

KING COUNTY BAR ASSOCIATION

1.00 Law & Legal CLE Credit A/V Approval #1217697

Recorded on February 8th, 2022

| Meeting Location | Date | Time | Topic |
|--|------------------------------|------------------------|--|
| We are continuing 100% remote access meetings. | Tuesday, February 8, 2022 | 12:00 PM to 1:00 PM | The RCWs Dissociation Provisions: When your Principal Files Bankruptcy, Who is in Charge of the LLC? |

AGENDA

12:00:00 PM Introduction

12:10:05 PM Presentation: 'The RCWs Dissociation Provisions: When your Principal Files Bankruptcy, Who is in Charge of the LLC?', by Laurie Thornton, Martin Smith, Kathryn Perkins and Matt Johnson, Office of the United States Trustee

- The RCWs provide an LLC and/or LLP member is dissociated if they file a voluntary petition for bankruptcy, but are silent as to single member entities
- Washington's Supreme Court has ruled that these RCW provisions override the bankruptcy code, in the context presented in Northwest Wholesale, Inc v. Pac Organic Fruit, LLC, 184 Wash 2d 176, 357 P. 3d 650 (Wash. 2015)
- What does a practitioner need to consider if a principal files bankruptcy

1:15:00 PM Adjourn

SPEAKERS BIOGRAPHIES

Kathryn Perkins, Office of the United States Trustee - Kathryn Perkins joined the United States Trustee Program in April of 2015 as a trial attorney for the Western District of Washington. Since joining the program her role has expanded to include acting as the sole trial attorney in the District of Alaska, as well as representing the program in Chapter 11 proceedings in the District of Oregon. Prior to joining the United State Trustee Program, Ms. Perkins was an attorney with a mid-size commercial bankruptcy firm focusing on representing chapter 11 debtors and creditors in the District of Delaware, Southern District of New York, and the Eastern District of Pennsylvania. Ms. Perkins also clerked for the Honorable John Thomas and Honorable Robert N. Opel, II in the Middle District of Pennsylvania after earning her J.D. from the University of California Hastings College of the Law.

Matt Johnson, Office of the United States Trustee - Matthew J.P. Johnson joined the United States Trustee program as a Trial Attorney in April 2020. He graduated Seattle University Law School cum laude in 2008, during which time he served as an extern for former bankruptcy judge Karen A. Overstreet. Mr. Johnson began his practice in Vancouver, Washington representing debtors in chapter 7, 11 and 13 cases. He then spent a brief time representing mortgage servicers in a Seattle, WA firm. Prior to joining the program, Mr. Johnson was the senior staff attorney with the Chapter 13 Trustee office in Tacoma, Washington.

Martin Smith, Office of the United States Trustee - Martin L. Smith received his Bachelors of Science degree from California State University at Chico (1977); his Masters of Business Administration degree from the University of Utah (1984); and his Juris Doctor from the University of Utah School of Law (1988). Mr. Smith originally practiced at a Los Angeles, California bankruptcy boutique firm, and later joined in the bankruptcy section of a national law firm in their Sacramento, California. Mr. Smith was admitted to practice in Washington in 1995 after moving to Seattle. He was in private practice for 14 years, specializing in bankruptcy-related representation, prior to joining the United States Trustee Program in 2002. Mr. Smith is a trial attorney, representing the Office of the United States Trustee for Region 18.

Laurie Thornton, Office of the United States Trustee - Laurie Thornton joined the United States Trustee Program in July 2019, as the Assistant United States Trustee for the Seattle regional office. Prior to joining the United States Trustee program, Ms. Thornton served for nine years as the Career Law Clerk to the Hon. Brian D. Lynch in the Tacoma division of the W.D. of Washington Bankruptcy Court. In ten years of private practice before joining the judiciary, Ms. Thornton worked on complex chapter 11 matters in a large Chicago law firm, general commercial litigation for a Seattle litigation boutique firm, and was the assistant director of a bankruptcy claims and noticing firm. Ms. Thornton is originally from Seattle and obtained her B.A. from the University of Washington and her J.D. from Marquette University.
