



## Business Law

### 50 Under 50: 50 Tips and Strategies for Businesses with Fewer than 50 Employees



#### November 2010—6.5 General CLE credits

FTS10.KCD	Audio CDs and course materials . . . . .	\$195
FTS10.KDV	DVDs and course materials . . . . .	\$325
FTS10.HB	Course materials . . . . .	\$65
FTS10.KDR	DVD rental and course materials (first person) . . . . .	\$195
FTS10.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$98

Small business owners face a variety of ever-increasing complex issues. Don't miss a great opportunity to learn how to detect personal matters—such as divorce, financial woes, and family disputes—that can have devastating effects on a closely held business. Find out the best ways for handling background checks and steering clear of employee termination traps. Does your client's company policy include what to do when employees are tweeting or posting online work-related information? Our labor and employment law experts tell you why such a policy should be in place. Get the latest on business financing in the current economy, and discover alternatives to traditional bank financing. Gain an understanding of important provisions of the Small Business Jobs Act of 2010, including a one-year self-employment tax break and cell phone taxation. Review ways to identify and protect your client's intellectual property, and examine strategies for implementing noncompetition, nonsolicitation, and proprietary agreements to protect your client's business.

### 31st Annual Northwest Securities Institute



#### February 2011—8.25 General CLE credits and 1 Ethics credit

NWSI11.KCD	Audio CDs and course materials (printed version) . . . . .	\$425
NWSI11.KCDF	Audio CDs and course materials (PDF version on USB flash drive) . . . . .	\$425
NWSI11.HB	Course materials (printed version) . . . . .	\$85
NWSI11.FL	Course materials (PDF version on USB flash drive) . . . . .	\$85

The securities world has experienced some dramatic events in the past couple of years. How have these and the resulting changes affected your practice? Get the latest developments on the state and provincial regulatory scene, as well as updates from the SEC on judicial enforcement and corporate finance. Examine key aspects of regulatory reform, derivatives, U.S./Canada cross-border M&A considerations, securities litigation, and ethics. Cosponsored by the Oregon State Bar Securities Regulation Section and the Washington State Bar Association Business Law Section, in association with WSBA CLE, and in cooperation with Lewis & Clark Law School and The State Bar of California.

### Advising Nonprofit Organizations



#### September 2009—5.5 General CLE credits and 1 Ethics credit

NP09.KCD	Audio CDs and course materials . . . . .	\$195
NP09.KDV	DVDs and course materials . . . . .	\$325
NP09.HB	Course materials . . . . .	\$65
NP09.KDR	DVD rental and course materials (first person) . . . . .	\$195
NP09.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$98

Nonprofits range from national operations with paid staff members and marketing budgets to all-volunteer, grass-roots operations funded by bake sales. But organizing and operating a nonprofit requires more than good intentions. The faculty for this information-packed seminar is highly experienced in a number of areas crucial to operating a nonprofit organization. They will guide you from the beginnings of a nonprofit—setup and governance—through more detailed operational aspects, such as financial oversight and accountability and IRS Form 990. Managing institutional funds is examined, as well as what to do if the nonprofit receives an inquiry from the IRS or Oregon Department of Justice. You will also receive valuable legal ethics advice about identifying the client, conflicts of interest, and board membership. Regardless of whether the nonprofit you are involved with is a client or your personal favorite that you volunteer for, as an attorney you will receive questions—and this seminar provides the answers.



## Business Valuation for Lawyers (2010)



### February 2010—2.5 General CLE credits

BV10.KCD	Audio CDs and course materials . . . . .	\$135
BV10.KDV	DVDs and course materials . . . . .	\$195
BV10.HB	Course materials . . . . .	\$35
BV10.KDR	DVD rental and course materials (first person) . . . . .	\$135
BV10.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$58

As we transition into a new year, a new administration, and a new economic paradigm, we see very clearly the rules have changed—and business valuations are no exception. This seminar explains how today’s businesses are valued using conventional methodologies, as well as those adapted to address today’s changing economic environment. The discussion includes which valuation approaches are best suited for different situations: going concern values, e.g., business sales and buy/sell agreements, situational valuations, e.g., corporate/marital/partnership disputes, or non-going concern values, e.g., bankruptcy/reorganizations and inheritance tax issues. Included in each of these valuation approaches is the need to understand the reality of the business’s operations, financial accuracy, and market position—both qualitative and quantitative. Additional topics include pitfalls of value, court interpretations on valuation, how to properly build tangible value for your clients, and more.

## Business Valuation for Lawyers (2011)



### April 2011—6.5 General CLE credits

BV11.KCD	Audio CDs and course materials . . . . .	\$195
BV11.KDV	DVDs and course materials . . . . .	\$325
BV11.HB	Course materials . . . . .	\$65
BV11.KDR	DVD rental and course materials (first person) . . . . .	\$195
BV11.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$98

Business valuation touches a variety of practice areas, including family law and estate planning. Join two experts who provide an in-depth look at the valuation engagement process, including the standard definition of value in divorce and tax valuations and why the definition of value “drives” the valuation conclusion. Learn how to select and work with valuation professionals and how to recognize a well-written valuation report. Other topics include a discussion on generally accepted valuation methods, valuation discounts, gifting, intangible assets, and business succession planning. Whether you are acquiring business valuation concepts for the first time or updating existing knowledge, this program provides a sound basis for achieving that goal. This seminar will be of interest to practitioners in the areas of business law and litigation, estate planning, taxation, and family law, and CPAs.

## Documenting Oregon Businesses: From Start to Finish



### December 2009—5.5 General CLE credits and .75 Ethics credit

DOB09.KCD	Audio CDs and course materials & disk . . . . .	\$215
DOB09.KDV	DVDs and course materials & disk . . . . .	\$345
DOB09.KHB	Course materials & disk . . . . .	\$85
DOB09.KDR	DVD rental and course materials & disk (first person) . . . . .	\$215
DOB09.AVRT	DVD rental and course materials & disk (each additional viewer) . . . . .	\$108

Drafting business documents is an area ripe for mistakes. If you write or review documents for closely held businesses, this seminar will help you get a clear view from the beginning, not in hindsight. From entity formation and buy/sell agreements to employment documents and employee handbooks and policies, our experts cover all of the details for a business to get and stay in top form. Review contracts for leasing office or retail space, and gain an understanding of financing and capital structure considerations, including tips and traps for the growing business. And what happens when a business does business with its owners? A legal ethics expert highlights potential conflicts and problems for lawyers representing the business. Cosponsored by the Business Law Section.



## Drafting LLC Operating Agreements



### October 2009—6.5 General CLE credits

LLC09.KCD	Audio CDs and course materials & forms disk. . . . .	\$215
LLC09.KDV	DVDs and course materials & forms disk. . . . .	\$345
LLC09.KHB	Course materials & forms disk . . . . .	\$85
LLC09.KDR	DVD rental and course materials & forms disk (first person) . . . . .	\$215
LLC09.AVRT	DVD rental and course materials & forms disk (each additional viewer) . . . . .	\$108

It's not enough to have a great idea for a business—forming and organizing the business is an integral part of success. Begin with an overview of drafting and then move on to the starting point of any business—choice of entity. Review articles and operating agreements, and learn how to draft creative management alternatives to avoid deadlock and incorporate dispute resolution. Take a look at voluntary and involuntary transfers of membership interests, including bankruptcy and death, and safe-harbor LLC and partnership allocation provisions. Pick up tips on the problems common to many operating agreements and how to handle a problem agreement. Finally, examine drafting and estate planning considerations, such as multi-generational ownership and using an LLC to manage trust assets. Whether you are new to a business practice or simply adding to your existing expertise, don't miss the opportunity to benefit from this seminar's practice-oriented focus.

## Finance and Accounting Essentials for Attorneys



### August 2010—7 General CLE credits

FA10.KCD	Audio CDs and course materials . . . . .	\$195
FA10.KDV	DVDs and course materials . . . . .	\$325
FA10.KDR	DVD rental and course materials (first person) . . . . .	\$195
FA10.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$98

Optimize your professional knowledge by gaining a clearer understanding of your clients' business operations and financial statements. Forget the accounting jargon—using a simple business model applicable to any industry and common business transactions coupled with concrete examples, you will learn the essential financial skills necessary to understand and evaluate financial statements and how business actions impact financial health and profitability. In-class practice focuses on evaluating profits, expansion, new ventures, financial performance, financing, and a company acquisition.

## Fraud in the Workplace



### June 2009—3.25 General CLE credits

FWP09.KCD	Audio CDs and course materials . . . . .	\$115
FWP09.KDV	DVDs and course materials . . . . .	\$195
FWP09.KDR	DVD rental and course materials (first person) . . . . .	\$115
FWP09.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$58

Even with the tightest internal controls, nearly every business is subject to fraud risk today. In addition to company expansion, reliance on information technology, and more complex transactions, a weak economy and stakeholder pressure to improve profits are additional stress and risk factors. Fraud schemes in the workplace frequently continue for years before they are detected. The Association of Certified Fraud Examiners determined that the typical fraud lasted two years from the time it began until the time it was caught. Besides the financial impact of reducing operating revenue and eroding profits, workplace fraud undermines investor confidence and can ruin a company's reputation. Our expert faculty provides a detailed picture of the devastating effects of workplace fraud, teaches you how to conduct thorough background checks, discusses the legal issues that arise with investigations and employee discipline and termination, and shares valuable information about the methods available for recouping losses.



## Online and Text Promotions: R U Ok?



### September 2009—3 General CLE credits

TP09.KCD	Audio CDs and course materials . . . . .	\$135
TP09.KDV	DVDs and course materials . . . . .	\$195
TP09.HB	Course materials . . . . .	\$35
TP09.KDR	DVD rental and course materials (first person) . . . . .	\$135
TP09.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$68

“No purchase necessary to enter!” “Limited to one entry per household.” “One winner will be randomly selected.” Do these words sound familiar? You see them every day, but do you know what they mean for clients who want to hold sweepstakes or contests to promote their business or service? The area of sweepstakes and promotion law is highly specialized. Not only do federal laws apply, but every state has promotion laws of one kind or another. Enforcement activity varies, as do the penalties and fines. In addition to learning how to create a sweepstakes or contest structure that is legal, gain an understanding of a host of other concerns: the Internet and text messaging, collateral materials and advertising, intellectual property in user-generated contests, privacy in the promotional setting, and disclosures. Don’t end up “void where prohibited by law!”

## Understanding Financial Statements: A Business Roadmap



### July 2011—3.5 General CLE credits

FS11.KCD	Audio CDs and course materials . . . . .	\$140
FS11.KDV	DVDs and course materials . . . . .	\$195
FS11.KDR	DVD rental and course materials (first person) . . . . .	\$140
FS11.AVRT	DVD rental and course materials (each additional viewer) . . . . .	\$70

This seminar is your GPS to understanding financial statements and what they mean. This basic-level course emphasizes the nuts and bolts of financial statements, what the statements and line items mean, and how they relate to each other and to the business. Utilize a repeatable framework to review business actions and predict their impact on the financial statements. Learn to spot essential numbers in financial statements to determine what must have happened in the business. Accounting terms such as cash versus accrual accounting, capitalization, revenue recognition, fair value, and impairment are clarified. Stripped of unnecessary accounting jargon and processes, this course provides you with a greater comfort level and understanding of financial statements and the ability to have intelligent financial conversations with clients and accountants.