoing, and the return to in-person work still being debated, our hope was that the survey would guide how best to serve our members and provide useful events in the coming year.

The survey was sent via email to all members, and we received around 60 responses. The following questions were posed:

**1** The Business Law Section Executive Committee is planning for the upcoming year and would love your feedback and suggestions. As we look forward to the time when in-person meetings become possible, which statement most closely aligns with your perspective?

Virtual meetings and virtual learning opportunities are critical and should not be diminished even when in-person meetings become possible.

I prefer in-person programming whenever possible.

I have no preference for virtual or in-person programming, so long as content is compelling.

**2** Please feel free to provide ideas and suggestions for virtual (or live) programming in the upcoming year. We welcome your input on all aspects of programming, including topics, format, location, etc.

**3** Did you attend the Business Law Section's free virtual CLE program on privacy law (held May 21, 2021)?

**4** If you attended the privacy law CLE on May 21, 2021, please provide any feedback and/or suggestions below. We appreciate your comments!

**5** Which of the following should the Business Law Section prioritize in the upcoming year (whether virtual or in-person)?

CLE programs.

Non-CLE learning opportunities (i.e., less structured knowledge-sharing programs).

Social engagement/networking opportunities.

**6** Please provide any other feedback for the Business Law Section leadership in the space below. Thank you!

First, the survey asked respondents about their preference for virtual or in-person meetings in the coming year. The majority of members that responded to the survey agreed that virtual meeting options should continue in the future; 36 of the 59 respondents indicated that virtual meetings and learning opportunities are important, and should not decrease even when in-person meetings become possible. Ten respondents indicated that they preferred in-person meetings when those are once again possible, and 13 respondents indicated that they have no preference for virtual or in-person programming, so long as content is compelling.

The survey also addressed the most recent CLE conducted by the Business Law Section in May. While the majority of respondents (approx. 87 percent) did not attend the Business Law Section's virtual CLE program on privacy law, we did get some useful feedback from those who did attend.

One respondent requested the CLEs be recorded, which would make it easier for members to view on their own time.

The survey also requested feedback about what kind of content the Business Law Section leadership should focus on for the next year. The majority of respondents were interested in CLE content/programs (approx. 66 percent), while the rest were tied between non-CLE learning opportunities and social engagement/networking opportunities. Despite the majority interest in CLEs, many of the feedback comments were focused on prioritizing networking and social opportunities, as well as less structured knowledge sharing opportunities.

As to the format of future meetings, one respondent stated that a combination of in-person and online meetings would be great, as well as flexibility in attendance options for people with children, and another respondent stated that the monthly lunch CLE programs were valuable. A few respondents reiterated that virtual programming was important to them, and others requested that in-person meetings be prioritized.

Last, several members provided valuable suggestions about topics that they would like in future CLEs. Many respondents were interested in business law topics. One requested topic was small business, another was business entities more generally. Other respondents were interested in decentralized finance and the role it can play in business, tax provisions in operating agreements, and securities. One commenter was interested in non-profit corporations law and practice. Another commenter stated that it would be useful to include, "some

**Survey**

*Continued from page 4...*

cross-section programs combining business and skill/procedure, such as ADR for Business Disputes.”

The most requested topic for CLEs was “tech law,” including privacy issues, data security, technology, trademarks, and licensing. One respondent provided the following suggestion: “Practical approaches to advising small online businesses and entrepreneurs with international reach (open databases) on privacy issues in light of the recent privacy shield framework invalidation; unbundled legal services for small firms and solo practices; intellectual property basics; updates and effects of the Trademark Modernization Act of 2020; international dispute resolution mechanisms/processes/best practices, especially for small businesses; business formation & support strategies for nomadic entrepreneurs & online business owners.”

Overall, we received very helpful suggestions on how the Business Law Section leadership should spend their time and resources in the coming year. We are grateful to all those who took the time to respond, and we hope to provide you with many useful learning opportunities in the future.



**CONTRIBUTORS WANTED**

*Are you interested in being spotlighted in the Business Law Section’s semi-annual newsletter?*

The Communications Committee is looking for business lawyers from around the state who are interested in writing articles or weighing in on one or more questions about various topics of interest to Section members. We will then compile the articles and responses to complete articles that profile a broad cross section of our membership, profiling your name and firm and sharing your insights and experiences. For our next newsletter, the topics include: **M&A activity post-COVID, tax considerations resulting from the CARES Act, the impact of COVID-19 and resulting laws on landlords and tenants, and employee benefits after the SECURES/CARES Acts.**

If you’d like to participate, please contact Dalton Thacker, Communications Committee Chair, at [dthacker@eisenhowerlaw.com](mailto:dthacker@eisenhowerlaw.com).

**BUSINESS LAW SECTION**



The officers and Executive Committee of the Business Law Section urge you to become a voting member of this important Section. Educational programs and current newsletter reports on the law are part of the many benefits available to Section members. *All members of the WSBA are eligible.*

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**Send this form and your check payable to “WSBA” to:** Section Membership, Washington State Bar Association, 1325 Fourth Avenue, Ste 600, Seattle, Washington 98101

- Voting Membership:** I am an active WSBA member. Please enroll me as a voting member. My \$25 annual dues are enclosed.
- Non-voting membership:** I am not an active WSBA member so I can participate and receive your informational newsletter. My \$25 is enclosed.

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*Current Year: January 1, 2021 - December 31, 2021*