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On March 21, 2014, the United States District Court held that the Michigan Marriage Amendment was unconstitutional. In doing so, the court determined that same-sex marriage was legal in the State of Michigan and it would be governed by the same laws as heterosexual marriages.

In response to the Court's decision, various county courts throughout the state of Michigan opened their doors on Saturday morning to allow for same-sex couples to get married. Same-sex marriage was halted by the Sixth Circuit Court of Appeals when it issued a stay later that same Saturday. The stay means that same-sex marriage will not be permitted in Michigan until the

MICHIGAN MARRIAGE AMENDMENT DECLARED UNCONSTITUTIONAL

Article by Attorney Torree Breen

Attorney General is heard by the United States Court of Appeals. This case was brought by a same-sex couple that wanted the right to adopt each other's children. Michigan adoption law only allows a single person or a married couple to adopt a child in Michigan. This means unmarried couples are not permitted to adopt children together.

Since same-sex marriage is not recognized, only one parent of the same-sex relationship would be permitted to adopt a child in Michigan or will be the legally recognized parent of the child. The other parent of the same-sex relationship would not have any rights to the child. This means if the couple were to split up, only the adopting parent would have exclusive rights for the custody of the child. The non-adopting parent would not have any right to seek custody rights or parenting time with that child. The adopting parent would not have any right to collect child support from the non-adopting parent either.

If the adopting parent passes away,

the Department of Human Services would place the child in foster care until the courts determine where the child should be placed. The non-adopting, surviving parent could petition the probate court to become the child's guardian; however, the court has the discretion to place the child with other family members of the deceased parent.



Since Michigan law does not allow for the same-sex parents to have the same rights to children, as heterosexual parents do, the Court ultimately believed that the Michigan Marriage Amendment violated Equal Protection and held it was unconstitutional based on this structure. The Attorney General of Michigan is currently appealing this decision, and it will remain on hold until the Court of Appeals hears this matter.

CORPORATE MEETINGS: ARE YOU CREATING SHAREHOLDER LIABILITY?

Article by Attorney Scott Breen



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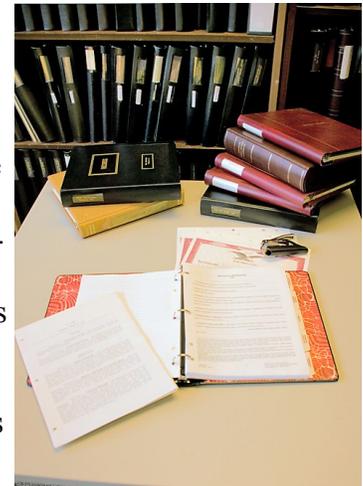
Michigan law generally requires shareholders of a corporation to hold annual meetings. This requirement applies, regardless of the number of shareholders. In addition to this statutory requirement, a corporation's bylaws generally require the shareholders and board of directors to hold annual meetings. If these meetings are not held, a creditor can seek to "pierce the corporate veil" and sue shareholders individually for corporate obligations.

Most people establish corporations for two reasons. First, it can provide certain tax advantages over other types of business entities. Second, corporations protect shareholders (and usually directors and officers) from personal liability when a creditor asserts a claim (e.g. lawsuit) against the corporation.

If a corporation is not holding annual meetings, as required by law or its governing documents (e.g. bylaws), a creditor may seek to "pierce the corporate veil." More specifically, the creditor may allege that the corporation is not operating as an entity "separate and distinct" from the individual actions of its shareholders. Another example of this type of behavior is when a corporation does not use a separate bank account but deposits income into the individual accounts of its shareholders. If a creditor is successful in showing that the shareholders are not respecting the requirements of a corporate entity, the shareholders will likely be personally responsible for all of the debts of the corporation.

In order to show that a corporation is complying with Michigan law, written minutes of each meeting should be prepared and inserted into the corporate book. In addition to personal liability of the shareholders, record books with incomplete minutes can result in unnecessary accounting and legal fees. In the event of an audit, one of the first questions the IRS, State of Michigan, and/or Labor Department will ask is to review the corporate minute book. Similarly, lost share certificates can be very problematic without minutes to establish the number issued to each shareholder.

In addition to the formal requirements of annual meetings, they also serve a valuable business purpose. The very act of discussing and writing down the decisions of the corporation forces an examination of key issues that every corporation must address. Some of these issues include insurance, employment, succession planning, and tax issues. The minutes of each meeting also serve as a record of your corporate business history and serve as your plan of action for the future.



If you need help facilitating or documenting corporate meetings, you may contact Scott A. Breen at 517-324-1021 or sbreen@willinghamcote.com.

PROFESSIONAL EVENTS

FIRM ANNOUNCEMENTS

The Michigan Lawyers Weekly has recognized **Mr. John Yeager** as one of the 2014 Leaders in Law. The criteria for selection included success in the legal profession, a passion for the law, client and community service and a record of achievement demonstrating the strength of character. Leaders were chosen from numerous nominations from around the state and all areas of law, and included small and large law firm lawyers, politicians, judges and those in public service. John has been recognized in honor of his reputable work and success in the legal community spanning over three decades. He was acknowledged at a reception on Thursday, March 20 in Troy.



John Yeager is the Chair of the Insurance Practice Group and a member of the firm's Appellate Group at Willingham & Coté, P.C. He is also

"I am humbled to be honored and get recognition that really reflects the great team of staff and attorneys at my firm," said Yeager. "The firm has always supported not only professional development but also community service."

a Shareholder and Director of the firm. Mr. Yeager has been an attorney since 1976 and an attorney with Willingham & Cote' P.C since 1978. Yeager currently serves as a volunteer veteran mentor for the Ingham County Veterans Treatment Court, is a current member and past president of the East Lansing Lions Club, and is a past volunteer on Thrivent Builds with Habitat for Humanity home projects in Lansing.

TRIAL COURT

Torree Breen convinced the trial court to allow our client to change domicile to move her children outside of the state of Michigan so that she could better the lives of herself and her children. The mother was planning to attend college and her fiancé could financially provide a better lifestyle for her children.

Dave Nelson and James Dalton convinced a trial court to dismiss our insurance client at the trial court level because the claimant was an out-of-state resident involved in an accident involving his motorcycle. The out-of-state resident was not entitled to receive Michigan No-Fault benefits since he was not involved in an accident involving a motor vehicle.

APPELLATE COURT

Kim Hillock and John Yeager were successful at the Supreme Court in that it refused to reverse their win at the Court of Appeals that held that property damage alleged to have been sustained by trucks polluting substance from their loads onto property while driving by the claimant's yards was not timely brought. The claims were subject to the statute of limitations as set by the No-Fault Act since the claims arise from the use of a motor vehicle as a motor vehicle.

Kim Hillock and John Yeager won at the Court of Appeals in a case in which a claimant sought reimbursement for damage caused by animals inside a home. The insurance policy specifically excluded damage caused by animals and, thus, the Court of Appeals denied coverage for the damages in this matter. The Supreme Court refused to grant leave.

OTHER PROFESSIONAL ANNOUNCEMENTS

In the publication Verdict Search, December 2013's featured verdict was Mr. Stephenson's win in a recent medical malpractice trial. The case involved allegations of a failure to timely diagnose breast cancer on a mammogram and ultrasound. The jury deliberated for 5.5 hours after the nine-day trial before bringing back a verdict for the defense.



SPEAKING ENGAGEMENTS

In March 2014, Mr. Stephenson was a featured speaker in the Litigation Education Retreat sponsored by The Doctor's Company. In the first session, Mr. Stephenson presented an overview of the legal process to physicians and their spouses with emphasis on medical malpractice litigation. In the afternoon session, Mr. Stephenson performed a brief mock cross-examination of each physician highlighting various cross-examination techniques and often-used "traps."

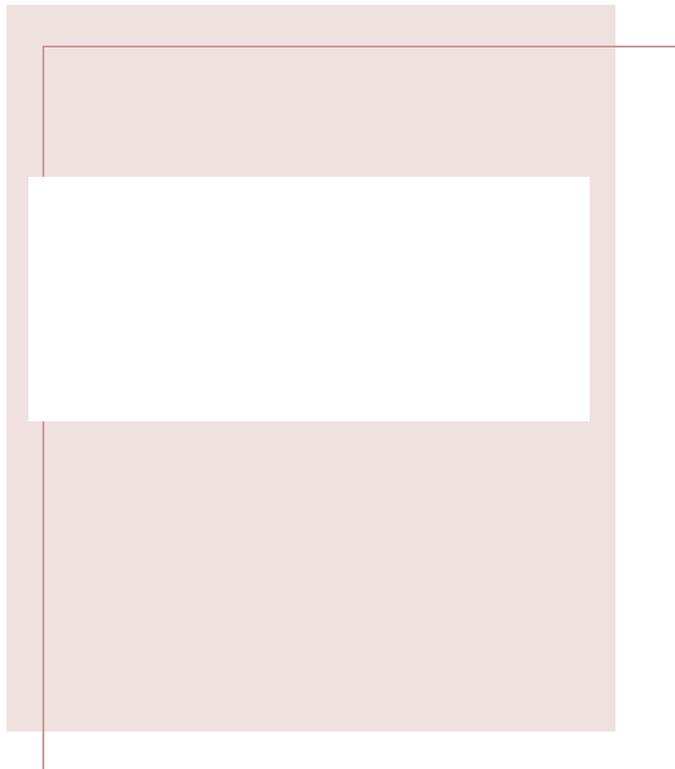
Mr. Dalton and Mr. Stephenson attended ProAssurance's Defense Counsel Meeting in Las Vegas. Mr. Stephenson also attended the Defense Research Institute's three day Medical Liability and Health Care Law seminar immediately following the defense counsel meeting. The meeting and seminar focused on current issues involved in successfully defending physicians in complex medical malpractice cases.



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Staff Announcements

Willingham & Coté, P.C., is pleased to announce that attorneys Ms. Torree Breen and Mr. Scott Breen have been elected to the Board of Directors, effective January 1, 2014.

Ms. Breen has been an attorney with the firm for over 11 years and primarily focuses her practice on Family Law and Insurance Defense. She is also the President of the Women Lawyer's Association of Michigan, Mid-Michigan Chapter.



Mr. Breen has been an attorney for over 13 years and specializes in Corporate/Business, Real Estate, and Alcohol Beverage Law.

In addition to these new appointments, Managing Attorney Ms. Lee Reimann has been elected President; Mr. Anthony Kogut has been elected as Vice-President and Mr. Michael Stephenson as Treasurer.