

Anatomy of a Contract

- Preliminary Agreements
- Offers
- The Contracting Entity
- Effective Date
- Recitals
- Term
- Definitions
- Pricing
- Payment, Collection and Audit
- Duty and Performance Requirements of Each Party
- Intellectual Property Rights
- Confidentiality
- Non-Compete
- Non-Solicitation
- Termination and Cancellation
- Representations and Warranties
- Indemnity
- Remedies and Limitation of Remedies
- Assignment and Delegation of Duties
- Notice
- Choice of Law
- Choice of Forum
- Arbitration
- Survival
- Merger
- Force Majeure
- Insurance
- Security Interest
- Signatory

Business Skills for Corporate Counsel

- Business Alignment
- Developing People
- Finance and Accounting
- Management of External Counsel
- Strategic Management
- Operational Management
- Project Management
- Leadership
- In-House Insights

Commercial Contracts

- Business Alliances and Joint Ventures
- Confidentiality and Non-Disclosure Agreements
- Distribution, Agency and Reseller Agreements
- Independent Contractor and Consulting Agreements
- Promissory Notes
- Sales and Purchase Agreements
- Services Agreements

Labor and Employment Law

- Employment At-Will
- Screening and Hiring
- Employees vs. Independent Contractors
- Written Agreements
- Compensation/Wage and Hour
- Restrictive Covenants and Protection of Confidential Information
- Discipline and Discharge
- Layoffs/Reductions in Force
- Employment Discrimination
- Workplace Harassment
- Workplace Safety
- Whistleblowing
- Leaves

Executive Compensation and Disclosure

- Disclosing Annual Executive Compensation in the Proxy Statement
- Disclosing Executive Compensation Awards
- Compensation Plans

Business Financing and Venture Capital

- Secured Loans
- Sale of Equity Securities in a Private Placement

- Sale of Debt Securities in a Private Placement
- Venture Capital Financing

Purchase and Sale of Private Companies

- Acquisition by Asset Purchase, Stock Purchase or Merger

Franchising

- Federal Franchising Laws
- State Franchising Laws

Bankruptcy Considerations

- Representing a Debtor
- Representing Secured and Unsecured Creditors
- Employee Bankruptcy Issues
- Preparation for Filing in Chapter 11
- Automatic Stay
- Fraudulent Transfers
- Preferences

Sale of Goods

- Contract Formation
- Remedies
- Third Party Rights

Creating and Terminating Liens

- Personal Property Liens
- California Real Property Liens
- Florida Real Property Liens
- New York Real Property Liens

Commercial Real Estate

- Commercial Real Estate Leasing

Business Insurance

- Business Insurance Basics
- Types of Business Insurance

Business Torts

- Tortious Interference with a Business Relationship
- Tortious Interference with a Contractual Relationship

Ethics for In-House Counsel

- Unauthorized Practice of Law & In-House Registration
- Who is the Client?
- Attorney-Client Privilege
- Work Product Doctrine
- Conflicts of Interest
- In-House Counsel as Whistleblower

Internet and Social Media

- Doing Business on the Internet
- Social Media Law

Software and Information Technology

- Software Agreements
- Software/IT Services Agreements and Management
- Hardware Agreements
- Cloud Computing
- Open Source Software

Privacy and Data Security

- Drafting Privacy Policies
- Planning for and Managing a Data Breach

Intellectual Property

- Trademarks
- Copyrights
- Trade Secrets
- Patents
- Managing an IP Portfolio

Corporate Governance and Compliance Requirements

- FCPA
- Corporate Governance and Compliance for Private Companies

- Corporate Governance for Public Companies
- Compliance Controls for Public Companies
- Equity-Related Issues for Public Companies

Proxy Statement and Annual Meeting

- Preparing the Proxy Statement and Annual Report
- Filing the Proxy Statement and Annual Report
- Shareholder Proposals
- Election Proxy Contests
- Mailing and Delivery of the Proxy Statement
- Preparing for the Annual Meeting

Corporate Housekeeping

- Corporate Housekeeping (General)
- Jurisdictional Coverage

Business Taxes

- Federal Income Taxes
- State Business Taxes (General)
- Jurisdictional Coverage

General Partnerships

- General Partnerships (General)
- Jurisdictional Coverage

Limited Partnerships

- Limited Partnerships (General)
- Jurisdictional Coverage

Limited Liability Partnerships

- Limited Liability Partnerships (General)
- Jurisdictional Coverage

Business Corporations

- Business Corporations (General)
- Jurisdictional Coverage

Benefit Corporations and Hybrid Entities

- California Benefit Corporations
- California Flexible Purpose Corporations
- New York Benefit Corporations

Not-For-Profit Corporations

- Not-For-Profit Corporations (General)
- Jurisdictional Coverage

Limited Liability Companies

- Limited Liability Companies (General)
- Delaware Limited Liability Companies
- Delaware Series Limited Liability Companies
- Jurisdictional Coverage

International Considerations

- Corporate Governance
- Anti-Corruption Regulation
- Trade and Customs
- Franchise
- e-Commerce
- Outsourcing
- Insurance & Reinsurance
- Doing Business in Key Global Jurisdictions

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Regularly updated and expanded.

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