



BUSINESS LAW SECTION
OF THE FLORIDA BAR

Direct v. Derivative Task Force

Meeting Minutes

August 27, 2025

3-4:30PM (Via Zoom & In Person @JW Marriott, Marco Island, FL)

Chair: Zane Katz, Esq.; Trenam Law

Vice-Chair: Michelle K. Notte, Esq., The Entrepreneur Lawyers (TELS)

Summary

The Direct vs. Derivative Task Force met in person at the BLS's annual Labor Day Retreat. The meeting was well attended, with over 15 people in person and about 6 via Zoom. The Task Force narrowed down the first issue to be addressed as whether direct and derivative claims should be permitted to be brought in the same action. There was an overwhelming consensus, after much fruitful discussion, that yes, both claims should be permitted to be brought in the same action as it would reduce costs for litigants as well as conserve judicial resources to the same suit.

Next steps

1. The **next meeting** will be held at the **Via Zoom (link on the Task Force web page) on Tuesday, October 7th, 2025, from 12 to 1 PM.**
2. The task force **will continue to meet monthly on Zoom thereafter on the first Tuesday of each month, at Noon.**
3. The groups will next address the issues of:
 1. What the mechanism for making clear that direct and derivative claims should be permitted to be brought in the same lawsuit should be (i.e. procedural or statutory changes); and
 2. Whether the statutory language for bringing derivative and direct claims in the LLC act and the FBCA need to be the same, or can be different.