

Business Law

Business Bankruptcy - Know When to Hold Them, Know When to Fold Them

This session will provide an overview of the bankruptcy process for a for-profit entity. More importantly, it will address both the advantages and disadvantages of filing a bankruptcy petition. The speaker will also explain the pros and cons of filing a chapter 11 plan of reorganization and when it should seek a chapter 7 liquidation. The speaker will provide numerous practical tips.

Business Litigation – Know When to Draw Your Gun & When to Drop it

Many businesses are sued for a variety of reasons. In other cases, the company itself is compelled to file a lawsuit. This session will address business litigation from both perspectives. What a company should do before filing a lawsuit, and how it should defend itself if it is sued. This session will provide an overview of the business litigation process and its pitfalls. The speaker will offer numerous practical tips, and offer suggestions on how to minimize or avoid the risk of litigation.

Corporate Governance & Risk Management – Minimizing the Odds of a Problem

A company's Board of Directors should oversee management, the company's business strategy, and its operations. Many companies do not realize their potential, because the Board of Directors do not fulfill their obligations. Business is like football; it has both offense and defense. This session will focus on defense and what a company can do to reduce its liability exposure and business risk. This session could also be tailored for a not-for-profit.

Negotiating & Documenting Contracts – Getting it in Writing!

Contracts are just written agreements. This session will address the key points that should be included, and what should be kept out. The speaker, who is a lawyer and venture capitalist, will offer suggestions on how to negotiate any deal – the dos and don'ts of negotiating. He'll explain when you should concede a point and when you should walk away. The focus will be on getting deals done and avoiding disputes.

Oppression of Minority Shareholders – When is the Line Crossed?

The general rule is that a majority vote controls the outcome. Consequently, minority shareholders or LLC members are in a precarious position. In some cases, the majority shareholder or LLC member takes advantage of their ownership percentage to the detriment of the minority owners. What action can the majority owner take legally and when does their action "cross the line" so the minority shareholders have a cause of action against the majority or controlling owners? This session will address the legal and practical issues.

Piercing the Corporate or LLC Veil – Holding the Owners Liable

Many businesses are formed as either a corporation or LLC. In most cases, the primary reason is to obtain a liability shield so that the shareholders or members are not personally liable for the company's debts or liabilities. In some cases, however, the Court may allow creditors to pierce the liability shield and hold the shareholders or LLC members liable. This session will explore the reasons why the liability shield is pierced in some cases, but not in others.

Recent Significant Business Law Cases – Learn from Other’s Mistakes

Most people acknowledge they should learn from their own mistakes. However, that process is often painful and can be expensive. The speaker advocates learning from other mistakes and in most business litigation cases that is the loser. This session will explore recent business law court decisions that are noteworthy. The U.S. Supreme Court is now addressing business law and tax issues more frequently and they often make new law. The speaker will focus on the learning opportunities – what businesses should do to minimize their liability exposure and what they can do to improve the odds of success if they have to litigate.

Restrictive Covenants – Protecting the Company’s Jewels

Many companies do not protect their company’s most valuable assets – their intellectual property including their trade secrets, their customer list, and their key employees. This session will explore covenants not to compete, covenants not to disclose trade secrets or confidential information, and covenants not to solicit employees or customers. The speaker will explain what a trade secret really is and how to keep it a secret.

Shareholder and LLC Operating Agreements – The Business Prenuptial

A shareholder or LLC operating agreement is an extremely important document that can benefit both the majority and minority owners. The agreement should include much more than traditional buy-sell provisions. In fact, the agreement, if drafted correctly, can help avoid shareholder or member disputes. This session will address the provisions that should be included, and note many mistakes that are often made in drafting these agreements.

Special Internal Investigations – Determining If the Allegations are True

Many companies face allegations of wrongdoing. This may adversely affect the company’s reputation, and perhaps its operations and value. Accordingly, it is important to resolve such allegations promptly. This course will describe the process of conducting a thorough investigation. It will address relevant issues including when a special internal investigation is appropriate, who should be involved in conducting an investigation, what critical questions should be addressed, and the role accountants can play in an investigation.

Using the Law to Both Improve and Defend Your Business – Building a Moat

Well managed companies consider the applicable law and are pro-active. They focus on how they can use the law to protect their business and better position the company in the event a dispute arises. This session will explore the action executives can take to not only protect their business but also how they can use the law to add value to their business.