

THE FLORIDA BAR BUSINESS LAW SECTION
CORPORATIONS, SECURITIES & FINANCIAL SERVICES
COMMITTEE MEETING

Wednesday, June 17th, 2026

Meeting: 3:00 PM- 5:00 PM

Location: Signia by Hilton Orlando Bonnet Creek
14100 Bonnet Creek Resort Ln, Orlando, FL 32821

Kelly Roberts, Chair; Zachariah Evangelista, Vice-Chair; Marshall Kobrin, Second
Vice-Chair; Prof. Stuart Cohn, Academic Chair

Meeting Minutes

1. **he meeting was called to order by Kelly Roberts, Chair, at 3:08 PM**

2. **Welcome and self-introduction of Members Present**

(Visit from leadership)

3. **Approval of Prior Minutes**

Motion to approve the September minutes was made by Robert Brighton and seconded by Valeria Angelucci

The minutes were unanimously approved.

4. **BLS Bankruptcy/UCC Committee Merchant Cash Advance (MCA) Study Group** The Bankruptcy/UCC Committee is advancing a triple motion proposing two changes to the Florida Commercial Financing Disclosure Law so they will be stopping by to walk through the proposals and field questions. **presented by Daniel E. Etlinger and Judge Mora**

5. **Reports from Subcommittees, Task Forces, and Study Groups**

a. **Series LLC Task Force Update**

- i. Lou Conti reported possible amendment to Series LLC re: written operating agreements for next 2027 Session
- ii. Discussion for Friday's President Showcase CLE

b. **Chapter 617 Task Force Update**

- i. Leslie Hudock reported- bill currently on Governor's desk and Sept 24th CLE currently being planned

c. **Chapter 607 Task Force Update**

- i. Gary Teblum reported setting up task force meeting before end of year
- ii. Phil Schwartz discussed model act contemplated changes:

1. Re: books and records, s/h access to subsidiary books
2. Limiting appraisal rights
3. Oppression as basis of dissolution

d. Opinion Standards Committee Update

- i. Gary Teblum reported
 1. Composite report posted online
 2. Update forms project – call for volunteers - Robert Brighton volunteered to take lead
- ii. Discussion of follow along opinions

e. Decentralized Autonomous Organizations Study Group

- i. Robert Brighton reported.
 1. DAO very active – starting to gain momentum
 2. WV and AL adopted legislation
 3. Clarity Act
 4. DON
 5. DAO legislation typically resembles LLC acts

f. Blockchain and Digital Assets Committee

- i. Robert Brighton reported.
 1. Money services/virtual currency act

g. Direct v. Derivative Task Force

- i. Michelle Notte provided report
 1. Bringing direct & derivative in same suit
 2. July 7th next meeting
 3. Aim to have bill ready for Labor Day retreat

6. CLEs

a. Committee is compliant with CLE Policy requiring 4 CLE Webinars for the 2025-2026 term.

b. Upcoming Programs.

- i. Kelly Roberts gave an update on upcoming CLE Programs

c. Ideas for Future Programs for 2026-2027 Term

- i. Non-profit Act – September 24th
- ii. Counseling Business Risks with AI – Steffan Rubin Nov/Dec
- iii. Basic Entity Formation –Robert Brighton and Marshall Korbin – Spring
- iv. Basic Franchising – Michelle Notte

7. Other Matters for Discussion/Good Order

a. Discussion regarding Charging Order Protection for Florida Single-Member LLCs

- i. Lively Discussion

Motion to create Study Group to examine creditor remedies and charging order protection for Florida single-member LLCs was made by Michelle Notte and seconded by Robert Brighton. All members present voted in favor, except for two members who voted against the motion. The motion carried.

8. **Adjourn**

