



OREGON LAW COMMISSION

Minutes

Meeting Date: December 5, 2024 (10:00 am)

Location: Zoom

Commissioners Present:

Valerie Sasaki, Justice Rebecca Duncan, Chief Judge Erin Lagesen, Senior Judge Mary Mertens James, Cody Hoesly, Christa Obold Eshleman, Dean John Parry, Representative Jason Kropf, Representative Kim Wallan, Senator Floyd Prozanski, Professor Kristen Bell, Dean Jeffrey Dobbins

Commissioners Absent:

Lisa Udland, John DiLorenzo, P.K. Runkles-Pearson

Staff: Amy Zubko, Thomas Grossman

Guests: Dexter Johnson, Jessica Minifie, Kris Kolta, Matt Shields, Avery Pickard, Kimberly McCullough, Jenna Adams-Kalloch, Jaime Weddle-Jones

1. Welcome

After a welcome and introduction of Commissioners and guests, Valerie Sasaki provided a brief overview of the Program Committee meeting earlier in the day and informed the Commission that the two proposals: Partition of Heirs Property and Electronic Wills would be submitted to the full Commission. In addition, Chair Sasaki shared that the meeting today was for consideration of the two legislative proposals for the 2025 legislative session. The first, Municipal and Justice Court Appeals Process and second the Modernization of the Oregon LLC Act. Administrative and operational issues would be addressed at the January 10, 2025 meeting.

Finally, Chair Sasaki introduced Thomas Grossman, a University of Oregon School of Law 3L and the current UO Portland Program/OLC Fellow.

2. Minutes

Cody Hoesly moved for the adoption of the October 11, 2024, minutes and Professor John Parry seconded. The motion passed unanimously.

3. Municipal and Justice Court Appeals Process

Christa Obold Eshleman provided a brief overview of the Municipal and Justice Court Appeals Process legislative concept (LC) 156 and the accompanying report. Commissioner Obold Eshleman shared that there had been feedback from one participant that may require an amendment to LC 156 after the meeting and there was the possibility that others may be necessary. Chair Sasaki shared that during the Program Committee earlier in the day there had been discussion about a follow up work group. In addition, Chair Sasaki shared that the Commission did not have a sponsor for LC 156 at this point.

Chair Sasaki moved for adoption of LC 156 and the accompanying report. Commissioner Hoesly seconded the motion and LC 156 and the accompanying report were adopted by the Commission.

4. Revised Uniform Limited Liability Company Act

Chair Sasaki and Commissioner Hoesly provided a brief overview of LC 266. In addition, Commissioner Hoesly provided an overview of some questions regarding LC 266 from the Uniform Law Commission. Commissioner Hoesly expanded on the language currently in Section 12 of LC 266 and the ULC's suggestion that the second and third sentence, suggested by a practitioner affiliated with the Oregon Trial Lawyers Association, be moved to the LC 266 report and be included in the commentary on Section 12 rather than in the bill.

The Commission discussed the necessity of the Uniform Law Commission's support of LC 266 and how the language and commentary would affect the bill and its interpretation. Further, the Commission discussed possible modifications to Section 12. At the end of the discussion, Chair Sasaki stated that it was the intent of the workgroup to merely reflect what the common law is in Oregon, and the workgroup did not intent to supplant judicial determination of LLCs.

Chair Sasaki moved to adopt LC 266 with its accompanying report with the understanding that the Commission will discuss in Section 12 in January. Judge Mary James seconded the motion. The motion passed unanimously.