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Organizing, Financing, Growing, and Selling Businesses: Forms and Advice for Lawyers
By Fredric D. Tannenbaum

1,346 pages of the forms you need at all stages of your clients’ businesses

About ALI-ABA

Introduction

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- Section 16 Developments
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- Corporate Governance Ratings
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- Developments in Securities Litigation
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- Shareholder majority voting and other corporate governance developments
- Proposals for relief for smaller public companies
- Public company mergers and private placement developments
- Litigation and SEC enforcement developments

This course helps prepare registrants to counsel and serve clients at an advanced level of sophistication. Accordingly, it assumes some experience and learning in securities law. Lectures, panel discussions, and interactive question and answer sessions among panelists and registrants are employed as methods of instruction.

Total 62½ hours of instruction:
- 12½, including one hour of ethics

November 26, 2007
- 9:00 a.m. Registration and Continental Breakfast
- 9:30 a.m. Introduction and Registration
- 9:45 a.m. Major Regulatory Developments and Report from the SEC — Messrs. Miner, Mercer, Martin, and Mueller
- 10:30 a.m. Networking Break
- 10:45 a.m. Accounting, Auditing, and Internal Control Developments — Mr. Miner, Dr. Barlow, Ms. Plimpton, and Messrs. Borges, Mueller, and Wolfman
- 12:30 p.m. Lunch Break
- 1:00 p.m. Executive Compensation and Related Party Transactions — Ms. O’Fallon, and Messrs. DesRochers, Martin, and Muller
- 1:30 p.m. Networking Break
- 1:45 p.m. Advising the Compensation Committee: Stock Options and Other Compensation Issues — Ms. DesRochers, Mr. Means, and Messrs. Dye, Martin, and Mueller
- 2:15 p.m. Section 16 Developments — Mr. Dye
- 5:00 p.m. Questions and Answers
- 5:15 p.m. Adjournment for the Day

Friday, June 29, 2007
- 8:30 a.m. Continental Breakfast
- 9:00 a.m. Overview of Morning’s Topics — Mr. Keller
- 9:15 a.m. Section 16 Developments — Mr. Miner and Ms. O’Fallon
- 10:00 a.m. SEC Enforcement Program — Mr. Mahoney and Messrs. Berkeley, Wander, and Keller
- 10:45 a.m. Proposals for Relief for Smaller Public Companies — Messrs. Berkeley, Wander, and Keller
- 11:00 a.m. Dealing with the Ethical Obligations of Securities Lawyers — Mr. Mahoney and Messrs. Berkeley, Wander, and Keller
- 12:00 noon Questions and Answers
- 1:00 p.m. Lunch Break
- 1:30 p.m. Overview of Afternoon’s Topics — Mr. Wander
- 2:00 p.m. Developments in Securities Litigation — Messrs. DesRochers and Miller
- 2:30 p.m. Shareholder Rights and Proxy Matters — Messrs. Means, Keller, and Miner
- 3:30 p.m. Dealing with Institutional Investors and Corporate Governance Developments — Mr. Means, Ms. O’Fallon, and Miner
- 3:45 p.m. Networking Break
- 4:00 p.m. Corporate Governance Developments and Mergers & Acquisitions — Messrs. Berkeley, Wander, and Keller
- 4:15 p.m. Securities Offering Reform — Ms. Stacey
- 4:30 p.m. Alternative Approaches to Structuring — Alternatives to Public Offerings, Including AIM
- 5:00 p.m. Questions and Answers
- 5:15 p.m. Adjournment

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Mark A. Berger, Farmer Ruane O’Rourke, Collins, New York, N.Y.

Michael D. Cahn, Senior Associate General Counsel, Legal and Government Affairs, Performance Health Services, Inc., Deerfield, Ill.

Glen Devlinah, Berman DePinho Pease Tobacco & Burton, Pacific, Boston (invited)

This program was presented in Boston at the Boston Harbor Hotel.

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- Board, audit, and compensation committee responsibilities
- Shareholder majority voting and other corporate governance considerations
- Pooled savings

- Privileges for relief for smaller public companies
- Public and private placement developments
- Litigation and SEC enforcement developments

This course helps prepare registrants to counsel and serve clients at an advanced level and provides a comprehensive and practical overview of the SEC’s regulatory framework. It covers enforcement and remedial matters in corporate governance, fosters a greater understanding of developments in federal securities regulation and requirements imposed by the Sarbanes-Oxley Act, and by related SEC and securities market rules and regulations.

November 29, 2007
9:00 a.m. Registration and Continental Breakfast
10:00 a.m. Introduction and Overview
- Professors Kellner and Olson
2:00 p.m. Major Regulatory Developments and Firms from the SEC — Messrs. Fallon, Martin, Mueller, and Olson
5:00 p.m. Networking Break
10:30 a.m. Networking Break
10:45 a.m. Accounting, Auditing, and Internal Control Developments — Messrs. Olson, Dye, and Wolters
1:30 p.m. Accounting Developments — Internal Control Concepts and 404 Reports: New Guidelines
5:00 p.m. Executive Compensation and Related Party Transactions — Messrs. Olson, Dye, and Wolters
3:15 p.m. Networking Break
4:00 p.m. Advertising the Compensation Committee: Stock Options and Other Compensation Instruments — Messrs. Fallon, Olson, and Dye
5:00 p.m. Questions and Answers
8:00 p.m. Adjournment for the Day

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Carol A. Stacey, CPA, Associate Director and Chief Actuary, Americans for the Arts, National Assembly of State Arts Agencies, Washington, D.C.

Robert W. Diller, Assistant Director, Division of Enforcement, SEC, Washington, D.C.

Howard Silver, partner-in-charge, SEC Enforcement Division, Washington, D.C.


The program also covers:
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