



BUSINESS LAW SECTION
OF THE FLORIDA BAR

EXECUTIVE COUNCIL
WINTER MEETING AGENDA

January 28, 2026

I. Call to Order

Stephanie Lieb, Chair of the Business Law Section of The Florida Bar, duly called the January 28, 2026 Executive Council Meeting to Order at approximately 4:17 PM.

II. Commitment to Pro Bono Service

Chair Lieb announced that the Section reaffirms its goal to achieve 100% participation in pro bono service by Business Law Section members and attorneys in their firms. Chair Lieb then acknowledged and recognized those members of the Business Law Section Executive Council who have pledged at least \$1,000 to The Florida Bar Foundation Endowment Trust to become Fellows of The Florida Bar Foundation. Chair Lieb encouraged any Executive Council member who is a Florida Bar Foundation Fellow but whose name is not listed for recognition to please advise leadership so that the Section’s records can be updated.

Chair Lieb recognized three Business Law Section members who had recently received awards for their pro bono service and commitment. Douglas Bates, former Chair of the Business Law Section, received the Florida Bar President’s Pro Bono Award for the 1st Judicial Circuit. Alan Crane received the Florida Bar President’s Pro Bono Award for the 15th Judicial Circuit. Judge Darren Farfante, a member of the Business Law Section Executive Council, received the Chief Justice’s Judicial Services award.

Recognition of Sponsors

Chair Lieb acknowledged the generous contribution of all its sponsors, including the following Legacy (\$15,000), Diamond (\$12,500), Sapphire (\$10,000) and Emerald (\$6,500) sponsors:

LEGACY SPONSOR	DIAMOND SPONSORS	SAPPHIRE SPONSORS	EMERALD SPONSORS
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III. Recognition of Judicial Investiture

Chair Lieb recognized the judicial investiture of Magistrate Judge Detra Shaw-Wilder, and presented a beautiful gavel to Magistrate Judge Shaw-Wilder on behalf of the Business Law Section.

Remarks From Candidate for Florida Bar President-Elect Designate

Chair Lieb recognized Paige Greenlee, candidate for Florida Bar President-Elect Designate. Ms. Greenlee reminded all Executive Council members of the Florida Bar President voting deadline of March 14, 2026. Manny Farach reminded everyone that you must login to the Florida Bar website to vote. A brief discussion was had to note that the Business Law Section will attempt to remind its members to vote by including a link to vote in the Business Law Section newsletter.

IV. Approval of Minutes from September 1, 2025 Business Law Section Executive Council Labor Day Retreat

The Minutes of the September 1, 2025 meetings were attached as **Exhibit 1** to the Agenda. A motion to approve the minutes was made by Dineen Wasyluk, and seconded by Gary Teblum. Mr. Teblum pensively thought to himself that the minutes were the finest piece of legal writing he had read that morning. There was no discussion, and upon vote taken, the motion to approve the minutes carried unanimously.

V. Treasurer’s Report

Treasurer Robert Barron provided the Treasurer’s Report. Treasurer Barron explained a modification to the Business Law Section reimbursement policy. That revised policy was attached to the Agenda as **Exhibit 3** and **Exhibit 3a**. Greg Yadley moved that the amended reimbursement policy be adopted, and Manny Farach seconded that motion. After time for discussion, that motion carried unanimously.

Treasurer Barron next explained a request and need to reallocate money that had been previously approved and set aside for the Financial Literacy Taskforce. Judge Vaughan was recognized to share information about the Financial Literacy Taskforce’s new program, called Senior\$mart\$. The Executive Council had previously approved \$15,000 for the Financial Literacy Taskforce’s

activities, and Judge Vaughan explained a desire by the Taskforce to use \$5,000 of that previously allocation for this new SeniorSmart program. Judge Vaughan moved to reallocate these funds, and Mark Stein seconded that motion. After time for discussion, that motion carried unanimously.

VI. Reports of Substantive Law Committees

- A. Bankruptcy/UCC –Matt Hale, Chair; Andy Layden, Vice Chair; Kathleen DiSanto, Second Vice Chair; Honorable Mindy Mora, Judicial Chair; Prof. Jeffrey Davis, Academic Chair

Committee Chair Matt Hale reported that the Bankruptcy UCC Committee held an efficient meeting from a substantive standpoint. The Committee discussed proposed judicial sales procedures legislation, including SB 300, noting its general opposition to amendments to Florida’s foreclosure statute while preparing alternative language in coordination with the Real Property Section and the Florida Bankers Association. The Merchant Cash Advance study group reported progress on issues related to the Commercial Financing Disclosure Law, UCC-1 financing statements, and notice concerns, with a white paper completed and potential legislative proposals (including a potential triple motion) expected at the June 2026 meeting. Additional updates included ongoing reviews of the Uniform Assignment for the Benefit of Creditors Act, insolvency options for Florida cannabis businesses, and bankruptcy-related Florida title standards. The Committee also highlighted a successful CLE program on Wealth and Fraudulent Transfers that will be reprised virtually.

- B. Blockchain & Digital Assets Committee –Mitchell Hyman, Chair; Robert Kain, Vice Chair; Kimberly Prior, Second Vice Chair; Honorable Lisa Munyon, Judicial Chair; Prof. Zachary Catanzaro, Academic Chair

Committee Chair Mitch Hyman reported that the Blockchain & Digital Assets Committee had a very active and reasonably attended meeting. The Committee has had 5 meetings since the Labor Day meeting in light of Florida’s Proposed Payment Stablecoin Act and the 15 artificial intelligence bills that the Committee has reviewed. The Committee has formed an internal taskforce to monitor these bills.

Committee Chair Hyman presented the Committee’s triple motion, as reflected in the Agenda:

TRIPLE MOTION

***RESOLVED**, that the Florida Bar Business Law Section (the "Section") supports legislation relating to virtual currencies and other digital assets that have an economic value , including, without limitation, blockchain tokens or coins (including fungible and non-fungible tokens, and utility, security, asset-backed, and governance tokens and stablecoins) (collectively “**digital assets**”), digital asset wallets, and service providers that sell, maintain and effect the transfer of such digital assets, in such a manner as to encourage innovation consistent with federal law and similar state laws, without tying any statutory definition to a specific implementation of the digital asset*

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technology, and balancing economic growth, industry concerns, and consumer protection for Floridians

RESOLVED, that this position: (1) is within the Section’s subject matter jurisdiction as described in the Section’s bylaws; (2) is within the bar’s permissible legislative or political activity and the proposed Section position is not inconsistent with any official bar position on that issue; and (3) does not have the potential for deep philosophical or emotional division among a substantive segment of the bar’s membership.

Peter Valori seconded the motion. After time for discussion, the motion carried unanimously with all Judicial members of the Executive Council abstaining.

- C. Business Litigation –Utibe Ikpe, Chair; Peter Maskow, Vice Chair; Katherine Van De Bogart, Second Vice Chair; Honorable Edward LaRose, Judicial Chair (State); Honorable Darrin Gayles, Judicial Chair (Federal); Honorable Catherine Peek McEwen, Judicial Chair (Bankr.)

Committee Vice Chair Peter Maskow reported that the Business Litigation Committee had a productive, well-attended meeting. The PFS/Judgement Study Group will be putting on a CLE in April or May, 2026. The Direct vs Derivative Taskforce has come to consensus that such actions should be brought together and is investigating whether that will require a glitch bill. If so, the Taskforce intends to be ready with such a glitch bill at the June meeting.

The Committee received an update from the Voluntary Trial Resolution Taskforce about the progress of that bill this year. The Committee then engaged in a discussion concerning proposed amendments from the Florida Association of Process Servers to Chapter 48. The Committee noted its support for the Chapter 48 Taskforce’s triple motion to be presented at today’s Executive Council meeting.

The Committee also received a number of reports from other committees as to developments in the Section. The Committee plans to put on an in-person annual legislative CLE this coming August. The Committee is working on details, but looking for volunteers to sponsor or present.

- D. Computer Law & Technology –Brian J. Paul, Chair; Zohar Peleg, Vice Chair; Alfredo E. Dally, Second Vice Chair; Honorable Julie Sneed, Judicial Chair; Prof. Vincenc Feliu, Academic Chair

Committee Chair Brian Paul reported that the Computer Law & Technology Committee had a reasonably attended meeting. The Committee discussed many AI bills that have come out this session. The Committee has created an internal AI taskforce to review all of these AI bills and to work up technical papers if needed. The Committee is planning a CLE on cybersecurity that will be presented at the IP Symposium, and another CLE that will involve AI that the Committee expects to present in May.

- E. Corporations, Securities & Financial Services –Kelly Roberts, Chair; Zachariah R. F. Evangelista, Vice Chair; Marshall J. Kobrin, Second Vice Chair; Prof.

Stuart Cohn, Academic Chair

Committee Chair Kelly Roberts reported that the Corporations, Securities & Financial Services Committee had a well-attended meeting with a hearty agenda. The Committee received: (i) updates on Requested Amendments to Bill 381 received by OFR from the Chapter 517 Task Force; (ii) substantive updates on legislation receiving attention from the Blockchain and Digital Asset Committee liaison, Robert Brighton; and (iii) updates on an active piece of legislation, Senate Bill 554 and House Bill 797 for Nonprofit Corporations, coming out of the Chapter 617 Task Force this session. The Committee also discussed several bills pending this legislative session.

The Committee approved moving forward with a triple motion concerning opposition to Senate Bill 1324. Nice things were said about Former Chair Lou Conti, who, after explaining the bill, presented the triple motion as reflected in the agenda:

TRIPLE MOTION

RESOLVED, that the Florida Bar Business Law Section (the "**Section**") **opposes** the proposed legislation in HB 0955 and SB 1324 (the "**Proposed Legislation**"), which in its present form would eliminate important provisions in the Florida Revised Limited Liability Company Act (Chapter 605) and in the Florida Business Corporation Act (Chapter 607) by eliminating fundamental physical street address requirements in our two most utilized business entity laws, which have been in Florida law for decades without adverse consequences or material danger to businesses in Florida.

RESOLVED, that the **Proposed Legislation** would be materially detrimental to the conduct of business in Florida, and to the conduct of business disputes in Florida, where consumers of businesses would not have the ability to access a physical street address for businesses with which they do business, and may not be able to effectively resolve business disputes with the actual executives who manage the day to day activities and affairs of the Limited Liability Company or Business Corporation.

RESOLVED, that the **Proposed Legislation** would also be detrimental since it is not in conformity with the Uniform Law Commission's Revised Uniform Limited Liability Company Act (on which the Florida LLC Act is based), and it is not in conformity with the ABA Model Business Corporation Act, (on which the Florida Business Corporation Act is based). Further; although the Proposed Legislation as drafted does not extend to Partnerships, it would not be in conformity with the Existing Florida Revised Uniform Partnership Act in section 620.8105 which requires the street address of the chief executive office of the partnership, so there would be inconsistent and lopsided conflicts in Florida business entity laws if the Proposed legislation would become law.

RESOLVED, that the **Proposed Legislation**: (1) is within the Section's subject matter jurisdiction as described in the Section's bylaws; (2) is within the bar's permissible legislative or political activity and the proposed Section position is not inconsistent with any official bar position on that issue; and (3) does not have the potential for deep philosophical or emotional division among a substantive segment of the bar's membership.

Valeria Angelucci seconded the motion. After time for discussion, the motion carried unanimously with all Judicial members of the Executive Council, except for Judge McEwen, abstaining.

- F. Intellectual Property Law –Sean Combs, Chair; John J. Cunniff, Vice Chair; Amaris L.C. Gyebi, Second Vice Chair; Honorable Mary Scriven, Judicial Chair; Prof. Jake Linford, Academic Chair

Committee Chair Sean Combs reported that the Intellectual Property Law Committee met this morning. The Committee was honored to host Judge O’Malley, formerly of the United States Court of Appeals for the Federal Circuit, to speak on the weakening of the intellectual property stem in the US creating a void being filled by other countries. The Committee is planning a CLE in March and in May, and anticipates that Mark Stein and Darren Spielman will speak on artificial intelligence topics. The Committee also discussed the progress of the Trademark bill, currently making its way through the legislature. The Committee further discussed the upcoming IP Symposium, to be held April 16-17 in Orlando. The Committee has also been approached by a group working to put together an American Inns of Court chapter focused on Intellectual Property. That new chapter is working with Judge Linn, Senior Judge of the United States Court of Appeals for the Federal Circuit. If you are interested in learning more, please reach out to Mark Stein and provide the secret passcode – MarkAdoresWoody – and he will fill you in. The Committee additionally discussed its upcoming monthly roundtables, and it was reported that Woody Pollack, who graciously and humbly accepted, was volunteered to lead one.

VII. Reports of Standing Committees and Task Forces

- A. Amicus Brief Guidelines Subcommittee – Russell M. Landy, Chair; Honorable Edward LaRose, Judicial Chair

No report was provided.

- B. Bankruptcy Judicial Liaison Committee – Adina L. Pollan, Chair; Honorable Scott Grossman, Judicial Chair

Mariane Dorris, on behalf of the Bankruptcy Judicial Liaison Committee, reported that bankruptcy filings across the nation and in Florida are rising. Dorris further reported that Executive Council member, Judge Rivera’s, investiture ’s is currently scheduled for June 12, 2026, and that Judge Williamson’s portrait reveal is currently scheduled for November 4, 2026.

- C. Budget Committee – Robert Barron, Chair (Treasurer)

No report was provided.

- D. Chapter 48 Task Force – Giacomo Bossa and Jim Murphy, Co-Chairs

Task Force Co-Chair Jim Murphy reported that the Task Force is pursuing a triple motion, to address a bill relating to service of process. After explaining the bill, Task Force Co-

Chair Murphy presented a triple motion as follows:

TRIPLE MOTION

RESOLVED, that the Florida Bar Business Law Section (the "**Section**") opposes proposed legislation (the "**Proposed Legislation**") in its current form that would amend certain provisions of Chapter 48, Florida Statutes, to expand the ability to effectuate service of process on registered agents of business entities, electronically though email or through an online documents portal without sufficient safeguards to afford compliance with due process.

RESOLVED, that the **Proposed Legislation**: (1) is within the Section's subject matter jurisdiction as described in the Section's bylaws; (2) is within the bar's permissible legislative or political activity and the proposed Section position is not inconsistent with any official bar position on that issue; and (3) does not have the potential for deep philosophical or emotional division among a substantive segment of the bar's membership.

Mark Stein seconded the motion. After time for discussion, the motion carried unanimously with all Judicial members of the Executive Council abstaining.

- E. Chapter 517 Task Force – Will Blair, Chair; Roland Chase, Vice Chair; Prof. Stuart Cohn, Academic Chair

No report was provided.

- F. Chapter 607 Sub-Committee – Philip Schwartz and Gary Teblum, Co-Chairs, Andrew Schwartz, Vice Chair

Sub-Committee Co-Chair Philip Schwartz reported that the Sub-Committee intends to present a seminar on ratification of defective corporate actions, which is a statutory change the Sub-Committee assisted with 2 years ago. Sub-Committee Co-Chair Gary Teblum added that the Sub-Committee has put together a series of flow charts that will be posted on the Sub-Committee's webpage explaining how the statute works.

- G. Chapter 617 Task Force – Toni Tsvetanova, Chair; Leslie Hudock, Vice Chair; Professor Stuart Cohn, Academic Chair

No report was provided.

- H. Communications Committee- Deedee Bitran, Chair; Emma Refuveille, Vice Chair; Raychelle A. Tasher, Second Vice Chair; Honorable Paul Hyman, Judicial Chair

Committee Judicial Chair reported that he had provided a written report to the Secretary. That written report stated that the Committee did not get together during the Winter Meeting because the Committee believes it accomplishes as much, if not more, during periodic Zoom calls which save the Section the costs of reserving a conference room for in-person meetings. The Committee's next Zoom meeting is scheduled for March 2, 2026

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at 4 PM. Anyone who is interested in participating should contact Judge Hyman. The Communication Committee continues to encourage the judicial members and past presidents of the Section to respond to the Committee's request to answer questions that spotlight the Section's esteemed members' backgrounds and involvement with the Section. As always, the Committee encourages submission of articles and blogs on issues of interest. The Committee also continues to publish updates of events and CLE's hosted by the Section. Finally, the Committee would also welcome any articles or interesting items of news concerning our members.

- I. CLE Committee- Kathleen DiSanto, Chair; Lynn W. Sherman, Vice Chair; Michelle K. Notte, Second Vice Chair; Honorable Caryl Delano, Judicial Chair

Committee Chair Kathleen DiSanto reported that the Committee had a wonderful meeting via Zoom on January 12, 2026. The Committee thanks all substantive committees and others for attending the Committee meetings. The Committee notes that the Business Litigation Committee, Bankruptcy/UCC Committee, and Corporations, Securities & Financial Services Committees are all on tract to comply with the Section's CLE policy. The CLE Committee will be reaching out to all other committees to see how the CLE Committee can assist with increasing CLE efforts, and noted that it can 70-80 days to handle the logistics of obtaining CLE accreditation and marketing the respective CLE. The Committee next thanked Lou Contie for submitting to present a showcase at the annual convention. The Committee will meet next via Zoom on May 18, 2026.

- J. E-Discovery & Digital Evidence Committee- Jacinda Beraud, Chair; Samantha V. Medina, Vice Chair; Zane W. Katz, Second Vice Chair; Honorable William Matthewman, Judicial Chair; Prof. William Hamilton, Academic Chair

Committee Chair Jacinda Beraud reported that the Committee is looking for more people to attend the Committee's meetings, but noted that the Committee had a lively discussion about its June CLE that will be presented at the annual convention. In recognition of Chair-Elect Peter Valori's initiative for generative AI next year, the Committee will be working on structuring CLEs on those topics.

- K. Financial Literacy Task Force –Tara Trevorrow, Chair; Brett D. Lieberman, Vice Chair; Honorable Lori V. Vaughan, Judicial Chair

No further report was provided.

- L. Health & Wellness Task Force –Kayla Heckman, Chair; Giacomo Bossa, Vice Chair; Honorable Grace Robson, Judicial Chair

No report was provided.

- M. IMF Committee – Valerie David, Chair; April H. Stone, Vice Chair; Jessey J. Krehl, Second Vice Chair; NOT PUBLIC, Judicial Chair (Federal); Honorable Virginia Norton, Judicial Chair (State)

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Committee Chair Valerie David reported that the Committee had a strongly attended meeting, where the Committee shared updates on programming and discussed recruiting the next class of fellows. The Committee also discussed mentoring engagement and CLEs. The Committee hosted a small meetup with fellows and mentors and noted that it was a good networking event. The Committee reported that the 2026 fellows application is currently open and will close on April 3, 2026, so please spread the word. The Committee then thanked current and former IMF fellows for their continued participation and involvement in the Section.

- N. Labor Day Retreat Committee- Andy Layden, Chair; Jim Moon, Vice Chair; Christopher L. DeCort, Second Vice Chair; Jennifer Morando, Immediate Past Chair

Committee Vice Chair Jim Moon reported that hotel equipment rental, meals, and hospitality costs had all been reduced by over \$18k, that registration revenue was up more than \$11k, and that Section expenses in 2025 for the Labor Day Retreat were only \$2,600 higher than they had been in 2024. Committee Vice Chair Moon further reported that travel reimbursements had increased by \$13k and sponsorship revenue was \$2k less than it had been in 2024. The Section will only need to reallocate less than \$82k Section sponsorship to account for the Labor Day Retreat. This is a notably improvement over 2024, where the Section had to reallocate \$102k of Section sponsorship for the Labor Day Retreat. Committee Vice Chair Moon reported that the 2026 Labor Day Retreat will return to the Ritz Carlton in Naples. The Committee is having regular meetings and all are invited to attend and participate in the Committee’s planning efforts.

- O. Legislation Committee –Dineen Pashoukos Wasylik, Chair; Mariane Dorris, Vice Chair; Russell Landy, Second Vice Chair

Committee Chair Dineen Wasylik reported that the Committee had a brief, productive, and well-attended meeting. The Committee noted that the Section’s legislative consultants are working very hard to advance the Section’s 3 proactive bills: Chapter 617 Modernization; Trademark Modernization; and Chapter 44 Voluntary Trial Resolution. All 3 bills have seen committees in the Legislature. The Committee also discussed the triple motions that were intended to be presented at the Executive Council meeting.

- P. Long Range Planning Committee – Gregory Yadley, Chair; Honorable Mindy Mora, Judicial Chair

Committee Chair Greg Yadley, on behalf of himself and Committee Judicial Chair Judge Mora, reported that a goal of the Committee is to ensure that the Section is the greatest section in the Florida Bar so that we do the best we can for our members and constituencies, and thus the Committee’s job is to recommend terrific leaders. The Committee is very happy with the Section’s Leadership group. Committee Chair Yadley specifically stated – and this really happened – “we are very pleased with Woody Pollack as the scribe because he will write this down.” Some observed a hint of sadness in Gary Teblum’s eyes as he knew, on some level, he’d have to let this portion of the minutes survive the cutting-room floor for distribution in the final minutes packet.

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- Q. Marketing, Promotions & Sponsorships Committee-Michele Moss, Co-Chair, Existing Sponsorships; Robert P. Charbonneau, Co-Chair, New Sponsorships; Willard A. Blair, Vice Chair, Existing Sponsorships; Meredith F. Mendez, Vice Chair, New Sponsorships; Bart R. Valdes, Second Vice Chair, Existing Sponsorships; Leslie W. Hudock, Second Vice Chair, New Sponsorships.

Committee Vice Chair, Existing Sponsorships, Will Blair reported the Committee met jointly with the Labor Day Retreat Committee. The Committee notes that the sponsorship promotional deck is ready and will be sent out to potential sponsors next week. Vice Chair Blair and Committee Second Vice Chair, Existing Sponsorships, Bart Valdes will be looking for volunteers to help contact existing sponsorships, so please reach out if you are able to help.

On behalf of Committee Co-Chair, New Sponsorships, Robert Charbonneau, Jacqueline Calderin reported that Section Administrator Carly Hopkins and Mr. Charbonneau worked on a card with QR codes that have been disseminated to the RPPTL Section hoping to get some cross sponsorships.

- R. Membership Committee- Carlos E. Sardi, Chair; Kristina E. Fehrer, Vice Chair; Amanda L. Fernandez, Second Vice Chair; Honorable Karen Specie, Judicial Chair

Committee Chair Carlos Sardi reported that from a membership perspective, the state of the union is fine. The Section needs more members, so the Committee encourages all members to engage with the Section's various communications platforms, particularly its social media presences to take advantage of our collective network and reach. The Committee met and is working on a multi-year project to try to recruit former members who are no longer active with the Section. Based on the information available to the Committee, it appears there are more than 3,400 former members who have left the Section in the past 4 years. The Committee is also recruiting attorneys who are board certified in business law, business litigation, and intellectual property and encouraging them to join the Section. The Committee notes that the Section currently has more than 4,800 members, a 0.6% increase over last year. Amanda Fernandez reported that the Section will be running a strong social media and email campaign reminding people to select and/or renew membership in the Section. The Committee also reports that applications for the Section's scholars program are currently open and the deadline to apply is February 23, 2026.

- S. Opinion Standards Committee- Stefan Rubin and Gary Teblum, Co-Chairs, Robert Brighton, Vice-Chair

Committee Chair Gary Teblum reported that the Committee did not meet, but is looking to update its prior work and will post it on the Committee's webpage. The Committee intends to have a meeting via Zoom in advance of the Annual Meeting. The Committee is also in the early planning stages for a seminar on opinion basics.

- T. Pro Bono Committee- Raina Shipman, Chair; Terry Sanks, Vice Chair; Lauren L. Stricker, Second Vice Chair; Honorable Laurel Isicoff, Judicial

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Chair

Committee Chair Raina Shipman reported that the Committee met virtually on January 19, 2026. The Committee, in partnership with the RPPTLs, conducted a CLE on ethical and cultural considerations in pro bono representation for business clients. Attendance at the CLE was great, and the CLE will be available on YouTube. Chair Shipman notes that pro bono nominations are currently open, and will close on January 31, 2026.

U. Restrictive Covenant Task Force – Brian Barakat, Chair; Keith Bell, Vice Chair

No report was provided.

V. Rules of Court Committee –Jodi Dubose, Chair; Allison Leonard, Vice Chair; Avery S. Chapman, Second Vice Chair; Honorable Darren Farfante, Judicial Chair (State); Honorable Melissa Damian, Judicial Chair (Federal)

Committee Vice Chair Allison Leonard reported the Committee had an uneventful virtual meeting during which the Committee discussed rule changes and CLEs the Committee is planning. The Committee is also looking into potential conflicts on timing between complex litigation rules and requirements of initial disclosure.

W. Series LLC Task Force – Louis Conti, Chair

No report was provided.

X. State & Federal Courts Judicial Liaison Committee –Brian Barakat, Chair; Joseph S. Van De Bogart, Vice Chair; Honorable Lisa Walsh, Judicial Chair (State); Honorable Wendy Berger, Judicial Chair (Federal)

No report was provided.

Y. UCC Article 12 – Robert Kain, Michael Dunn and Jaime Leggett (Co-Chairs); Prof. Zachary Catanzaro, Academic Chair

No report was provided.

Z. Uniform Commercial Real Estate Receivership Act (UCRERA) Task Force – Amanda Fernandez, Chair; Jodi Dubose, Vice Chair

No report was provided.

AA. Uniform Voidable Transfers Act (UVTA) Task Force – John Hutton, Chair; David Slenn, Vice Chair

No report was provided.

BB. Voluntary Trial Resolution Task Force – Allison J. Leonard, Chair; James B. Murphy, Vice Chair

Task Force Chair Allison Leonard reported that it had met and discussed SB 1424 and HB 965, noting that the bills had been assigned committees but had not had any hearings yet. The Task Force discussed potential confusion about the statute, including a concern about the impact on voluntary arbitration. The Task Force noted that the proposed legislation does not eliminate anything and is working on addressing these concerns. Task Force Chair Leonard reminded all to please use the statutory term voluntary trial resolution when referring to this statute.

CC. Direct and Derivative Actions Task Force – Zane W. Katz, Chair; Michelle K. Notte, Vice Chair

Task Force Chair Zane Katz reported that the Task Force has made good progress in studying and developing potential legislative proposals and a white paper guide to resolve the discrepancy between the statutory language and judicial interpretations. The Task Force addressed 3 main agenda topics: (1) whether LLCs and corporations should be subject to the same test to determine if claim is direct vs. derivative; (2) whether direct and derivative claims should be brought in the same lawsuit; and (3) analyzing a position as to whether the special injury test should be used in Florida. The Task Force may pursue a white paper and a potential glitch bill based on its further discussions and analysis.

VIII. Reports of Section Liaisons

A. The Florida Bar Board of Governors – Grasford W. Smith, Jr.

Governor Grasford Smith, Jr. reported on a recent public reprimand of an attorney, and noted that such reprimands are available on the Florida Bar's website. He reminded all in attendance that a primary function of the Bar is lawyer discipline. He further reported that the Florida Bar is performing well financially. The Florida Bar also voted to allow local bar associations to include attorneys from adjacent counties. The Bar also approved amendments to a standing policy which allows for additional restrictions on lawyer communications. Governor Manny Farach further reported that membership on the Florida Bar's In-House Counsel Committee had grown to more than 70 members.

B. The Florida Bar Continuing Legal Education – Kathleen DiSanto, Lynn Sherman

Kathleen DiSanto reported that she and Lynn Sherman both attended the Florida Bar Continuing Legal Education's meeting in Orlando in October. It was noted that the Business Law Section is leading the way and largely responsible for CLE revenue remaining strong in 2025 continuing to grow over 2024. A notable issue is that DVDs are going away. If you are reading this and are too young to know what a DVD is, please introduce yourself to Mark Stein and ask him for a history lesson. The Bar will be moving to just electronic materials for its CLEs. It was also noted that the Business Law Section has a strong pipeline of articles for the Florida Bar Journal.

C. The Florida Bar Council of Sections – Peter Valori, Robert Barron

Chair-Elect Peter Valori attended the Florida Bar Council of Sections meeting. He also

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provided a written report on the Section to the Council of Sections. That report is available upon request.

D. The Florida Bar Membership Outreach Committee – Daniel Etlinger

No report was provided.

E. The Florida Bar Real Property, Probate & Trust Law (RPPTL) Section – James Marx

Tae Bronner provided an extremely extensive and thorough report on behalf of the RPPTLs concerning their upcoming executive council trip to Alaska. She noted that all are welcome to join them on what looks to be a lovely trip.

F. The Florida Bar Young Lawyers (YLD) Division – Joseph Coleman

YLD Representative Joseph Coleman reported that the YLD is hosting its first ever job fair on March 6, and would appreciate any assistance encouraging students and prospective employees and experienced attorneys to register.

G. The Florida Institute of CPAs (FICPA) – Donald Workman

No report was provided.

H. The Out-of-State Division of The Florida Bar – Lawrence Kunin

Out-of-State Division Liaison Lawrence Kunin reported that you can write articles that get published in the Out-of-State Division's newsletter, a publication that reaches 15k people. He further reported that the Out-of-State Division will be putting on a CLE in March, and noted that its next meeting would take place in conjunction with the Board of Governors. For the benefit of Sponsorship Committee, Kunin noted that he had joined JAMA and JAMS wants to increase its exposure in the Florida Bar, so Kunin has secured them as a sponsor of the IP Symposium, while he works on securing a broader Section sponsorship from them.

I. The Working Group on Legal Opinions (WGLO) – Philip Schwartz

No report was provided.

IX. New Business

Avery Chapman reported that the new ESI Guidelines that had been distributed by a number of Courts, and he encouraged everyone to take these Guidelines to other circuits as well.

X. Other Reports

A. Chair's Report – Stephanie Lieb

Section Chair Stephanie Lieb reported that the Winter Meeting was a great success, and everyone was invited to join immediately afterwards for the joint BLS/RPPTL reception.

B. Chair-Elect's Report – Peter Valori

No report was provided.

XI. Good and Welfare

Greg Yadley reminded all in attendance of the upcoming Federal Securities Institute and encouraged everyone to attend and bring their friends and colleagues.

XII. Future Full Section Meetings

- A. [Annual Meeting of Florida Bar, June 17-21](#), Hilton Signia Orlando (BLS Schedule to be announced)

XIII. Future Section Events

- A. [Federal Securities Institute – Feb. 26-27](#), Tampa Marriott Water Street
- B. [Spring Retreat to Iceland – Mar. 4-8](#), Iceland
- C. [Intellectual Property Symposium – Apr. 16-17](#), Grand Bohemian Orlando

XIV. Adjournment

There being no further business, Zach Hyman moved that the meeting be adjourned, with Valeria Angelucci providing the second. The motion passed by unanimous consent at 5:46pm.