

**Interview with Rich Cassidy**  
**December 9, 2013**

**Bob Paolini:** I am at Hoff Curtis in Burlington, meeting with Rich Cassidy. We are going to have a little conversation about Rich. Rich, most people in the Bar Association know you. Anybody who comes to VBA meetings knows that you have been our Delegate to the ABA for some time, but I think we should still take some time for those who don't know you.

**Rich Cassidy:** Sure.

**BP:** You've been really active with the VBA as long as I can remember, but we have never sat down and profiled you in our Journal. Let's do that now. I know you are a Rutland native.

**RC:** I am a Rutland kid, and I graduated from Mount Saint Joseph Academy.

**BP:** That is long before you decided that you wanted to pursue this career?

**RC:** I was interested in being a lawyer, but I didn't know if it was feasible.

**BP:** So where did you go to undergraduate and law school?

**RC:** I graduated from the University of Vermont in 1975, and from Albany Law School in 1978.

**BP:** 35 years in this business.

**RC:** So far. I was eager to return to Vermont and I was hired as Bob Larrow's law clerk at the Vermont Supreme Court. That was probably the best way to start practicing in Vermont, because Justice Larrow was such a bright and interesting character.

**BP:** One year position?

**RC:** Yes. Then I clerked for Chief Justice Barney and ran the clerkship program for a year.

**BP:** And then?

**RC:** I had a job lined up with a law firm in Hanover, NH. I gave up my clerkship, but before I started the firm broke up. I ended up hunting for a job in late summer to start in September. I can still remember which lawyers saw me when I knocked on their doors. Many did, and through them, I found a job with David Drew in Jericho. I started in a two-lawyer general practice law firm.

**BP:** And when did you join the law firm that's now Hoff Curtis?

**RC:** While at David Drew's office, I did a project with Phil Hoff working as counsel to the Supreme Court's Special Study Committee on the Bar Admissions. Phil was at Hoff, Wilson, Powell and Lang, PC. When finished In 1982, he offered me a job. I admired Phil, and wanted a litigation-oriented practice, so I went. In 1989, Phil and I left that firm, and with David Curtis, John Pacht, and Julie Frame, started Hoff Curtis.

**BP:** I made some reference in the introduction to your work to the American Bar Association. Were you always involved with the ABA?

**RC:** In the early 80's, I ran for VBA Delegate to the Young Lawyer's Section against my friend, Sam Johnson. Sam won, and on reflection, I am very glad he did. I didn't have any active role in the ABA until I was elected ABA Delegate in 1999.

**BP:** You've been Delegate since then consistently except for your term on the Board of Governors, which was a 3-year term?

**RC:** Actually, I was still a delegate then.

**BP:** Tell us what those jobs mean

**RC:** State bars association and other entities elect members of the House of Delegates, the governing body of the ABA. A 560 member house, it operates at a broad policy level. So the ABA has a smaller board of directors, its Board of Governors, with 38 members.

**BP:** The Board of Governors obviously meets more often than the House which meets just twice a year?

**RC:** The Board meets four times a year.

**BP:** At some point, you became involved in the Uniform Law Commission?

**RC:** In law school I took the Uniform Commercial Code and compared the logic of that statute to case law. I thought that it made a lot more sense as a way to develop the law than having judges draw rules from the worst cases they see. Working from a thoughtful survey of a subject, and identifying the controlling principles, struck me then as sensible.

**BP:** I know it has gone through different names, we used to call it NCCUSL, now it's the Uniform Law Commission, which is easier to remember and say. How is that structured? How does that all work?

**RC:** The Uniform Law Commission is still technically the National Conference of Commissioners on Uniform State Laws. Since 2007, we have used the name "Uniform Law Commission." Sometimes we just call it the "Conference" or the "ULC."

**BP:** How did it come to exist?

**RC:** It was a child of the American Bar Association.

**BP:** Let's go back to the formation of the Commission. Did the ABA control it? Did the ABA put its people on its first version of that commission?

**RC:** In 1890 New York State authorized its Governor to appoint commissioners to call for states to send representatives to a uniform laws convention. The ABA then resolved that the states should appoint commissioners to meet to develop uniform laws on subjects where uniformity would be wise. Seven states sent delegates to an initial meeting, in Saratoga, New York in 1892, and Uniform Law Commission was born. Vermont has participated since 1895.

Today, most states have a statute that regulates the appointment of uniform law commissioners. All 50 states, the District of Columbia, the Commonwealth of Puerto Rico and the United States Virgin Islands appoint commissioners.

**BP:** Does Vermont have a statute?

**RC:** Yes, 2 V.S.A. §§ 201-204.

**BP:** So, who makes the decision, what statutes should be uniform across the states?

**RC:** Initially, the Commission, but then it is up to the states. Some Uniform Acts have been adopted in all the states, the Uniform Commercial Interstate Family Support Act, being a recent example, but some have not been adopted anywhere. One consideration for the Commission is whether there is a real need for state law on a particular subject to be the same or similar and whether an act would be widely acceptable. We don't necessarily expect that every jurisdiction will adopt a Uniform Act, but it is time consuming and expensive to develop one, and it would not be successful unless widely adopted or an important influence on the law.

**BP:** I have been asked a question in the State House: What is the difference between an ABA drafted Model Act and a Uniform Act Proposal?

**RC:** The ABA doesn't have a singular routine for drafting legislation. It does draft from time to time, and there are some areas where its sections have taken on that role as a regular function. For example, the Business Law Section takes the lead in drafting model business corporation statutes.

The ULC also has a "Model Act" designation. It produces occasional Model Acts and a regular stream of Uniform Acts. The major distinction is whether there is a need for uniformity. If there is, a project is designated as a Uniform Act. If not, but it would be useful to do a project to advance the law, ULC procedures allow the development of a Model Act.

**BP:** How many ULC Commissioners does Vermont have?

**RC:** That depends on how you count. Our statute provides that the Governor appoints 4 lawyers to 5-year terms as Commissioners. But the ULC constitution says that if you have been a member of the conference for twenty years, you can be extended life membership. Peter Langrock is a life member. The constitution also provides that the principal officer of

each state's legislative reference bureau, or alternate, is an Associate Member. So Vermont has six members.

**BP:** When were you appointed?

**RC:** I was appointed by Governor Dean in 1994.

**BP:** 1994. So you're coming on 20 years?

**RC:** That's right.

**BP:** And then will have that status of lifetime member?

**RC:** I could request life membership, but I won't right away.

**BP:** Who are the other current commissioners?

**RC:** Carl Lisman is the Chair of our delegation. Carl was appointed in 1977, but has never taken life member status. Carl has been a very influential member of the Uniform Law Commission. One point that I wanted to make in this interview is that Vermont has traditionally had an active and influential delegation. Carl, for example, served as Treasurer of the Commission from 2003 through 2005 and is now the Chair of the Uniform Law Foundation. Peter Langrock was appointed in 1967. Peter was Vice-President of the Commission from 2003 through 2005. Stephanie Willbanks is a Vermont Law School Professor and was appointed in 2001. She has given an academic perspective to our delegation. Ted Kramer from Brattleboro was appointed in 2000 and coordinates ULC legislative activity in the Northeast. As the head of the Vermont Legislative Council, Luke Martland is an Associate Member, *ex officio*.

**BP:** Are these appointments based on a specialty in the law?

**RC:** The Governor is free to appoint any lawyer.

**BP:** Where is the commission is based?

**RC:** Our staff is headquartered in Chicago

**BP:** Let's talk about how it actually works. What does it mean to be a Commissioner? What is your workload?

**RC:** Fundamentally, the ULC operates through committees. We have several kinds of committees. Our Joint Editorial Boards are cooperative committees set up with other entities, such as the ABA and the American Law Institute, to track the law on certain subjects. Often the JEBs or ABA Sections or Committees suggest that a particular law would be appropriate.

The ULC Committee on Scope and Program receives suggestions – from any source – and determines whether state law on the subject should be the same or similar and whether a project seems feasible.

Often the Scope Committee recommends the appointment of a study committee to further develop a promising project. Once a proposal is well developed, Scope makes a recommendation as to whether to appoint a drafting committee.

The ULC Executive Committee determines whether to accept the recommendation in the light of the ULC's resources and commitments. If it does, the President appoints a drafting committee, usually of 8 to 12 members, and a reporter.

**BP:** Are they paid staff?

**RC:** Typically, the reporters are law professors who have expertise in the relevant field. They receive a small honorarium for their work.

The most relevant ABA section will designate a liaison from the American Bar Association. The drafting committee will encourage other interested parties to send representatives to the process. Anyone can be an observer and many participate actively.

The drafting committees then meet to begin drafting a statute, sometimes working from an initial draft prepared by the reporter, or from an issues list. Our drafting committees spend long weekends meeting in hotel conference rooms. They read the draft and talk through the policy issues, refining as they go. Usually, a drafting committee will meet twice before the draft is presented for the first time at an annual meeting.

**BP:** What happens at the annual meetings?

**RC:** Our members -- none of whom are paid -- work hard at annual meetings. We are in session every day from 8 or 9 AM, depending on the agenda, until 5 PM or later. We usually take Sunday afternoon off.

In session, the Conference functions as a committee of the whole. The drafting committee sits on a dais in the front and each member of the drafting committee reads a section of the act. Once a section has been read, any member of the conference may make a comment, an observation, ask a question, or propose an amendment. We proceed through the entire act.

By the fall, the drafting committee has the transcript of the proceedings. It will look through the comments again, and reconsider everything at a several more drafting committee meetings. That shapes a final draft for the second annual meeting. Sometimes acts take longer.

At a final annual meeting, the draft will be read again -- section by section -- and Commissioners again have the chance to question, comment, make observations and propose amendments. A final text will be agreed upon and then voted on the last day of the meeting by a roll call. Each state has one vote. When that is done, a uniform law exists.

There is one more step before the matter is presented to the ABA and the State legislatures: The Committee on Style reviews the draft and makes non-substantive changes to maintain consistency with our drafting manual.

**BP:** You said each state has one vote, which raises a question. Are the delegations from each state the same size?

**RC:** No. States choose how many commissioners to appoint. For instance, South Carolina has only three commissioners; Wisconsin has 8 appointed commissioners plus life members, and Texas has 10 appointed members and life members, so the size of delegations varies widely. But the size of the delegation does not define the delegation's effectiveness or influence. My friend, Commissioner Langrock, for example, is one of the most effective members in floor debate. Peter has broad expertise and is not afraid to be wrong. He will ask questions and sometimes, an eminent law professor who is serving as a reporter will have to say, "I never thought of that before, we need to reconsider."

**BP:** Do the members of the commission have copies of that beforehand?

**RC:** Oh yes.

**BP:** So you have done your homework, beforehand?

**RC:** Different commissioners have different practices. Virginia for example, assigns a draft to each member so they have one go-to person who they expect will follow that drafting process in detail, so that they can have the maximum impact.

**BP:** How does the vote work? We've got 5 members; let the caucus decide what the State's vote is going to be?

**RC:** In theory. As a practical matter, it is a consensus building process. It's hearing people out on the merits and asking, can we address that concern and make this useful and broadly acceptable legislation? A Commissioner may not agree with every policy judgment that has been made on an act, but usually after final reading, most members are on board.

**BP:** I cannot imagine if you have two or three hundred lawyers in the room and you get to the final vote that there is not always just one more comment or one more questions.

**RC:** Mostly, we have talked the dissent out. In recent years, there is usually no debate at the time of the roll call of the states. Once in a great while, a commissioner will move to have an act re-designated from uniform to a model, and there might be some brief debate. In my 19 annual meetings I have never seen a uniform act fail, or be re-designated a model. I believe the last time it happened was in 1991, when the Employment Termination Act was re-designated a Model Act during the vote by states.

**BP:** Is consideration at two meetings the standard?

**RC:** Yes. The constitution requires it, unless the Executive Committee waives a reading. I have only seen that happen once, because of a particular need to finish an act quickly. If an act is not ready, it will be read at more than two annual meetings.



**BP:** I think some of our members may know that Vermont Commissioners have appeared in our legislature during the session as witnesses on this bill or that was introduced as a Uniform Act. I am not sure folks really understand that it's one thing to do this at a theoretical level and quite another to take it back to 50 legislatures and see it through.

**RC:** One of the expectations of commissioners, who are not judges, is that they will pursue enactment, to the extent that an act is appropriate for the home state. We are "lobbyists," although we are not lobbyists in the legal sense, because we are not lobbying for any private interest.

**BP:** I understand that you expect to become the President of the ULC – tell us about that? That sounds quite an opportunity.

**RC:** It is a tremendous opportunity. I was seated at this desk about three years ago when the President of the Conference called and said that he would like to appoint me to Chair the Committee on Scope and Program. I told him that I needed to think about it, as I knew that that appointment is the beginning of an informal leadership ladder. The usual course is service for two years chairing that committee; then appointment as Chair of the Executive Committee for two more years, and then the practice is election by the membership to be the President of the Commission. After some reflection and consultation, I agreed. That's why I don't plan to accept Life Membership soon, as it I would become ineligible to be elected President. I am almost midway through the leadership track now, being half-way through my first year as Chair of the Executive Committee,

**BP:** You expect to become President sometime in 2015?

**RC:** Immediately after the end of the 2015 annual meeting.

**BP:** And it's a 2-year term?

**RC:** Yes.

**BP:** So what does that mean for Rich Cassidy and this office and this desk?

**RC:** It means that I am busier than ever. Since the annual meeting this year, I have been making an effort to get to every drafting committee

meeting, and as many of the joint editorial board committee meetings as I can.

**BP:** Make that concrete, what does that mean? Every month?

**RC:** I attended five drafting committee weekends this fall; there will be five more between the first of the year and the end of April. So for six months out of the year, almost every other Thursday afternoon, I hustle out to the airport and fly to our meeting site, often Chicago.

At a drafting committee weekend typically at least 3 committees are working. The President and I split the meetings and go from one to another to keep track of what is happening. We pay particular attention to decisions that may affect enactability. We take the pulse of the pipeline to have the right volume for upcoming annual meetings. A few years ago, we had twelve acts for second reading and approval during one a 7-day meeting – that's too much.

So I attend those meetings and try to get home on Saturday night. I will be doing that next spring and I anticipate for three years thereafter.

Of course, there other meetings, telephone calls, email and reading to do.

**BP:** Your annual meeting is 7 days long?

**RC:** It is. Until very recently it was 8 days.

**BP:** And you meet twice a year? You have a mid- year meeting?

**RC:** We have a mid-year meeting which is attended by the Executive Committee and the Committee on Scope and Program.

**BP:** It's not a week long? It's shorter?

**RC:** It is three days, although for me it's five days, because the leadership also does a strategic planning meeting and a coordination meeting with the leadership of the Uniform Law Commission of Canada.

**BP:** One of the perks of being president is that you get to decide where the two annual meetings that you have to run will be?

**RC:** That's right.

**BP:** So you are working on that already?

**RC:** Yes. We have agreed to bring the 2016 Annual Meeting of the Uniform Law Commission to the Stowe Mountain Lodge. That will be the first time in the 124-year history of the Conference that an annual meeting has been conducted in Vermont. I am smiling as I say that, because I love Vermont and Becky and I have worked with these people for a long time and know many of them very well. Most have never been here. We are looking forward to seeing them experience this state that we love. They will love it too.

**BP:** So this is the big meeting, this is the week- long meeting? How many people are coming to Vermont in 2016?

**RC:** There are 381 Commissioners, all lawyers, judges or law professors. I expect around 300 members of the Conference for most of the week. Most will bring their spouses or partners. The drafting committees will bring their reporters, their ABA liaisons and many observers. The Conference staff will be here. That should total about 700 people, including spouses, partners, children and other guests.

**BP:** That's an amazing number for that long a period of time.

**RC:** Yes, it takes real commitment, but these people demonstrate it.

**BP:** That's going to have a big economic impact on this state, hopefully.

**RC:** I think it will. The room rents alone will bring half a million dollars in revenue. I expect that the direct impact on Vermont to be a million and a half dollars, maybe more.

**BP:** Restaurants, entertainment, car rentals.....

**RC:** All of that and more. It's a wonderful gift that we have the privilege of bringing to Vermont. Some members aren't always in meetings; some will take some time besides Sunday afternoon to do side-trips. And spouses, partners and family members will be doing sightseeing in the Stowe area.

We are going to put together a great meeting for them. We need to find some things for people to do, and plan some social events, but that won't be difficult.

**BP:** It's a great opportunity. You know, until we talked a week or two ago, I would have just assumed, that this was the first time a Vermonter would be president of the Uniform Law Commission, and you corrected me.

**RC:** I will not be the first president from Vermont, but the first in a very long time. George Brigham Young, from Newport, served a two-year term as President of the Conference from 1925 through 1927. I don't know much about him, but I have learned a little, and I intend to learn more.

**BP:** What do we know about him?

**RC:** He was a very prominent Vermont lawyer. He was the President of the Vermont Bar Association and General Counsel to the National Life Insurance Company. I read some of his remarks at Vermont Bar Association meetings and he was interested in federalism, an issue that remains a very important concern for the Commission. He was eager that state law remain vital and be the primary governing law on subjects, like domestic relations, commercial law, property law, estates and trusts, tort law and criminal law. All are traditionally matters of state law. In recent years, there has been more federal involvement in those areas. For one thing, globalization has drawn the federal government into those subjects. For example, there is international concern about child custody and visitation, and so treaties and conventions have been adopted that relate to those issues. One thing that I didn't know -- and probably wouldn't have known, except for my involvement with the Conference -- is that not all treaties are self-executing. A treaty may have been adopted by the United States, but that doesn't necessarily mean that the laws are in place to implement it. So the ULC works with the State Department and the Hague Conference on International Private Law on treaty implementation. That allows a state law perspective to fill in some of the blanks in these treaties and conventions.

**BP:** Interesting. Anything else you want to add to this?

**RC:** I feel very fortunate for this opportunity to be involved in guiding an important American legal institution. So far, it has been entirely worthwhile,

and I am delighted and I hope that the fact that has happened will be good for Vermont.

**BP:** You have to keep us up to date as plans come together.

**RC:** I will.

**BP:** For the summer of 2016, I am sure members of the VBA would be interested in knowing what is going to happen and how maybe we can be involved in that.

**RC:** We will do that. One of the things we can count on is that lawyers who want to see what's happening can do so. There will be some social events that will bring Vermont lawyers and Commissioners together.

**BP:** That's great. Well Rich, thank you for doing this.

**RC:** Thank you for the opportunity.