



OCTOBER 6, 2023 | GRAND RAPIDS

34TH ANNUAL

Business Law Institute

Presented by
The Business Law Section of the State Bar of Michigan

In Cooperation with
THE INSTITUTE OF CONTINUING LEGAL EDUCATION

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Network with Colleagues
Lunch Section Meeting, Reception, and Annual
Business Law Section Dinner

The Place to Be for Business Lawyers

Join us at the JW Marriott in Grand Rapids. It's the perfect place to network and get critical legislation and caselaw updates. Get the latest on the Corporate Transparency Act's new reporting requirements, properly advise start-ups on securing seed funding, grasp the current marketplace regarding executive compensation, and more. Hear from an all-star panel of Michigan business court judges: Benson, Howard, and Valentine, moderated by Judge Yates.

You will be able to:

- Stay current with legislation and caselaw updates
- Prepare start-up clients for fundraising before approaching investors
- Craft a plan for executive equity compensation that avoids conflict
- Resolve disputes with advice straight from three business court judges
- Draft clear and specific contracts and other business documents

Your Registration Includes Free Entry to These Great Networking Events!

Annual Business Law Section Dinner

Relax and join us for gourmet food stations and wine pairings. All attendees are welcome; preregistration is required. Additional guests (non-registrants) are welcome to attend the dinner for \$50 each.

Networking Lunch

Don't miss the annual section meeting and Schulman Award presentation.

See schedule for details.

Featured Speakers



Hon. Donna B. Howard
2nd Circuit Court,
St. Joseph



Justin G. Klimko
Butzel Long,
Detroit



Emily Murphy
Plante Moran PLLC,
Auburn Hills



T.L. Summerville
Brooks Wilkins Sharkey
& Turco PLLC, *Birmingham*

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Schedule

CLE: 5.5 LEVEL: Basic/Intermediate/Advanced

8:00am

Continental Breakfast, Vendor Showcase, and Registration

9:00am

Welcome and Introduction from Section Chair

Hear updates from the chair of the Business Law Section.

Mark E. Kellogg, Fraser Trebilcock, *Lansing*

9:10am

Business Legislation Update

Stay up to date on Michigan business legislation. Confidently advise your clients with essential information. Get updated on the Corporate Transparency Act.

James L. Carey, Carey Law Offices PC, *South Lyon*; Mark R. High, Dickinson Wright PLLC, *Detroit*; Alexis Lupo, State of Michigan LARA Corporations Securities and Comm Licensing Bureau, *Lansing*

10:10am

Tax Matters in M&A Transactions

Gain insights on recurring federal tax issues involving M&A transactions, including tax-related considerations, negotiations, and structuring. Get a high-level overview of pitfalls to avoid.

Emily J. Kwolek, Bodman PLC, *Troy*; Emily Murphy, Plante Moran PLLC, *Auburn Hills*

11:00am

Networking Break

11:15am

Negotiate and Draft Executive Equity Compensation

Explore techniques for structuring equity compensation arrangements from the perspective of both the employer and the executive. Learn how to craft plans to avoid complicated and costly compliance requirements. Examine the advantages and disadvantages of various equity compensation arrangements:

options and warrants, restricted stock/units, profits interests, and phantom equity. Take away legal and valuation perspectives on how to avoid conflicts between the company and its executives.

Liam K. Healy, Kerr Russell, *Detroit*; Jordan Segal, Maddin Hauser Roth & Heller PC, *Southfield*

12:00pm

Networking Lunch, Annual Meeting, and Schulman Award Presentation—Sponsored by Charter Capital

1:15pm

Top Tips for Airtight Drafting

Unambiguous drafting is something lawyers pride themselves on—but almost never achieve. Get rid of old habits that have resulted in litigation and improve client satisfaction with the clarity, specificity, and readability of your documents. Recognize language that can derail deals and get tips you need to master airtight drafting.

T. L. Summerville, Brooks Wilkins Sharkey & Turco PLLC, *Birmingham*

2:00pm

Help a Start-up Prepare for Seed Funding

Assist your clients as they prepare for fundraising and secure seed financing for their business. Put your client's corporate house in order, and prepare them for securities law compliance, before approaching investors. Gain insights into common funding techniques and documents. Recognize key issues with SAFES, convertible notes, and preferred stock financings, including commonly negotiated terms. Plan for future investors and employees.

Matthew W. Bower, Varnum LLP, *Ann Arbor*; Zachary J. Meyer, Varnum LLP, *Grand Rapids*

2:45pm

Networking Reception—Sponsored by Stout

Relax and join seminar faculty, Business Law Section council members, exhibitors, fellow registrants, and guests.

3:30pm

Business Caselaw Update

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.

Justin G. Klimko, Butzel Long, *Detroit*

4:15pm

Update from the Business Court Bench

Hear from business court judges from across the state. Take away practice tips to ensure your business dispute is resolved quickly.

Hon. Christopher P. Yates (moderator), Michigan Court of Appeals, *Grand Rapids*; Hon. Curt A. Benson, 17th Circuit Court, *Grand Rapids*; Hon. Donna B. Howard, 2nd Circuit Court, *Saint Joseph*; Hon. Victoria A. Valentine, 6th Circuit Court, *Pontiac*

6:30pm

Annual Business Law Section Dinner—Sponsored by J.P. Morgan

Enjoy gourmet food stations and accompanying wine pairings with multiple tasting options. (Preregistration Required)

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A. Personal Info

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D. Networking Event | Optional

Annual Business Law Section Dinner (6:30pm-8:30pm)

- FREE for Registrants
- \$50 for Each Additional Guest

E. Can't Attend the Institute?

Non-Registrants—Purchase the Electronic Materials

- \$195 Non-ICLE Partners
- \$136.50 ICLE Partners

B. Institute Registration | Pick One

- \$345 General
- \$315 Section Member
- \$295 ICLE Partner
- \$195 New Lawyer (0–3 Years in Practice P84115+)
- \$245 per Registrant (4+ Registrants from the Same Firm)¹

Special Registration

- FREE Judges (Limit 40)² 23CI-1110

C. Materials Format for Institute Registrants | Pick One

- FREE Electronic Materials
- \$45 Print Handbook and Electronic Materials³

F. Payment Info

Institute Registration (Box B) \$ _____

Institute Registrants: Add \$45 for
Print Handbook (Optional, Box C) \$ _____

Networking Event (Box D) \$ _____

Institute Materials for Non-Registrants (Box E)
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Check No. _____ Payable to: ICLE

Prices guaranteed until 10/06/23. Cannot combine discounts. ¹Please attach additional sheet listing registrants attending. All registrations must be submitted and paid for at the same time. ²Current sitting state court judges (limit 40) attend free and must call ICLE or submit order form to register. ³Limit one print handbook purchase per registrant. Print handbooks are nonrefundable after the event cancellation date. **Complete Seminar Policies:** www.icle.org/info/seminarpolicies. **Cancellation Policy:** For a full refund, notify ICLE by 09/22/23. Registrants who cancel after that date will be charged a \$60 cancellation fee. No refunds will be issued after 09/29/23. **Walk-in Registrations:** Permitted on a space-available basis or if registrants fail to claim their seat in the first 15 minutes of the seminar. **Persons with Disabilities or Dietary Restrictions:** For special arrangements please contact ICLE no later than seven days before the seminar.

Accommodations: A discounted block of rooms has been reserved at the JW Marriot in Grand Rapids for 10/05-07/23. Visit www.icle.org/business/hotel or call 877-901-6632 and mention ICLE's *Business Law Institute* to reserve a room. Registrations must be made by 09/07/23 before 5:00pm to receive the discounted rate. Registrants are responsible for their own hotel expenses.