



32ND ANNUAL

# Business Law *institute*

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## The Essential Event for Business Lawyers

### Cosponsor

Business Law Section of the  
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### Popular Sessions

Business Caselaw Update

Business Legislation Update

Update from the Business  
Court Bench (*Livestreamed 10/02/20*)

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*Includes on-demand access to video  
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# The Essential Event for Business Lawyers

Join us on demand for insight straight from judges on receiverships, virtual court proceedings, and more. Learn how to structure transactions for desired tax treatment based on entity selection. Get analysis of the ABA's latest "Deal Points" study. Explore drafting techniques for buy-sell agreements. Stay ahead of trends and take away practical solutions for your clients.

## You Will Be Able to:

- Stay current with insightful reviews of Michigan legislation and caselaw
- Apply advice straight from the bench—hear from three business court judges in a special livestreamed session
- Effectively draft valuation clauses and buyout provisions
- Understand the scope of the "Private Target M&A Deal Points Study"
- Handle changes to loan documents in light of LIBOR's demise

“Best way to keep updated on the many different areas that make up business law.”

Donald A. DeLong,  
Marshall & Melhorn PLLC, *Southfield*

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## PLUS, MARK YOUR CALENDAR FOR THE ANNUAL MEETING

In addition to the on-demand event, don't miss the Business Law Section Annual Meeting.

**Join us via teleconference:**  
October 1, 2020, from 3:30pm-5:00pm

**Dial:** 866-906-0123  
**Passcode:** 5942092

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## SPONSORS



## TOP FOUR REASONS TO REGISTER FOR THE ON-DEMAND EVENT

- 1** We bring 12 business law experts to you.
- 2** Get individual on-demand access to video recordings, written materials, and PowerPoints starting November 6, 2020.
- 3** Review the content at your convenience, with three-year access.
- 4** Get your questions answered by watching the livestreamed session on October 2, 2020: "Update from the Business Court Bench."

## Schedule

### Welcome and Update on Business Law Section Activities

Duration: 10 Minutes

Jennifer E. Consiglio, Butzel Long, *Bloomfield Hills*

### Business Caselaw Update

Duration: 55 Minutes

Don't miss this expert review of the year in Michigan business caselaw. Take away keen analysis of the developments and how they will impact your practice and business clients this year and beyond.

Daniel N. Sharkey, Brooks Wilkins Sharkey & Turco PLLC, *Birmingham*

### Current Issues in Loan Documents: Goodbye LIBOR and COVID-19's Impact

Duration: 45 Minutes

Explore what's next as financial markets prepare for the end of the London Interbank Offered Rate (LIBOR) and move to the Secured Overnight Funding Rate (SOFR). Get practical insight on "fallback clauses" and more. Learn what common provisions of existing loan documents should be carefully re-examined to assess the risk of a default event in the wake of COVID-19. Identify the changes you may expect to see in commercial loan documents and get practical negotiating tips for this new environment.

Damali A. Sahu, Bodman PLC, *Detroit*

### Private Target Mergers & Acquisitions Deal Points Study

Duration: 40 Minutes

Get a primer on the latest Private Target M&A Deal Points Study from the ABA. Widely utilized by lawyers, investment bankers, and corporate development teams, explore the study's scope and what it tells us about market trends and practitioners in this space. Take away keen insight from publicly available definitive acquisition agreements by examining the prevalence of certain provisions, key trends, and how these align with what Michigan lawyers are seeing in their practices.

Mark Streekstra, Charter Capital Partners, *Grand Rapids*; Phillip D. Torrence, Honigman LLP, *Portage*

### Business Legislation Update

Duration: 40 Minutes

Stay up to date on Michigan business legislation. Confidently advise your clients with essential information.

James L. Carey, Carey Law Offices PC, *South Lyon*

### Entity Selection and Tax Opportunities in M&A Transactions

Duration: 45 Minutes

In M&A transactions, sellers typically desire equity-sale tax treatment and buyers desire asset-sale tax treatment. Learn how to handle these considerations from either side and how to structure the transaction for the desired treatment. Explore special M&A tax elections and tax-deferred rollover structures to consider in your next transaction.

Christine M. Green, Clark Hill PLC, *Pittsburgh, PA*

### Buy-Sell Agreements for Corporations and LLCs

Duration: 45 Minutes

With a focus on valuation and buyout provisions, explore drafting techniques for buy-sell provisions in operating agreements, shareholder agreements, articles and more. Learn how to match the stated intent of the shareholders/members to the valuation terminology used in the buy-sell agreement. Examine standards of value and the advantages and disadvantages of various buyout options. Take away legal and valuation perspectives on how to avoid confusion and the potential for future litigation.

Mark R. High, Dickinson Wright PLLC, *Detroit*; Gregory D. Light, Rehmann, *Troy*

### Update from the Business Court Bench

Duration: 60 Minutes

(To be livestreamed Friday, October 2, 2020, at 1:00pm)

Get a "view from the bench" on business challenges in the age of COVID-19. Delve into the evolving role of receiverships in Michigan and explore the issues marijuana businesses will present in receiverships in light of the lack of federal bankruptcy protection. Hear from three busy Business Court judges on the lessons learned from virtual court proceedings. Get your questions answered, take away best practices, and identify pitfalls to avoid.

Hon. James M. Alexander, 6th Circuit Court, *Pontiac*; Hon. Jon A. Van Allsburg, 20th Circuit Court, *Grand Haven*; Hon. Christopher P. Yates, 17th Circuit Court, *Grand Rapids*

“After 45 years of practice, this seminar is an absolute requirement for CLE and active practitioners.”

Thomas M. Boven,  
Scholten Fant, *Grand Haven*

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**NOW AN ON-DEMAND EVENT  
WITH 1 LIVESTREAMED SESSION**

Level: Basic/Intermediate/Advanced  
CLE: 5.5



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## B. Institute Registration | Pick One

### Business Law Institute On-Demand Event

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- \$245 General
- \$215 Cosponsor Section Member
- \$195 ICLE Partner
- \$95 New Lawyer (0–3 Years in Practice P81732+)
- \$145 per Registrant (4+ Registrants from the Same Firm)<sup>1</sup>
- FREE Judges (Limit 40)<sup>2</sup>

20CI-1110

## C. Materials Format

FREE Electronic Materials

## D. Special Livestreamed Session | 10/02/20

Update from the Business Court Bench (1:00pm)

*This session will also be recorded and available later on demand.*

## E. Payment Info

Institute Registration (Box B) \$ \_\_\_\_\_

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<sup>2</sup>2% major event savings is limited to one event per year.

Cannot combine discounts. <sup>1</sup>Please attach additional sheet listing registrants attending. All registrations must be submitted and paid for at the same time. <sup>2</sup>Current sitting state court judges (limit 40) register for free and must complete order form or call ICLE to register. **Complete Seminar Policies:** [www.icle.org/info/seminarpolicies](http://www.icle.org/info/seminarpolicies). **On-Demand Event Cancellation Policy:** No refunds will be issued after the on-demand event is made available to registrants. **Terms and Conditions:** Access to online seminar materials for an ICLE institute/ conference/summit or an on-demand event (including the materials, video, and audio files) is granted only to me, the customer registered for the event, and I am not permitted to share my access. See [www.icle.org/info/termsconditions](http://www.icle.org/info/termsconditions).