

11<sup>th</sup> Annual Course

# Essentials of Business Law: Meeting 2020 Challenges



**LIVE** Houston • March 12-13, 2020 • Hilton Houston Westchase

**VIDEO** Dallas • April 23-24, 2020 • Cityplace Events



**MCLE CREDIT**  
12.75 Hours (1 Ethics)

**DOWNLOADABLE**  
Course Materials 

TexasBarCLE.com  
800.204.2222 x1574

*Education by the Bar,  
for the Bar*

# Essentials of Business Law: Meeting 2020 Challenges

Cosponsored by the Business Law Section of the State Bar of Texas

Register early and **save up to \$100!**

Lawyers licensed 5 years or less take  
**HALF OFF!**

(See page 4 for details.)

## **LIVE Houston**

March 12-13, 2020

Hilton Houston Westchase

Register by **February 27** to save!

## **VIDEO Dallas**

April 23-24, 2020

Cityplace Events

Register by **April 9** to save!



Join us on Social Media!



Follow us and use **#TBCLE**

## **MCLE CREDIT**

**12.75 Hours (1 Ethics)**

**MCLE Course No: 174068467**

Applies to the Texas Bar College  
and to the Texas Board of Legal  
Specialization in Civil Appellate and  
Civil Trial.

## **Purpose and Scope**

This course will cover a broad range of topics today's Texas lawyers need to understand to represent and counsel business clients effectively, including a mix of hot issues and perennial challenges. Some of the new topics include GDPR and other privacy regulations, medical marijuana and CBD, and legal issues for social media influencers. You will hear the latest about basic business law issues including bankruptcy, company formation in Texas and other states, non-competes, buy-sell agreements, insurance, and litigation avoidance. The course will also cover the latest trends in managing a business law practice, including contract lawyers, alternative legal service providers, and practical tips for starting a new practice.

## **Thursday**

6.75 hours including .75 ethics

8:00 **Registration**  
**Coffee & Pastries Provided**

8:55 **Welcoming Remarks**  
**Course Directors**  
Christina Marshall, *Dallas*  
Haynes and Boone  
Zach Wolfe, *Houston*  
Fleckman & McGlynn

9:00 **GDPR and Other Privacy**  
**Considerations 1 hr (.5 ethics)**

- What is it?
- What is it requiring?
- How does it impact your clients?
- Implementation
- New California regulations

James McGarvey, *Houston*  
Archer Solutions  
Asif Sayani, *Houston*  
Pharm-Olam

10:00 **10 Things You Need to Know**  
**from a Bankruptcy Angle for Your**  
**Corporate Practice .5 hr**  
John J. Sparacino, *Houston*  
Vorys, Sater, Seymour and Pease

10:30 **Networking Break**

10:45 **Using Contract Lawyers 1 hr (.25 ethics)**

- Ethical issues when hiring contract attorneys
- Legal differences of using recruiting agencies vs. independent contractors
- Negotiating key provisions of the services agreement
- Identifying the need for contract attorneys
- Role of a contract attorney
- Different types of contract attorneys

Katrina M. Davis, *Houston*  
KMD Law & Associates  
Porche Jones, *Houston*  
Legility

11:45 **Working with Alternative Legal**  
**Service Providers .5 hr**

- Benefits for in-house and outside counsel
- Partnering vs. competing to best serve client needs
- What technologies exist and how to leverage them

Sajju George, *Houston*  
Apex LPO

12:15 **Break - Lunch Provided**

12:30 **Luncheon Presentation: Dealing**  
**with Social Media Influencers .75 hr**

- As a client
- As a vendor

Shannon Montgomery, *Houston*  
Montgomery Law

1:15 **Break**

1:30 **Corporate Governance Challenges**  
**and How to Address Them at**  
**Formation .75 hr**  
**Moderator**

John Boaz Sartain, Jr., *Dallas*  
Munsch Hardt Kopf & Harr

### **Panelists**

Taylor Calise, *Dallas*  
Imaginity

Julie Sherman, *Richardson*  
Lennox International

2:15 **Series LLCs .75 hr**  
Roger A. Key, *Lubbock*  
Key, Terrell & Seger

3:00 **Break**





**3:15 Deep Dive: Restricted Covenants in Texas 1.5 hrs**

- Non-competes
- Non-solicitation
- Confidentiality agreements
- Forfeiture of equity

Meghaan C. Madriz, *Houston*  
McGuireWoods

Zach Wolfe, *Houston*  
Fleckman & McGlynn

**4:45 Adjourn**

**Friday**

6 hours including .25 ethics

**8:00 Coffee & Pastries Provided**

**8:25 Announcements**

**8:30 Building Blocks for a New Practice 1 hr (.25 ethics)**

- Solo or partnership
- Importance of mentors
- Practice development
- Practice management
- Business development
- Vetting clients and client relationships
- Client diversity

Christina Marshall, *Dallas*  
Haynes and Boone

David H. Oden, *Dallas*  
Oden Law Firm

**9:30 Shareholder Agreements: New Developments and Common Pitfalls .75 hr**

F. Eric Fryar, *Houston*  
Fryar Law Firm

Mark L. Weintrub, *Plano*  
Authentix, Inc.

**10:15 Networking Break**

**10:30 Insurance Panel 1 hr**

- Use of insurance in private equity transactions (even in smaller deals)
- Insurance provisions in contracts
- Different protections for companies
- When you need riders

Ernest Martin, Jr., *Dallas*  
Haynes and Boone

Matthew C. Weiner, *Austin*  
Hilliard Shadowen

**11:30 Overview of Entities from Other States .75 hr**

- Jurisdiction and choice of entity issues
- Wyoming and Delaware examples

Speaker to be announced

**12:15 Break - Lunch Provided**

**12:30 Luncheon Presentation: Issues Surrounding Medical Marijuana and CBD 1 hr**

- Legal vs. non-legal issues
- Issues in the workplace
- Employer vs. legal perspectives in hiring and disciplining employees

Jacklyn Ford, *Houston*  
Vorys, Sater, Seymour & Pease

Dean J. Schaner, *Bellaire*  
Schaner Law Firm

Suzie Trigg, *Dallas*  
Haynes and Boone

**1:30 Break**

**1:45 Deep Dive: Litigation Avoidance 1.5 hrs**

- How litigators look at business transactions
- Who do you represent? Company vs. individual vs. board
- Vetting processes
- Structuring transactions so that you have a solvent party on the other side
- Plaintiff vs. defense oriented litigators
- Bankruptcy considerations
- Fraudulent inducement
- Hypotheticals of when things go wrong

**Moderator**

Ladd A. Hirsch, *Dallas*  
Winstead PC

**Panelists**

Hon. Ravi K. Sandill, *Houston*  
Judge, 127th District Court

Brian F. Antweil, *Houston*  
Katten Muchin Rosenman

Adrienne Randle Bond, *Houston*  
Fortitude Management Group

**3:15 Adjourn**

**Mark Your Calendar**

► **Making and Breaking Ironclad Contracts**

**LIVE** Austin  
March 6, 2020  
Texas Law Center

► **Choice, Governance & Acquisition of Entities in Texas**

**LIVE** Houston  
May 22, 2020  
The Whitehall

► **Business Disputes**

**LIVE** Austin  
September 10-11, 2020  
Texas Law Center

► **Advanced Business Law**

**LIVE** Dallas  
November 5-6, 2020  
Hilton Park Cities

**Benefits of Attending a LIVE Course**

- Make the connections you need for the business you want: 80% of clients come from trusted sources such as fellow attorneys.
- Be the first to learn of vital developments and potential changes in your practice area.
- Gain guidance and insight from face to face Q & A with course faculty.
- Get inspired and motivated by connecting with judges, fellow attorneys, and other professionals - many with the same issues and concerns you may have.
- Take time away from the office to focus on CLE without distractions!

## Ways to Save on This Course!

### Meet the Register by Deadline and Save \$50

Early registrations help us ensure that sufficient course books, seating, and refreshments are available. Course materials and seating will be reserved for preregistrants until the start of the first topic.

### GO GREEN and Save \$25

Select the PDF download ONLY for a discount.

### Business Law Section Members Can Save \$25

Not a member? To join, visit your My Bar Page and join online, or download a membership form from [TexasBar.com/sections](http://TexasBar.com/sections) to pay by mail. Please do not send section membership payment with your registration fee.

### Texas Bar College Members Can Save \$25

To join or learn more, visit [texasbarcollege.com](http://texasbarcollege.com) or call (800) 204-2222, x1819.

### Texas Paralegal Division Members Can Save \$25

To join or learn more, visit [txpd.org](http://txpd.org) or call (806) 443-2209.

### Earn Discounts by Registering Five or More

from your firm or agency. Contact Firm & Group Sales Manager Laura Angle at (512) 263-2802 or [laura.angle@texasbar.com](mailto:laura.angle@texasbar.com).

### HALF OFF for Attorneys Licensed in Texas 5 Years or Less!

You read that right! See the registration form.

## Scholarship Information

TexasBarCLE offers scholarships for live courses, video replays, online classes, and webcasts. To apply or learn more, call (800) 204-2222, x1490, Mon-Fri 8am-5pm CT. Please apply at least two weeks prior to any live/video replay course or at least one week prior to any webcast or online class.

## Active Texas State, County, and Federal Judges, Administrative Law Judges, Hearing Examiners, and Judge's Staff Attorneys may attend out-of-state programs for a discounted rate or in-state programs for free, provided:

- (1) the course directly relates to the judge's/tribunal's jurisdiction,
- (2) the judge is a full-time judge or retired under a judicial retirement system and
- (3) space is available for all paying registrants. This privilege does not extend to prosecutors, receivers, trustees, other court staff, or persons serving part-time in a judicial capacity. Actual attendance is required to receive course materials.

## Parking Information

is subject to change and does not guarantee available space. **Houston:** Self-parking is complimentary in the hotel surface lot. **Dallas:** Self-parking is available in the Cityplace Tower Garage for \$10/day. Park on any level and take the elevator to Concourse Level C.

## If You Need Special Accommodations to Attend or Have a Food Allergy,

please contact us as soon as possible at (800) 204-2222 x1827. For Cityplace Events in Dallas, please call us in advance of your arrival so that assisted parking can be arranged for drivers of handicap-designated vehicles.

## Registered but Can't Attend? Still Earn MCLE Credit

by taking the course online later. If you would rather have a refund, call (800) 204-2222, x1574 or fax your request to (512) 427-4443.

**Refund requests must be made** at least one business day before the program.

## FREE ONLINE BENEFITS! Online Videos and MP3s of the Topics

will be available to registrants 6-8 weeks after the course. Provide your e-mail address when preregistering to be notified when and how these benefits may be accessed. (Note: Presentation lengths may vary from that which was advertised.) There's no extra charge; as a registrant, you're already entitled!

## Interested in Sponsoring or Exhibiting at this Course or Others?

Please contact us at [clesponsorships@texasbar.com](mailto:clesponsorships@texasbar.com).

## Policy of Impartiality

The State Bar of Texas does not endorse political candidates. When a candidate for the public office is included in promotion for or participates in a TexasBarCLE event, the State Bar is not taking a position for or against anyone's candidacy.

## Reserve Your Hotel Room Early

Hotel rooms have been blocked at special rates on a space available basis. To make a reservation, contact the hotel and indicate that you will be attending this State Bar of Texas course.

### LIVE Houston

Hilton Houston Westchase  
9999 Westheimer Road  
Houston, TX 77042  
(713) 974-1000

\$139 single/double

**Deadline: February 19, 2020**

Or make your reservation online at:

[www.TexasBarCLE.com?a=EOB](http://www.TexasBarCLE.com?a=EOB)

The reserved block of rooms may fill up before the deadline. Act Now!

### VIDEO Dallas

Cityplace Events  
2711 N. Haskell Avenue  
Dallas, TX 75204  
(214) 515-5100

No hotel rooms have been blocked for this video replay.



### Course Directors

Christina Marshall ..... Dallas  
Zach Wolfe ..... The Woodlands

### Planning Committee

Katrina Davis ..... Houston  
Robert Ford ..... Houston  
Ladd A. Hirsch ..... Dallas  
Heather Kahele ..... Houston  
Roger A. Key ..... Lubbock  
Carol Bavousett Mattick ..... Windcrest  
Cassandra McGarvey ..... Houston  
David H. Oden ..... Richardson

### TexasBarCLE Planning Team

Dawn Mershon ..... Program Planner  
Michelle Townley ..... Sr. Program Coordinator  
Deserea Serna ..... Lead Written Materials Coordinator  
Tiffany Clay ..... Meeting Planner

### Business Law Section of the State Bar of Texas

Stephen C. Tarry ..... Chair  
Frank Ruttenberg ..... Chair-Elect  
Christina Marshall ..... Vice-Chair  
Schuyler Reidel ..... Secretary/Treasurer  
Evan Young ..... Immediate Past Chair

### State Bar of Texas

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# REGISTRATION FORM

## WAYS TO REGISTER

**ONLINE**  
[TexasBarCLE.com](https://www.texasbarcle.com)  
credit card only

**PHONE**  
(800) 204-2222, x1574  
during business hours  
credit card only

**FAX**  
(512) 427-4443  
credit card only

**MAIL**  
State Bar of Texas  
LB# 972298  
P.O. Box 972298  
Dallas, TX 75397-2298  
check or credit card

**REGISTERING FIVE OR MORE?**  
E-mail Laura Angle at [laura.angle@texasbar.com](mailto:laura.angle@texasbar.com)  
for group discount information.

Lawyers licensed 5 years or less  
take **HALF OFF!**

## Essentials of Business Law: Meeting 2020 Challenges

1

### Essentials of Business Law: Meeting 2020 Challenges [8355]

**LIVE Houston • March 12-13, 2020**

- ☐ Regular Registrant..... \$545  
**Take \$50 OFF:** Register by February 27
- ☐ Licensed 5 years or less, **HALF OFF** ..... \$272.50\*

**VIDEO Dallas • April 23-24, 2020**

- ☐ Regular Registrant..... \$445  
**Take \$50 OFF:** Register by April 9
- ☐ Licensed 5 years or less, **HALF OFF** ..... \$222.50\*

#### Your live course registration includes:

- Coffee and pastries each morning
- Lunch provided both days
- Complimentary WiFi in the meeting room
- Course materials provided as a download and printed book, or select the download *only* for a discount!

I may attend complimentary because I am a (see p. 4):

- ☐ Qualifying judge      ☐ Judge's staff attorney

*\*No discounts in section 3 may be taken.*

2

I want my course materials format to be:

- ☐ Hard copy book as well as a PDF download of same (both formats included in registration fee)
- ☐ PDF download ONLY so I'll **take \$25 OFF**

3

I am entitled to 1 or 2 discounts on the course:

- ☐ **\$50 OFF** because I am registering by the "Register by" date at the left. (If by mail, date of postmark will be determinative.)

**\$25 OFF** because (choose 1 box only) I'm a member of the:

- ☐ Business Law Section
- ☐ Texas Bar College
- ☐ Paralegal Division

For more information on joining the section, see page 4.

4

I can't attend, but would like the materials.

- FREE** Shipping & Handling
- ☐ Course hard copy book \$155\*

To order a discounted PDF download of course materials, search **Publications** at [TexasBarCLE.com](https://www.texasbarcle.com) (available 1-2 weeks after the course).

5

**My total is \$\_\_\_\_\_ . I am paying by:**

- ☐ Check (enclosed) payable to the State Bar of Texas for \$\_\_\_\_\_
- ☐ Visa      ☐ Mastercard      ☐ Amex      ☐ Discover

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**State Bar Membership No.** \_ \_ \_ \_ \_

Registrant Name \_\_\_\_\_

Firm Name/Court \_\_\_\_\_

Address for Bar-Related Mail \_\_\_\_\_

City/State Zip \_\_\_\_\_

Phone ( ) \_\_\_\_\_ Fax ( ) \_\_\_\_\_

E-Mail (required for registrant's PDF download option): \_\_\_\_\_

*A confirmation of your registration will be sent to the e-mail address you provide.*

*\*Plus 8.25% sales tax on total course book sales only. Please include sales tax or attach an exemption certificate. Book orders are shipped separately 1-2 weeks after the live program. Please include payment by check or supply credit card information on this form.*

*MP3 files of topics will be downloadable from [TexasBarCLE.com](https://www.texasbarcle.com) 6-8 weeks after the course. For information on other course products, contact our Flash CLE service at (800) 204-2222, x1575.*

### QUESTIONS?

(800) 204-2222, x1574 • (512) 427-1574

State Bar of Texas  
P.O. Box 12487  
Austin, TX 78711-2487

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## **BUSINESS LAW** SECTION



## **Business Law Section**

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