

REPORT OF THE

**COMMISSIONERS
FOR THE PROMOTION OF
UNIFORMITY OF LEGISLATION**

**TO THE GOVERNOR
AND THE GENERAL ASSEMBLY OF VIRGINIA**



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Up-to-date information is available on the website of the National
Conference of Commissioners on Uniform State Laws
www.uniformlaws.org/

**Report of the
Commissioners for the Promotion of Uniformity of
Legislation
to
The Governor and the General Assembly of Virginia
Richmond, Virginia**

January 1, 2025 - December 31, 2025

OVERVIEW OF UNIFORM LAW COMMISSION

The Uniform Law Commission (ULC), also known as the National Conference of Commissioners on Uniform State Laws (the Conference), has worked for the uniformity of state laws since 1892. It is composed of state commissions on uniform laws from each state, the District of Columbia, the Commonwealth of Puerto Rico, and the U.S. Virgin Islands. Each jurisdiction determines the method of appointment and the number of commissioners appointed. Most jurisdictions provide for their commission by statute. The statutory authority governing Virginia's uniform law commission can be found in Chapter 29 of Title 30 (§ 30-196 et seq.) of the Code of Virginia.

There is only one fundamental requirement for the more than 300 uniform law commissioners: that, when first appointed, they are members of the bar. While some commissioners serve as state legislators and other state officials, most are practitioners, judges, or law professors. Uniform law commissioners receive no salaries for their work with the ULC.

Commissioners study and review the law of the states to determine which areas of law should be uniform. The commissioners promote the principle of uniformity by drafting and proposing statutes in areas of the law where uniformity between the states is desirable. The ULC can only propose laws; no uniform law is effective until a state legislature adopts it.

The work of the ULC simplifies the legal life of businesses and individuals by providing rules and procedures that are consistent from state to state. Representing both state government and the legal profession, it is a genuine coalition of state interests. It has sought to bring uniformity to the divergent legal traditions of more than 50 jurisdictions—and has done so with significant success.

HISTORY OF THE CONFERENCE

On August 24, 1892, representatives from seven states—Delaware, Georgia, Massachusetts, Michigan, New York, New Jersey, and Pennsylvania—met in Saratoga Springs, New York, to form what is now known as the Uniform Law Commission. By 1912, every state was participating in the ULC. The U.S. Virgin Islands was the last jurisdiction to join, appointing its first commission in 1988.

Very early on, the ULC became known as a distinguished body of lawyers. The ULC has attracted some of the best of the profession. Woodrow Wilson became a member before his service as President of the United States. Several Justices of the Supreme Court of the United States were previously members: former Justices Brandeis, Rutledge, and Souter, and former Chief Justice Rehnquist. Legal scholars have served in large numbers, including Professors Wigmore, Williston, Pound, and Bogert. Many more distinguished lawyers have served since 1892.

In each year of service, the ULC has steadily increased its contribution to state law. Since its founding, the ULC has drafted more than 300 uniform laws in various fields of law, setting patterns for uniformity across the nation. Uniform Acts include the Uniform Probate Code, the Uniform Partnership Act, the Uniform Limited Partnership Act, the Uniform Anatomical Gift Act, the Uniform Interstate Family Support Act, the Uniform Child Custody Jurisdiction and Enforcement Act, and the Uniform Prudent Management of Institutional Funds Act.

Most significant was the 1940 ULC decision to attack major commercial problems with comprehensive legal solutions—a decision that set in motion the project to produce the Uniform Commercial Code (UCC). Working with the American Law Institute, the UCC took 10 years to draft and another 14 years before it was enacted across the country. It remains the signature product of the ULC.

Today the ULC is recognized for its work in commercial law, family law, the law of probate and estates, the law of business organizations, health law, and conflicts of law, among other areas.

The Uniform Law Commission arose out of the concerns of state government for the improvement of the law and for better interstate relationships. Its sole purpose has been, and remains, service to state government and improvement of state law.

DIVERSITY STATEMENT

Each member jurisdiction determines the number of uniform law commissioners it appoints to the Uniform Law Commission, the terms of uniform law commissioners and the individuals who are appointed from the legal profession of that jurisdiction. The Uniform Law Commission encourages the appointing authorities to consider, among other factors, diversity of membership in their uniform law commissions, including race, ethnicity, and gender, in making appointments. The Uniform Law Commission does its best work when the uniform law commissioners are drawn from diverse backgrounds and experiences.

PROCEDURES

The ULC is usually convened as a body once a year at its annual meeting, for a period of six or seven days in July. In the interim period between these annual meetings, drafting committees composed of commissioners meet to supply the working drafts that are considered at the annual meeting. At each annual meeting, the work of the drafting committees is read and debated. Each act is generally considered over a period of two years. No act becomes officially recognized as a Uniform Act until the Uniform Law Commission is satisfied that it is ready for consideration in the state legislatures. It is then put to a vote of the states, during which each state caucuses and votes as a unit.

The governing body is the ULC Executive Committee. Other standing committees include the Committee on Scope and Program, which considers new subject areas for possible Uniform Acts, and the Legislative Committee, which superintends the relationships of the ULC to the state legislatures.

The ULC's small staff, headquartered in Chicago, handles meeting arrangements, publications, legislative liaison, and general administration for the ULC.

The ULC maintains relationships with many other organizations. The American Bar Association provides advisors to ULC drafting committees and ULC study committees. Liaison is also maintained with the American Law Institute, the Council of State Governments, the National Conference of State Legislatures, the National Association of Secretaries of State, the National Association of Attorneys General, the Conference of Chief Justices, the National Center for State Courts, and other organizations.

PROCESS FOR CREATION OF UNIFORM AND MODEL ACTS

The procedures for preparing an act are the result of long experience with the creation of legislation. The ULC maintains a standing committee called the Scope and Program Committee, which considers new subject areas of state law for potential Uniform or Model Acts. That committee studies suggestions from many sources, including the organized bar, state government, and interested individuals. If the Scope and Program Committee believes that an idea for an act is worthy of consideration, it usually will recommend that a study committee be appointed. Study committees consider the need for and feasibility of drafting and enacting uniform or model legislation in an area and report back to the Scope and Program Committee. Recommendations from the Scope and Program Committee go to the ULC Executive Committee, which makes the final decisions as to whether to study a proposal or undertake a drafting project.

Once a subject receives approval for drafting, a drafting committee is appointed, along with a reporter. Advisors and participating observers are solicited to assist every drafting committee. The American Bar Association appoints official advisors for every drafting committee. Participating observers may come from state government, from organizations with interests and expertise in a subject, and from the ranks of recognized experts in a subject. Advisors and participating observers are invited to attend drafting committee meetings and to contribute comments throughout the drafting process. Advisors and observers do not make decisions with respect to the final contents of an act. Only the ULC members who compose the drafting committee may participate in any necessary votes.

Most acts require four two-day committee meetings, although some require more. A committee usually produces a number of successive drafts as an act evolves. Each drafting committee must then present its work to the whole body of the Uniform Law Commission at the ULC's annual meeting. The most current draft of each act is read and debated. Acts are generally promulgated only after consideration at two annual meetings, although the drafting process for some acts exceeds two years. A draft becomes an official act by a majority vote of the states. The vote by states completes the drafting work, and the act is ready for consideration by the state legislatures.

VALUE FOR VIRGINIA AND THE STATES

The process of drafting a uniform act is lengthy and deliberate. A committee is appointed from the membership of the ULC. The American Bar Association is invited to appoint an advisor to each drafting committee. The bylaws of the ULC require at least two years for drafting and two readings of the draft at annual meetings of the ULC.

Uniform Law Commissioners donate their professional services, spending hundreds of hours on uniform state laws as a public service because of their commitment to good law. The cumulative value of this donated time in the development of Uniform and Model Acts averages between \$1 and \$2 million per project.

The average revision of an article of the Uniform Commercial Code takes four years, with three to five committee meetings per year. The original Uniform Probate Code took a full decade to develop and promulgate. Each of these comprehensive projects costs much more than the actual budget of the ULC and represents much larger contributions—in terms of time and expertise—from the ULC membership.

Major committees of the ULC draw advisory and observer groups into the drafting process. Meetings of the Uniform Commercial Code committees regularly draw advisors and observers in a ratio of two or three to one commissioner. These advisor and observer groups represent various interests, provide outside expertise, and facilitate dissemination of the act. It is impossible to place a dollar value on their input, which state funds do not cover.

It is also not possible to measure the worth of the intellectual participation by all who are involved. There is no process at either the state or federal level of the United States government today that compares to the uniform law process—intense, nonpartisan scrutiny of both policy and execution of the law.

STATE APPROPRIATIONS

The ULC is a state service organization that depends upon state appropriations for its continued operation. All states, the District of Columbia, Puerto Rico, and the U.S. Virgin Islands are asked to contribute a specific amount, based on population, for the maintenance of the ULC. In addition, each state delegation requests an amount to cover its commissioners' travel expenses for the Conference's annual meeting. The total requested contribution of all the states to the operation of the ULC is \$3,575,490 in fiscal year 2026 (July 1, 2025,

to June 30, 2026). The smallest state contribution is \$23,275 and the largest is \$207,035. Virginia's dues for fiscal year 2026 are \$73,620. The annual budget of the ULC comes to \$ 5,165,850 for the current fiscal year. Approximately 35 percent of this budget will be used for studying and drafting acts, including holding the annual meeting where the acts are presented to the commissioner body for approval. Another 30 percent will be spent assisting state legislatures with bill enactment and public education regarding Uniform and Model Acts. The remainder of the budget will pay for general administrative costs, governance costs, and occupancy expenses.

OTHER FINANCIAL CONTRIBUTORS

Grants from foundations, including the Uniform Law Foundation, and the federal government are occasionally sought for specific educational and drafting efforts.

The Uniform Commercial Code (UCC) is a joint venture between the ULC and the American Law Institute (ALI). In the 1940s, the Falk Foundation supported the UCC's original development. Proceeds from copyright licensing of UCC materials replenish the original funds. Whenever work on the UCC commences, a percentage of ULC and ALI costs are paid from endowment income.

In addition, the ULC has established royalty agreements with major legal publishers, which reprint the ULC's Uniform and Model Acts in their publications.

All money received from any source is accepted with the understanding that the ULC's drafting work is completely autonomous. No source may dictate the contents of any act because of a financial contribution. By seeking grants for specific projects, the ULC expands the value of every state dollar invested in its work.

THE IMPORTANCE OF VIRGINIA'S CONTRIBUTION

Virginia's participation, both in terms of appointing uniform law commissioners and contributing funds, is essential. Virginia benefits from the excellent body of law created for its consideration. The Conference, and all the states, benefit from having Virginia's direct contribution to the work of the ULC, and the uniform law process is not complete without it. Value contributed returns value, and everyone in every state benefits.

THE VIRGINIA COMMISSIONERS

The Governor is authorized to appoint three members, each to serve a four-year term (§ 30-196, Code of Virginia). Effective October 1, 2024, the Governor's appointees to the Commission are Nicole L. Brenner, of Richmond, Thomas P. Gallanis, of Arlington, and Christopher R. Nolen, of Henrico. The Code of Virginia also provides that the Director of the Division of Legislative Services is a member. Amigo R. Wade, the Director of the Division of Legislative Services, became a member in 2020. Christopher R. Nolen serves as the Chair of the Virginia delegation.

In addition to the Governor's appointments, the Constitution of the Conference authorizes the appointment of life members upon recommendation of the Executive Committee. Such life members are also members of the Virginia delegation to the ULC. Virginia's life members are Mary P. Devine, of Manakin-Sabot, Ellen F. Dyke, of Vienna, Thomas Edmonds, of Richmond, H. Lane Kneedler, of Santa Fe, New Mexico, and Esson McKenzie Miller, Jr., of Richmond. Thomas Edmonds was appointed to life member status during the 2024 Annual Meeting of the ULC.

The Constitution of the Conference also grants membership to the principal administrative officer of the state agency "charged by law with the duty of drafting legislation," or his designee. Emma E. Buck, Legal Section Chief with the Division of Legislative Services, is a member of the ULC in this capacity.

ACTIVITIES OF THE 2025 SESSION OF THE VIRGINIA GENERAL ASSEMBLY

The following actions regarding uniform laws were taken by the 2025 Session of the Virginia General Assembly.

Uniform Easement Relocation Act (2020) - Vetoed

H.B. 1721

Delegate Watts

Condemnation of conservation or open-space easement; compensation; Uniform Easement Relocation Act. Provides that if a person takes by condemnation proceedings any land or right-of-way or similar interest therein that is subject to a conservation easement or an open-space easement, the person shall compensate, in amounts proportionate to the land or interest therein being condemned, (i) the Commonwealth for the value of any tax credit received by the landowner under the provisions of the Virginia Land Conservation Incentives Act of 1999 during the pendency of the conservation

easement or open-space easement and (ii) the locality in which the land or interest therein is located for any property tax avoided by the landowner during the pendency of the conservation easement or open-space easement. The bill further requires that compensation required to be paid to the Commonwealth pursuant to the provisions of the bill shall be in addition to (a) any compensation required by the provisions of the conservation easement due to the landowner and holder or compensation required by the provisions of the open-space easement due to the landowner and the public body and (b) fulfillment of the requirements pertaining to the conversion or diversion of open-space land.

Subject to reenactment by the 2026 Session of the General Assembly, the bill further creates the Uniform Easement Relocation Act, which allows the owner of real estate burdened by an easement to obtain a court order to relocate the easement if the relocation does not materially impair, among other impairments, (1) the utility of the easement holder or (2) the physical condition, use, or value of the benefited property. The Act requires that the burdened property owner file a civil action, give notice to other potentially affected real property interest owners, and bear the costs of relocation. Under current law, the owner of land that is subject to an easement may seek relocation of the easement on the servient estate upon petition to the circuit court and notice to all parties in interest, and the petition will be granted if, after a hearing held, the court finds that (A) the relocation will not result in economic damage to the parties in interest, (B) there will be no undue hardship created by the relocation, and (C) the easement has been in existence for not less than 10 years. The bill directs the Boyd-Graves Conference to conduct a study on the provisions of such Uniform Easement Relocation Act and report any findings of such study to the Chairmen of the Senate and House Committees for Courts of Justice by November 1, 2025.

Uniform Health Care Decisions Act (2020) - Failed

H.B. 2535

Delegate Hope

Uniform Health Care Decisions Act. Repeals most provisions of the Health Care Decisions Act and enacts the Uniform Health Care Decisions Act. The bill creates a process for the execution of advance health care directives, as defined in the bill; establishes criteria for determining the capacity of an individual to make health care decisions; provides for the establishment of a default surrogate in the absence of an appointed agent for health care decisions; establishes powers and duties of agents appointed by powers of attorney for health care; and establishes duties of health care professionals.

REPORT OF PROCEEDINGS OF THE 2025 ANNUAL MEETING

The 2025 annual meeting of the Conference was held in Santa Fe, New Mexico, from July 18, 2025, through July 24, 2025.

The following Uniform and Model Acts were approved at the annual meeting:

- *Uniform Assignment for Benefit of Creditors Act*
- *Uniform Judicial Interview of Children Act*
- *Model State Uniform Law Commission Act*

In addition to the approved acts listed above, the following uniform acts, or amendments to them, and their accompanying reports were considered by the Conference at its annual meeting:

- *Conflict of Law in Trust and Estate Act*
- *Transfers to Minors Act*
- *Child Digital Entertainers Act*
- *Occupational Licenses of Servicemembers and Military Spouses Act*
- *Commercial Financing Disclosure Act*
- *Indian Child Welfare Act Issues Act*

2025 ADOPTIONS BY CONFERENCE

SUMMARIES

Summaries of the acts adopted by the Conference are as follows:

Uniform Assignment for Benefit of Creditors Act

An assignment for benefit of creditors (ABC) is a voluntary, debtor-initiated state law alternative to the bankruptcy process, state receiverships and voluntary workouts. An assignment is a liquidation procedure in which the “assignor” voluntarily assigns all of its assets to an “assignee,” a fiduciary, which liquidates the assets and distributes the proceeds to the assignor’s creditors. The assignment operates through the creation of a fiduciary relationship with the assignor’s creditors as the beneficiaries. The Uniform Assignment for Benefit of Creditors Act is intended to provide greater clarity and consistency to the assignment process. The Act provides for a streamlined assignment process, allowing states to modernize their assignment statutes and codify aspects of common law. It sets out a straightforward process for commencing and completing an assignment and provides a scheme for distributions to the assignor’s creditors. It lays out the duties and powers of the assignor and

assignee, a process for allowing and disputing claims, and limitations on liability for the assignor and assignee.

Uniform Judicial Interview of Children Act

Existing laws in many states permit judges in certain private civil proceedings to interview children outside of open court to ascertain the child's views. The laws in most states, however, do not provide a comprehensive framework for conducting judicial interviews of children. The Uniform Judicial Interview of Children Act provides procedures and standards relating to such interviews in proceedings regarding child custody, visitation, parenting time, relocation, other custodial rights, and some other ancillary private matters. The Act balances two compelling, but sometimes competing, interests: protecting a child when that child's views are solicited by a judicial officer, and protecting the due process rights of the parties. Under the Act, when a court is conducting a judicial interview, the court must assess the child's maturity and ability to communicate and express views free of parental influence. This Act includes provisions that ensure that a party's due process rights are respected when a child communicates information that impacts a party's fundamental rights. Judicial interviews under this Act provide the child with an effective opportunity to be heard while protecting the due process rights of other parties. While this Act was drafted as a statute, a state may choose to pursue adoption of the Act as a court rule.

Model State Uniform Law Commission Act

In 1944, the ULC adopted a model act to help states establish commissions on uniform state laws and appoint commissioners. This 1944 Act was adopted in 17 states, with 48 states now having some statute for appointing commissioners. Since then, changes in state government structure, legislative drafting practices, and updates to the ULC Constitution have prompted the need for a modernized version. The new Model State Uniform Law Commission Act updates and expands on the 1944 Act while keeping its core structure, which includes: establishing a state commission; appointment of commissioners; outlining duties of the commission; funding and reimbursement provisions; and requiring reports on the commission's work. The Model Act is not intended for universal adoption. It is meant for states lacking such legislation or where existing laws are outdated. States with existing laws may also choose to only enact certain sections of the Act to modernize provisions in the existing appointment statute or to expand the size of the state delegation.

**REQUEST FOR TOPICS APPROPRIATE
FOR CONSIDERATION AS UNIFORM ACTS**

The Virginia Commissioners welcome suggestions from the Governor, the General Assembly, the Attorney General, the organized bar, state governmental entities, private interest groups, and private citizens on ideas for new uniform or model acts. Appropriate topics are those where (i) uniformity in the law among the states will produce significant benefits to the public and (ii) it is anticipated that a majority of the states would adopt such an act.

Respectfully submitted,

Christopher R. Nolen, Chairman
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