

WSBA Legislative Committee
Meeting Minutes: September 19, 2016

Members present (in person): Kyle Sciuchetti (Chair), Taudd Hume (Vice Chair), Edwin Norton, Brian Considine, Tim Spellman, John Yip, Michelle Schmidt, Christina Schuck, Rachel Forde, Claudia Gowan, Twyla Carter, and Connie Wan.

Members present (via teleconference): Gov. Jill Karmy (WLC BOG Liaison)

Guests present (in person): Gov. Sean Davis, Michael Hutchings

Guests present (via teleconference): Governors Robin Haynes, Phil Brady

Staff present: Alison Grazzini, Clark McIsaac.

.....

SUMMARY OF ACTION TAKEN

Item Discussed	Bill Number	Vote	Comments
Does the CARC proposal meet GR 12.1 requirements?	N/A	The CARC proposal meets GR 12.1 requirements.	No objections; passed unanimously Moved: Taudd Hume Seconded: Edwin Norton
Support the CARC proposal as is and to further discuss the recommendation if there is significant pushback from stakeholders.	N/A	Support the CARC proposal as is and to further discuss the recommendation if there is significant pushback.	No objections; passed unanimously Moved: Claudia Gowan Seconded: Christina Schuck
Cover sheet amendment to add a GR 12.1 explanation section.	N/A	Add a section to the cover sheet explaining how proposed legislation meets GR 12.1.	No objections; passed unanimously Moved: Brian Considine Seconded: Edwin Norton

Welcome & Introductions

- Chair Kyle Sciuchetti called the meeting to order at 1:06 p.m.

WSBA Legislative Committee: Overview

- The Legislative Roadmap document in the packet, GR 12.1, the Legislation and Court Rule Comment Policy, and an overview of the WSBA Legislative Committee (WLC) were discussed.

WSBA Committee on Mission, Performance & Review

- Gov. Haynes observed that the committee serves WSBA's mission through three procedural mechanisms while reviewing legislation recommendations/requests (1. does the legislation fulfill GR 12.1 requirements; 2. does the legislation require any alterations before moving forward; and 3. how to move forward while meeting the Legislation and Court Rule Comment Policy).
- Gov. Haynes provided an overview of the CMPR recommendation and later BOG-approved creation of a legislative workgroup over the next year. She asked committee members for input and a discussion ensued.
- Gov. Haynes requested those who wish to volunteer to communicate with Kyle and Alison.

Washington's Legislature: Overview

- WSBA Legislative Affairs Manager Alison Grazzini led committee members in a presentation about Washington's legislature, the legislative process, relevant WSBA policies and procedures, as well as a preview of the 2017 legislative session beginning in January.

BREAK at 2:45 p.m.

RECONVENE at 2:55 p.m.

WSBA-Request Bill Proposal: Corporate Act Revisions Committee, Business Law Section

- Guest Michael Hutchings, CARC co-chair, provided committee members with an overview of the Corporate Act Revisions Committee. He explained the CARC proposal and the five areas of interest: defective corporate actions, form selection provisions, asset drop-down transactions, shareholder agreements, and short form mergers.
- Vice Chair Taud Hume moved to accept that the CARC proposal meets GR 12.1. Edwin Norton seconded; no objections.
- Claudia Gowan moved to support the CARC proposal under the condition that if there is significant push back from stakeholders, there will be another discussion held between the WLC and CARC regarding the proposal. Christina Schuck seconded; no objections.
- Brian Considine moved to add a section to the committee cover memo document addressing how a legislative proposal meets GR 12.1. Edwin Norton seconded; no objections.

Adjournment

Chair Kyle Sciuchetti adjourned the meeting at 4:02 p.m.