

Corporate Counsel Organization Highlights

PLI Schedules Comprehensive Tax Strategies Course In LA

The Practising Law Institute has scheduled a three-day course that will cover the entire spectrum of modern major corporate transactions. Titled Tax Strategies for Corporate Acquisitions, Dispositions, Spin-offs, Joint Ventures, Financings, Reorganizations & Restructurings 2009, the event will be held at the Intercontinental Los Angeles Century City – Los Angeles.

Major topics and special features include selected seller and buyer issues, including the tax due diligence and negotiating and drafting tax provisions in acquisition agreements; restricted stock, stock options and executive compensation in M&A transactions, including the effects of Sections 409A and 457A; structuring buyouts and venture capital deals; corporate tax strategies

and techniques using partnerships and LLCs; “The IRS Speaks,” a panel chaired by Clarissa C. Potter, IRS Deputy Chief Counsel – Technical; an expanded session on strategies for financially troubled businesses and other loss companies; cross-border mergers and other international issues, interesting corporate transactions of the past year; and ethical and practice issues raised by recent tax regulations and legislation and by Circular 230.

Picnic lunch programs have been scheduled on all three days, with the Treasury Department Keynote Speaker

scheduled for day three.

Among the faculty are Kenneth E. Kempson, senior tax counsel – director of tax examination, GE; Paul W. Oosterhuis, Skadden Arps, Slate, Meagher & Flom LLP; Raj Tanden, Proskauer Rose LLP; Thomas F. Wessel, KPMG LLP; and R. David Wheat, Thompson & Knight LLP.

For more information about credits and fees, see CLE Events at *The Metropolitan Corporate Counsel* website at www.metrocorpccounsel.com.

To make a reservation, call (800) 260-4PLI or go to www.pli.edu.

CO Bar Discusses Hot Topics In Appellate Practice

The Colorado Bar has scheduled a CLE seminar titled Appellate Practice Hot Topics 2009 for Thursday, November 19, at the CLECI Large Classroom, 1900 Grant Street in Denver.

The seminar begins at 9 a.m. and ends at 2:45 p.m.

Attendees will have the opportunity to learn everything you need to know about preservation of issues for appeal. They will learn to master the record on appeal – the rules, protocols, correction, supplementation and more and discover the standards of review in civil, criminal, and applying and arguing competing standards. A lunchtime Ethics for the Appellate Practitioner with Judge Webb

of the Colorado Court of Appeals will follow the morning sessions. In the afternoon, a panel discussion titled Statutory and Constitutional Interpretation in the Appellate Courts with panelists Hon. Michael L. Bender, CO Supreme Court, Hon. Allison H. Eid, CO Supreme Court, Hon. Janice B. Davidson, CO Court of Appeals, and Hon. Daniel M. Taubman, CO Court of Appeals will round out the seminar.

For more information about available CLE credits and fees, see CLE Events at *The Metropolitan Corporate Counsel* website at www.metrocorpccounsel.com.

To make a reservation, call (303) 860-0608 or go to www.cobar.org.

Utah Bar Plans Two-Day Fall Forum

The Utah State Bar has scheduled its annual Fall Forum for Thursday and Friday, November 12 and 13, at the Downtown Marriott, 75 West Temple in Salt Lake City.

The event begins with a reception from 5:30 to 6:30 p.m. From 6 to 7 p.m. George Nierenberg, a documentary filmmaker who has focused much of his work on the exploited, will discuss how his entire life savings were decimated in the Bernard Madoff scandal. His presentation will be followed by a panel discussion about protecting yourself and your clients from fraud.

Friday's program begins at 8 a.m. with the keynote address – The Scope of Securities Fraud: A National Perspective – by John S. Polise, assistant director,

Division of Enforcement, Securities and Exchange Commission, Washington, D.C. Five concurrent sessions, including litigation, professional responsibility, law practice management, transactional, hot topics, and taking care of yourself, will run from 10 a.m. until 5:30 p.m. Lunchtime speaker Adriana Linares, legal technology consultant and trainer, president of LawTech Partners and chair of the Technology Core Group of the Law Practice Management Section of the ABA, will discuss Technology Therapy for Law Firms.

For information see CLE Events on *The Metropolitan Corporate Counsel* website at www.metrocorpccounsel.com.

To make a reservation, call (801) 297-7036 or go to www.utahbar.org/cle.

WLALA Joins LA Bar To Examine Perspectives On Women In Law

The Women Lawyers Association of Los Angeles has joined the Los Angeles County Bar to present Continuing the Retention and Advancement of Women in Law Firms: Fresh Perspectives for Changing Times.

The half-day event will take place on Tuesday, November 17, from 8:30 a.m. until 2 p.m. at the LACBA, 1055 West 7th Street in Los Angeles.

The day will begin at 8:30 a.m. with breakfast and a discussion titled The Role of Implicit Prejudice in Preserving the Glass Ceiling with Gary Blasi of the UCLA Law School, followed by a panel discussion titled Alternative Billing Arrangements: Is the Billable Hour Really Dead? The next two topics are Is Your Initiative Working? Tracking Diversity, with Paul Lancaster Adams of

Microsoft Corp. and Katherine Forster of Munger, Tolles & Olson LLP, and Lessons from Outside the Law: Success Stories from Top Businesswomen with speakers Jana Winograde of ABC Entertainment Group, Amanda Massucci, Ernst & Young, and Erin Sheehy, Environmental Compliance Solutions, Inc.

The conference will end with a luncheon keynote address by Stephen E. Pickett, senior vice president and general counsel of Southern California Edison.

For more information about CLE credits and fees, see CLE Events on *The Metropolitan Corporate Counsel* website at www.metrocorpccounsel.com.

To make a reservation, contact the WLALA office at (213) 892-8982 or email info@wlala.org.

San Francisco Bar To Train Lawyers For Housing Project

The San Francisco Bar Association has scheduled a session to train lawyers for the Housing Negotiation Project on Tuesday, December 15, from 4 to 6 p.m., at the BASF Conference Center, 301 Battery Street in San Francisco.

The training will teach lawyers the basics of representing low-income tenants who are facing eviction. Volunteer attorneys are needed to staff unlawful detainer settlement conferences and provide limited scope representation to unrepresented litigants during these mandatory settlement conferences.

Strategy considerations and tips for drafting settlement agreements will be discussed. A commitment to staff at least four courthouse shifts within six months of the training is required of participants.

This project is a great way to gain courtroom and litigation experience, and it offers CLE credits.

For information see CLE Events at *The Metropolitan Corporate Counsel* website at www.metrocorpccounsel.com.

To make a reservation, go to www.sfbar.org.

AZ Bar Offers Interactive Seminar About Conflicts

Using an entertaining and interactive format, the State Bar of Arizona will teach the Ten Deadly Sins of Conflicts on Thursday, December 10, from 9 a.m. until 12:15 p.m. at the State Bar Daniel J. McAuliffe CLE Center, 4201 24th Street, Phoenix.

The program will also be presented as a group webcast at the State Bar Southern Regional Office in Tucson.

Participants will vote on whether something is a conflict and whether it is waivable given scenarios every practitioner has faced. A panel of experts, including Hon. Rebecca A. Albrecht, ret., Bowman and Brooke, LLP, Daniel J. McAuliffe, Snell & Wilmer LLP, Edward F. Novak, Polsinelli Shughart, PC, and Lynda C. Shely, The Shely Firm, PC, will then work through the scenarios to establish guideposts – the

ten deadly sins.

Among the conflicts are the following: in criminal defense, may you represent a defendant against a witness who is your prior client? For corporate entities, may you represent multiple shareholders against a corporation that you incorporated? In civil litigation, what types of waivers do you need when representing co-plaintiffs, and what conflicts do judges view as disqualifying? And for personal interest conflicts, may you invest in your client's start-up or serve on the board of directors?

For more information about available CLE credits and fees, see CLE Events at *The Metropolitan Corporate Counsel* website at www.metrocorpccounsel.com.

To make a reservation, call (602) 340-7322 or go to www.myazbar.org/CLE.

Popular Ethics And Professionalism Program Back By Demand

The Colorado Bar is again offering Ethics and Professionalism: A Law License Does Not Make a True Professional – a morning of interactive legal theatre – on Friday, November 20.

The seminar will run from 8:30 a.m. until 12:05 p.m. at the CLECI Large Classroom, 1900 Grant Street in Denver.

The morning begins with a brief history of professionalism to emphasize the effect it has on your legal practice, and then a presentation of everyday scenarios in the life of a lawyer, demonstrating the difficulties all lawyers face in handling ethical and professional dilemmas. The most difficult problem areas are covered, including the interaction between lawyers, clients, and opposing

counsel, bias issues, depositions, mentoring, client and counsel communication, and courtroom decorum. The program will end with a discussion about how ethics and professionalism are distinct concepts and how they are sometimes intertwined.

Among the faculty are Hon. Edward C. Moss, 17th Judicial District, Adams County; John T. Baker, John T. Baker, P.C.; and John S. Gleason, regulation counsel, Office of Attorney Regulation Counsel.

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To make a reservation, call (303) 860-0608 or go to www.cobar.org.