

**NEW YORK STATE BAR ASSOCIATION
MINUTES OF EXECUTIVE COMMITTEE
CONFERENCE CALL MEETING
MAY 20, 2011**

Members Participating: Abernethy, Cohen, Doyle, Edmunds, Fennell, Finerty, Getnick, Gorgos, Gutekunst, James, Lau-Kee, Miranda, Moy, Wallach, Younger.

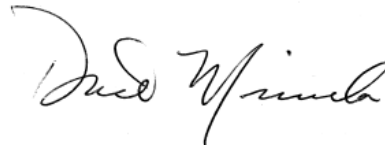
Guests: Jodi J Schwartz, Diane L. Wollman.

Mr. Younger presided as President of the Association.

1. Report and recommendations of Tax Section. Ms. Schwartz, chair of the Tax Section, and Ms. Wollman, the section's Second Vice Chair, outlined proposed legislation relating to the sales tax liability of limited liability partnerships and limited liability corporations. They noted that under current law, there is unlimited personal liability for unpaid sales tax for partners and members; the legislation would remove that strict liability and replace it with a "duty to act" standard applicable to other entities. After discussion, a motion was adopted to approve the proposal.
2. Committee on Annual Award. On behalf of the committee, Mr. Doyle presented the committee's recommendation regarding the recipient of the 2012 Association Gold Medal. After discussion, a motion was adopted to approve the committee's recommendation.
3. Discussion of Section representation on Executive Committee. Mr. Doyle advised the Executive Committee that during the Section Leaders' Conference he had asked section representatives to consider making a request of the Executive Committee to recommend a Bylaws amendment that would add section representatives as members-at-large of the Executive Committee. The Section Delegates' Caucus likely would submit such a request for consideration at the June 23-24, 2011 Executive Committee meeting. The report was received with thanks.

There being no further business to come before the Executive Committee, the meeting was adjourned.

Respectfully submitted,



David P. Miranda
Secretary