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CATALOG OF TITLES

Select from the topics below. Please remember to include the date of each of your selections on the order form.

BUSINESS LAW

(See also “Limited Liability Companies” and “Tax Planning & Controversy” below)

Asset Purchase:

- Asset Purchase Deals, Part 1 (04.15.15)
- Asset Purchase Deals, Part 2 (04.16.15)

Business Divorce:

- Business Divorce: When Business Partners Part Ways, Part 1 (8.18.15)
- Business Divorce: When Business Partners Part Ways, Part 2 (8.19.15)

Boards of Directors and Fiduciary Issues:

- Successor Liability in Transactions (6.14.16)
- Modifying Fiduciary Duties in LLCs (3.22.16)
- Director and Officer Fiduciary Duties & Liability (4.19.16)

Choice of Entity:

- Advanced Choice of Entity, Part 1 (10.13.15)
- Advanced Choice of Entity, Part 2 (10.14.15)
- Choice of Entity for Service Businesses (2.4.16)

Contracts:

- Rescission in Business Transactions: How to Fix Something That’s Gone Wrong (02.19.14)
- The Perils of Using “Units” in LLC Planning (06.10.14)
- Limitations on Closely Held Company Owners – Business Opportunities and Non-competes (09.06.14)
- Drafting Reps and Warranties in Business Transactions (04.07.15)

- Letters of Intent in Transactions - Framing a Deal & Avoiding Liability (05.12.15)
- Drafting Confidentiality & Nondisclosure Agreements (05.19.15)
- Drafting Services Agreements in Business (9.2.15)
- Choice of Law and Choice of Forum in Contracts (10.7.15)
- Preferred Returns, Preferences & Anti-Dilution Mechanisms in Business & Real Estate (11.19.15)
- Drafting Material Adverse Change (MAC) Clauses (1.28.16)

Compensation:

- Techniques for Tax Efficiently Withdrawing Capital From a Closely Held Company (05.21.14)
- Incentive Compensation in Business Entities, Part 1 (1.16.16)
- Incentive Compensation in Business Entities, Part 2 (1.17.16)

Escrow:

- Escrow Agreements in Business Transactions (4.12.16)

Finance:

- Warrants, Options & Other Incentives in Business Transactions (02.09.15)

Joint Ventures:

- Joint Ventures in Businesses, Part 1 (5.24.16)
- Joint Ventures in Businesses, Part 2 (5.25.16)

Like-Kind Exchanges:

- Like-Kind Exchanges of Business Interests (06.12.15)

Mergers, Acquisitions, and Major Transactions:

- Buy-Sell Agreements, Part 1 (06.17.16)
- Buy-Sell Agreements, Part 2 (06.17.16)
- Drafting Buy/Sell Agreements, Part 2 (11.05.14)
- Diligence in Business Transactions (03.13.14)
- Inter-species Conversions and Mergers, Part 1 (10.08.14)
- Inter-species Conversions and Mergers, Part 1 (10.09.14)
- “Earnouts” in Business Transactions (12.16.14)
- Drafting Stock Purchase Agreements (12.21.15)
- Post-Closing Adjustments & Issues in Business Transactions (1.19.16)
- Planning Due Diligence in Business Transactions (4.5.16)

Minority Ownership Stakes:

- Structuring Minority Interests in Businesses (12.02.14)
- Structuring Minority-Stake & "Class B" Interests in Business Arrangements (01.13.15)

Opinion Letters:

- Opinion Letters in Transactions Involving LLCs and S Corps (07.22.14)

Outsourcing:

- Outsourcing Agreements (7.1.15)

Sales to Employees:

- Selling Closely-Held Companies to Employees, Part 1 (01.20.15)
- Selling Closely-Held Companies to Employees, Part 2 (01.21.15)

Securities Law:

- Securities Issues for Closely Held Companies (05.27.14)
- “Crowd-funding”: in Business Ventures: Raising Capital from the Public (03.18.14)
- Fundamentals of Securities Law, Part 1 (03.17.15)
- Fundamentals of Securities Law, Part 2 (03.18.15)

Single Member LLC:

- Planning with Single Member LLCs, Part 1 (12.8.15)
- Planning with Single Member LLCs, Part 2 (12.9.15)

S Corporations:

- Drafting C and S Corp Stockholder Agreements, Part 1 (02.17.15)
- Drafting C and S Corp Stockholder Agreements, Part 2 (02.18.15)
- Business Planning with S Corps, Part 1 (7.21.15)
- Business Planning with S Corps, Part 2 (7.22.15)

Tax:

- Techniques for Tax Efficiently Withdrawing Capital From a Closely Held Company (05.21.14)
- Planning to Obtain Tax Free Treatment in Business Combinations (9.15.15)
- Tax Traps in Business Formations (12.3.15)

Torts:

- Business Torts, Part 1 (12.09.14)
- Business Torts, Part 2 (12.10.14)

Valuation:

- Business Valuation in Transactional Documents: Formulas, Comps & the Market (05.07.15)

Veil Piercing:

Venture Capital:

- Early Stage Capital for Growing Businesses: Venture Capital and Angel Investing, Part 1 (08.26.14)
- Early Stage Capital for Growing Businesses: Venture Capital and Angel Investing, Part 1 (08.27.14)

Voting:

- Management and Voting Agreements in Businesses (2.11.16)

CONSTRUCTION LAW

- Construction Agreements, Part 1 (8.4.15)
- Construction Agreements, Part 2 (8.5.15)

EMPLOYMENT LAW, LITIGATION, AND COUNSELING

ADA and Age Discrimination:

- 2015 Americans With Disabilities Act Update (10.19.15)
- 2015 Age Discrimination Update (8.13.15)

Contracts, Handbooks, Hiring & Downsizing:

- Drafting Employment Agreements, Part 1 (9.22.15)
- Drafting Employment Agreements, Part 2 (9.23.15)
- Employees, Secrets and Competition: Non-Competes and More (06.19.14)
- Drafting Effective Employee Handbooks (05.05.15)
- Employees, Secrets and Competition: Non-Competes and More (4.26.16)

Family & Medical Leave Act:

- 2015 FMLA Update (05.13.15)

Independent Contractors:

- Drafting Independent Contractor Agreements (02.24.15)
- Employees v. Independent Contractors: Employment & Tax Law Issues (1.13.16)

Overtime:

- Overtime, Exempt and Non-Exempt: 2016 Wage and Hour Update, Part 1 (3.2.16)
- Overtime, Exempt and Non-Exempt: 2016 Wage and Hour Update, Part 2 (3.3.16)

Retaliation:

- 2016 Retaliation Claims in Employment Law Update (5.19.16)

Religion:

- 2015 Religion in the Workplace: Discrimination & Accommodation Update (11.5.15)

Sex Harassment:

- 2014 Sexual Harassment Update (05.20.14)

Technology in the Workplace:

- Employees, Social Media, Smartphones, Tablets: Legal Issues for Employers (01.15.15)
- BYOD (Bring Your Own Device to Work) & Social Media – Employment Law Issues in the Workplace (2.10.16)

Torts:

- Employment Law Torts in the Workplace (03.20.14)

Wage and Hour:

- Overtime, Exempt and Non-Exempt: 2013 Wage and Hour Update, Part 1 (04.02.13)
- Overtime, Exempt and Non-Exempt: 2013 Wage and Hour Update, Part 2 (04.03.13)
- Exempt v. Non-Exempt: Overtime & Employer Liability in the Workplace (03.31.15)

ESTATE, GIFT & TRUST PLANNING, ADMINISTRATION AND LITIGATION

Asset Protection Planning:

- Asset Protection Planning in Estate Planning (1.14.16)

Audit & Litigation:

Charitable Giving:

- Planning in Charitable Giving, Part 1 (08.14.14)
- Planning in Charitable Giving, Part 2 (08.15.14)

Digital Assets:

- Estate Planning for Digital Assets (02.03.15)

Divorce Issues:

- Estate Planning for Pre- and Post-Nuptial Agreements (01.22.15)
- Estate Planning for Second Marriages (12.04.14)
- Treatment of Trusts in Divorce (4.7.16)

Educational Expenses:

- Estate & Trust Planning for Educational Expenses (02.12.15)

Elder Law, Family Law and Health Care:

- Estate Planning for the Elderly, Part 1 (06.23.15)
- Estate Planning for the Elderly, Part 2 (06.24.15)
- Estate Planning for Guardianship and Conservatorships (8.28.15)
- Estate & Income Tax Planning Issues in Divorce (11.4.15)
- Estate and Trust Planning for Short Life Expectancies (3.15.16)

Estate Planning – generally:

- Estate & Trust Planning With the New 3.8% on Income (9.1.15)
- Estate Planning in 2015: A Look Forward (01.06.15)
- 2015 Estate Planning Update (06.11.15)
- Planning for Estates Under \$10 million (06.13.14)
- Estate Planning for MDs, JDs, CPAs and Other Professionals, Part 1 (11.17.14)
- Estate Planning for MDs, JDs, CPAs and Other Professionals, Part 2 (11.18.14)
- Estate Planning in 2016: A Look Forward to Issues in the New Year (1.26.16)
- 2016 Estate Planning Update (6.6.16)

Family Businesses:

- Governance of Private and Family-Controlled Companies (10.21.14)
- Estate and Succession Planning with Family Business, Part 1 (12.16.15)
- Estate and Succession Planning with Family Business, Part 2 (12.17.15)

Farms and Ranches:

Fiduciary Income Tax:

- Fiduciary and Income Tax Issues in Estate Planning, Part 1 (10.28.14)
- Fiduciary and Income Tax Issues in Estate Planning, Part 2 (10.29.14)
- 2015 Fiduciary Litigation Update (05.04.15)

Fiduciary Litigation:

- Will Contests: Common Grounds for Challenges & How to Defeat or Avoid Them (01.14.15)
- Duress & Undue Influence in Estate & Trust Planning (02.19.15)

Health Care:

- Health Care Issues in Estate Planning (10.8.15)

Life Insurance:

- Planning with Life Insurance Trusts (7.2.15)

Non-Traditional Families:

- Estate & Trust Planning for Non-traditional Families (10.1.15)

Pet Trusts:

- Estate Planning for Pets (11.10.14)

Portability:

- Estate planning for “Portability” (1.21.16)

Special Needs Trusts:

- Planning with Special Needs Trusts (03.11.14)

Real Estate:

- Estate Planning for Real Estate, Part 1 (06.28.16)
- Estate Planning for Real Estate, Part 2 (06.29.16)
- Asset Protection for Real Estate (10.02.14)

Recent Developments Update:

- 2014 Estate and Trust Planning Update, Part 1 (06.17.14)

- 2014 Estate and Trust Planning Update, Part 2 (06.18.14)
- Estate Planning in 2014: A Look Forward (01.07.14)
- “Ethical Wills:” Drafting Wills to Reflect Client Values (06.04.15)
- Settlement Agreements in Estate & Probate Disputes (11.12.15)

ETHICS AND PROFESSIONAL RESPONSIBILITY

Retirement Benefits:

- Estate Planning with Annuities & Financial Products (8.11.15)

Trust Planning & Administration:

- Picking the Right Trust: Alphabet Soup of Alternatives (07.01.14)
- Designing and Drafting GRATS in Estate Planning (03.25.14)
- Planning and Drafting Revocable Trusts (04.01.14)
- Trusts and the New Medicare Tax (05.01.14)
- Trust Investments: A Guide to Trustee Duties & Liability Under the UPIA (05.29.14)
- Alternatives to Trusts (08.14.14)
- Incentive Trusts in Estate Planning: Promise and Peril (10.15.14)
- Trustees: Counseling Clients About Individual and Institutional Alternatives (06.29.15)
- Role of Trust Protectors & Trust Advisers in Estate Planning (11.17.15)
- Drafting Trust Distribution Clauses: Health, Education & Maintenance (12.2.15)
- Estate & Tax Planning for Estates under the \$10 Million Exemption Amount (12.10.15)
- Special Issues in Small Trusts (1.18.16)
- Decanting and Otherwise Fixing Broken Trusts (2.23.16)
- Trusts and Planning: Managing Family Conflicts (3.23.16)
- Drafting Trusts for the Long-Term (4.1.16)
- Understanding and Counseling Trustees About Their Duties, Part 1 (5.4.16)
- Understanding and Counseling Trustees About Their Duties, Part 2 (5.5.16)

Wills:

General:

- 2016 Ethics Update, Part 1 (2.2.16)
- 2016 Ethics Update, Part 2 (2.3.16)
- Attorney Ethics and Digital Communications (12.31.14)
- Ethics of Multi-jurisdictional Practice (03.28.14)
- How Ethics Rules Still Apply When Lawyer’s Act as Non-Lawyers (3.4.16)
- Ethical Issues When Changing Law Firms (3.9.16)

Business:

- Ethics of Going Into Business With Clients (10.2.15)
- Attorney Ethics in Transactional & Litigation Negotiations (05.21.15)
- Legal Ethics in Contract Drafting (06.17.16)

Civil Rights:

- Civil Rights and Diversity: Ethics Issues (2.17.16)

Conflicts:

- Ethics and Dishonest Clients (11.14.14)
- Ethics & Conflicts with Clients, Part 1 (12.17.15)
- Ethics & Conflicts with Clients, Part 1 (12.18.15)
- Ethics and Drafting Effective Conflict of Interest Waivers (5.4.16)

Elderly Clients:

- Ethical Issues When Representing the Elderly (03.12.15)

Litigation and ADR:

- 2016 Ethics in Litigation Update, Part 1 (6.7.16)
- 2016 Ethics in Litigation Update, Part 1 (6.7.16)

- Ethics of Working With Witnesses (05.15.14)
- Attorney Ethics and the Use of “Metadata” in Litigation and Transactional Practice (11.26.14)
- Ethics, Disqualifications & Sanctions (01.30.15)
- Ethics and Joint Representations (06.19.15)
- Ethics and Pre-Trial Investigations (9.8.15)
- Ethics & Tribunals: Communicating With the Courts & Government Agencies (11.6.15)
- Ethics in Claims and Settlements (12.1.15)
- Ethics of Preparing Witnesses (1.15.16)

Money:

- Attorney Ethics & the Use of Credit Cards in Law Firms (01.16.15)
- The Ethics of Billing & Collecting Attorneys' Fees (02.20.15)
- Ethics and Client Money: Trust Funds, Expenses, Setoffs & More (05.26.15)
- Lawyer Ethics When a Client Won't Pay Your Fees (1.22.16)

Paralegals:

- Ethics and Keeping Your Paralegal and Yourself Out of Trouble (3.18.16)

Practice Specific Areas:

- Ethics for Transactional Lawyers (03.23.15)
- Ethics for Estate Planners (4.22.16)

Practice Management:

- Ethics of Beginning and Ending an Attorney-Client Relationship (05.09.14)
- Attorney Ethics and Disputes with Clients (06.27.14)
- Ethics and Lateral Transfers of Lawyers Among Law Firms (07.25.15)
- Attorney Ethics, Advertising and the Internet (10.24.14)
- Attorney Ethics When Supervising Other Attorneys (11.06.14)
- Ethics and Confidentiality: What Is, What Isn't, and What Can Be Shared? (12.19.14)

- Attorney Ethics When Starting a New Law Firm (09.19.14)
- Attorney Ethics and Dissolution of a Law Firm (11.13.14)
- Ethics and the Attorney Client Privilege (10.23.15)
- Ethics and Establishing and Ending an Attorney-Client Relationship (5.10.16)

Professionalism

- Professionalism for the Ethical Lawyer (1.29.16)

Solo and Small Firms:

- Ethics, Virtual Law Offices and Multi-Jurisdictional Practice (08.15.14)
- Ethics, Technology and Small Firms (04.30.14)
- Ethical Issues in Buying, Selling or Transferring a Law Practice (8.14.15)

Technology:

- Attorney Ethics and Social Media (05.30.14)
- Ethics of Maintaining Client Confidences in a Digital World (01.23.15)
- Ethics, Email and Law Practice (02.05.15)
- Ethics & Digital Communications (04.17.15)
- Ethics, Remote Networks, the Cloud, Smartphones & Working from Anywhere (11.20.15)
- Ethics and Virtual Law Practices (5.20.16)
- Ethics and Social Media: Current Developments (6.17.16)

FRANCHISE LAW

- Review and Negotiating Franchise Agreements, Part 1 (04.08.14)
- Review and Negotiating Franchise Agreements, Part 2 (04.09.14)

HEALTH CARE LAW

- What Business Law Practitioners Need to Know About ACA (1.5.16)

INTELLECTUAL PROPERTY & INFORMATION TECHNOLOGY:

- Reviewing and Drafting IT Agreements (03.10.15)

LIMITED LIABILITY COMPANIES

Creditors:

- Creditor Interests in LLCs/Partnerships (04.15.14)

Fiduciary Duties:

- Understanding and Modifying Fiduciary Duties in LLCs (09.23.14)

Mergers, Conversions and Sales:

- Buying & Selling Partnership/LLC Interests - Economic, Management & Tax Issues (02.03.15)

Operating Agreements:

- Drafting LLC/Partnership Operating Agreements, Part 1 (06.16.15)
- Drafting LLC/Partnership Operating Agreements, Part 2 (06.17.15)
- Structuring Profits Interest in LLCs/Partnerships (02.26.14)
- The Perils of Using “Units” in LLC Planning (06.10.14)

Series LLCs:

- Business Planning with Series LLCs (7.7.15)

LITIGATION:

- Drafting Settlement Agreements in Litigation (04.17.15)
- Drafting Demand Letters (3.29.16)

NON-PROFIT LAW

- Governance for Nonprofits (4.14.16)
- Structuring For-Profit/Non-Profit Joint Ventures (07.29.15)
- 2015 Nonprofit/Exempt Organization Update (02.16.15)

- 2016 Nonprofit Law/Exempt Organizations Update (1.20.16)
- Fiduciary Duties and Liability of Nonprofit/Exempt Organization Directors (09.19.15)
- Choice of Entity for Nonprofits & Obtaining Tax Exempt Status (11.18.15)

REAL ESTATE

Buy/Sell:

- Buying and Selling Commercial Real Estate, Part 1 (06.24.14)
- Buying and Selling Commercial Real Estate, Part 2 (06.25.14)
- Drafting Opinion Letters in Business and Real Estate Transactions (09.14.12)

Condos:

- Condominium Agreements, Part 1 (9.29.15)
- Condominium Agreements, Part 2 (9.30.15)

Deal Documentation:

- Drafting Escrow Agreements in Business and Real Estate (09.24.14)
- Options in Real Estate Transactions - Buying Time to Decide & Wait and See (06.02.15)
- Restrictive & Protective Covenants in Real Estate (7.21.15)
- Easements in Real Estate (8.20.15)
- Rights of First Refusal/Rights of First Offer in Transactions (9.4.15)
- Drafting Reps and Warranties in Real Estate Acquisitions & Projects (10.20.15)
- Indemnification & Hold Harmless Agreements in Business & Real Estate (11.3.15)
- Guarantees in Real Estate Transactions (2.9.16)

Development:

- Choice of Entity in Real Estate (6.2.16)
- Homeowner Agreements for Developers & Project Owners (04.14.15)

Eminent Domain:

- Eminent Domain, Part 1 (04.28.15)

- Eminent Domain, Part 1 (04.29.15)

Finance:

- Structuring an Equity Investment in Real Estate (1.12.16)

Fraud:

- Spotting & Preventing Fraud in Real Estate Transactions (03.05.15)

Insurance & Title Insurance:

- Essential Title Examination in Real Estate & Curing Defects (05.14.15)
- Insurance and Indemnity in Real Estate (10.6.15)

Joint Ventures:

- Real Estate Joint Ventures, Part 1 (11.11.14)
- Real Estate Joint Ventures, Part 2 (11.12.14)

Leases:

- Negotiating and Drafting Issues with Small Commercial Leases (6.16.16)
- Sale/Leaseback Transactions in Real Estate (04.29.14)
- Sub-leasing & Assignments, Part 1 (03.24.15)
- Sub-leasing & Assignments, Part 2 (03.25.15)
- Drafting and Reviewing Commercial Leases, Part 1 (12.15.15)
- Drafting and Reviewing Commercial Leases, Part 2 (12.16.15)

Like-Kind Exchanges:

- Advanced Planning for Like-Kind Exchanges of Real Estate, Part 1 (11.10.15)
- Advanced Planning for Like-Kind Exchanges of Real Estate, Part 2 (11.11.15)

Management:

- Management Agreements in Real Estate (02.13.15)

Restructuring:

- Restructuring Failed Real Estate Deals, Part 1 (09.16.14)

- Restructuring Failed Real Estate Deals, Part 2 (09.17.14)
- Workout of Defaulted Real Estate Project (5.17.16)

Tax:

- Tax Planning for Real Estate, Part 1 (7.14.15)
- Tax Planning for Real Estate, Part 2 (7.15.15)

RELIGIOUS ORGANIZATIONS

- Law of Religious Organizations, Part 1 (04.22.14)
- Law of Religious Organizations, Part 2 (04.23.14)

TAX PLANNING AND CONTROVERSY

Compensation:

- Techniques for Tax Efficiently Withdrawing Capital From a Closely Held Company (05.21.14)

Employment Tax:

- Employment Taxes Across Entities (07.15.14)

Tax Controversy:

- Defending Business Audits, Part 1 (08.12.14)
- Defending Business Audits, Part 2 (08.13.14)
- Innocent & Injured Spouse Defenses to Joint Tax Liability (04.01.15)
- Offers-in-Compromise: Settling Tax Liability for Individuals and Business Owners (10.27.15)

UNIFORM COMMERCIAL CODE

Generally:

- 2015 UCC Update: Secured Transactions, Notes, Sales, and More (01.08.15)
- 2016 UCC Update – Secured Transactions, Notes, Leases, Sales & More (1.8.16)

Asset-based Finance:

- Asset Based Finance, Part 1 (07.08.15)
- Asset Based Finance, Part 2 (07.09.15)
- Taking a Credit Interest in Stock or Membership Interest (5.2.16)

Consumer Finance:

- Selling to Consumers: Sales, Finance, Warranty & Collection Law, Part 1 (08.05.15)
- Selling to Consumers: Sales, Finance, Warranty & Collection Law, Part 2 (08.06.15)

Equipment Leases:

- UCC Toolkit: Equipment Leases (09.11.14)

Letters of Credit:

- UCC Toolkit: Letters of Credit (09.10.14)

Promissory Notes:

- Drafting Promissory Notes to Enhance Enforceability (2.22.16)

Sales:

- UCC 2A: Drafting Sales of Goods Contracts (4.8.16)

Secured Transactions:

- Creditor Interests in LLCs/Partnerships (04.15.14)