

**Minutes of the Meeting of the  
Business and Corporate Law Section of the  
Idaho State Bar**

**November 9, 2016**

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**Call to Order; Attendance**

A meeting of the Business and Corporate Law Section (the “Section”) of the Idaho State Bar was called to order at approximately 12:00 p.m. at the offices of the Idaho State Bar. Section Governing Council (“Council”) members in attendance were Sarah Reed, Ben Layman, Ricky Bower, David Jensen, Matt Christensen, Claire Rosston and Brian Buckham.

**Approval of the Minutes**

As the first order of business, Ms. Reed requested a motion approving the minutes of the meeting held on October 12, 2016 which had been distributed to Section members prior to the meeting and to attendees at the meeting. After a motion duly made and seconded, the members of the Section unanimously approved the minutes of the meetings.

**Financial Update**

The October 31<sup>st</sup> balance sheet was not available.

**Advocate Sponsorship**

Ms. Reed repeated details as to the Section’s sponsorship of *The Advocate* in March/April 2018. Matthew T. Christensen will chair the effort to recruit articles for the issue. The Section needs five authors to write articles which will be submitted three months in advance (December of 2017).

**This Year’s Three Part Drafting Series**

Ms. Rosston explained that this year’s three-part drafting series is on boilerplate provisions (e.g., indemnification, governing law and forum selection, and attorneys’ fees). During each CLE, we plan to have litigators with experience litigating the boilerplate provisions to present their thoughts about what we as transactional attorneys are drafting and offer recommended draft language. To get the conversation going and recruit volunteers, Mr. Hamilton and Ms. Rosston are hosting a lunch meeting on December 1 at Holland & Hart. They plan to invite experienced litigators to attend and give their opinions on what is the most disputed, interesting or poorly drafted boilerplate and help us set the agenda for the January – March CLEs.

**September CLE Program**

Ms. Reed then provided the biography of the individual presenting the CLE at this meeting. The presenter was Jeff Hess at Hawkins Companies. He presented on “*Top 10 Real Estate Development Issues for the Business Lawyer.*”

**Adjournment**

There being no further business, the meeting was adjourned at approximately 1:00 p.m.

Ricky Bower  
Secretary/Treasurer