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DATED MATERIAL - PLEASE EXPEDITE!



Securities Litigation & Business Fraud

Monday, August 31, 2009
Video replays available.



Minnesota State Bar Association
Continuing Legal Education
Your State Bar at Work for You

Securities Litigation & Business Fraud

New Law – Expert Litigators



- New Law on Shareholder Derivative Suits, Special Litigation Committees – Trends and Practical Guidance
- 10b-5 Developments and Practice
- Reporting Challenges for Public Companies/In-House Compliance
- Identifying and Managing Areas of Risk
- Prosecuting and Defending Federal Criminal Fraud Cases
- Understanding Minnesota Law
- Dealing with Business Fraud Beside Securities

Monday, August 31, 2009
Minnesota CLE Conference Center

Seventh Street and Nicollet Mall | Third Floor City Center, Minneapolis
Replay details inside.

Fraud, Regulation, Investigations, Civil Liability, Criminal Consequences, Financial Crisis...

It's a new world and it's going to keep changing for Securities and Business litigation. Join this exceptional faculty as they delve into the hottest issues, deal with the new laws and the regulatory framework, and discuss the many aspects of the exploding litigation and liability. This is a unique opportunity for you and your clients to stay on top of the rules, regulations, defenses, evidence, practices, actions and much, much more!

Faculty

William Z. Pentelovitch
Course Chair

Maslon, Eldelman, Borman & Brand; Minneapolis

Joseph W. Anthony

Anthony Ostlund Baer & Louwagie P.A.; Minneapolis

Peter W. Carter

Dorsey & Whitney LLP; Minneapolis

Joseph T. Dixon, Jr.

U.S. Attorney's Office; Minneapolis

Thomas S. Fraser

Fredrikson & Byron, P.A.; Minneapolis

Michael O. Freeman

Hennepin County Attorney's Office; Minneapolis

Samuel D. Heins

Heins, Mills & Olson, PLC; Minneapolis

John W. Lundquist

Fredrikson & Byron, P.A.; Minneapolis

Honorable George F. McGunnigle

Fourth Judicial District; Minneapolis

Lewis A. Remele

Bassford Remele, P.A.; Minneapolis

Honorable James M. Rosenbaum

U.S. District Court; Minneapolis

Martin R. Rosenbaum

Maslon, Edelman, Borman & Brand; Minneapolis

Schedule

8:30 – 8:55 AM CHECK-IN & CONTINENTAL BREAKFAST

8:55 – 9:00 AM

Welcome & Introduction

William Z. Pentelovitch, Course Chair

9:00 – 9:30 AM

Understanding Fraud Under the Minnesota Business Corporations Act and Minnesota Law

An overview of the black letter and common law underpinnings of fraud actions under Minnesota law.

Joseph W. Anthony

9:30 – 10:30 AM

The Current Law of Shareholder Derivative Suits, Special Litigation Committees – Overview of Litigation Issues and Trends

Analysis of the law; requirements and an overview of issues and trends, including judicial review, business judgment, disinterested independence, settlement practices, and more.

Thomas S. Fraser, Judge George F. McGunnigle, William Z. Pentelovitch & Lewis A. Remele

10:30 – 10:45 AM **QUESTIONS & ANSWERS**

10:45 – 11:00 AM BREAK

11:00 – 11:45 AM

Business Fraud and Related Issues

An overview of other common areas of fraud in Minnesota; elements and analysis.

Joseph W. Anthony & Michael O. Freeman

11:45 AM – 12:00 PM **QUESTIONS & ANSWERS**

12:00 – 1:00 PM LUNCH (ON YOUR OWN)

1:00 – 2:00 PM

10b-5 – Current Developments and Practice

The evolving jurisprudence of Rule 10b-5, including pleadings standards, loss causation and damages, safe harbor, and scheme liability, and the current political climate.

Peter W. Carter & Samuel D. Heins

2:00 – 2:30 PM

The Judges Perspective on Business and Securities Fraud – Lessons from the Courtroom – Managing the 10b-5 case

Judge James M. Rosenbaum

2:30 – 2:45 PM BREAK

2:45 – 3:30 PM

Reporting Challenges for Public Companies/ In-House Compliance Disclosures

Identify, assess, and manage areas of risk and what practices can help minimize liability.

Martin R. Rosenbaum

3:30 – 4:15 PM

Prosecuting and Defending Federal Criminal Fraud Cases

What drives the decision to charge and what are some best practices for handling these cases?

Joseph T. Dixon, Jr. & John W. Lundquist

4:15 – 4:30 PM **QUESTIONS & ANSWERS**

Course Information

LIVE PRESENTATION

Minneapolis
Monday, August 31, 2009
 Minnesota CLE Conference Center
 Seventh Street & Nicollet Mall
 Third Floor City Center

VIDEO REPLAYS

Schedule times for replays may differ from the live presentation. Start times are as indicated below. Register at least one week in advance to secure your copy of the materials on the day of the seminar.

Minneapolis – 9/15/09
(Registration 8:30; Replay 9:00)
 Minnesota CLE Conference Center
 Seventh Street and Nicollet Mall
 Third Floor City Center

Minneapolis – 9/30/09
(Registration 8:30; Replay 9:00)
 Minnesota CLE Conference Center
 Seventh Street and Nicollet Mall
 Third Floor City Center

Saint Cloud – 10/1/09
(Registration 8:45; Replay 9:00)
 Kelly Inn
 Highway 23 & Fourth Avenue South

CREDITS

Minnesota CLE is applying to the State Board of CLE for **6.0 standard CLE credits**.

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Paid registrants who cancel their registration at least 72 hours before the program will receive a full credit on their account; if fewer than 72 hours, a \$25 administrative fee will be deducted. Paid registrants who do not cancel, yet fail to attend, will receive the written materials. Passholders may purchase the materials for 50% of the full retail price.

ACCOMMODATION

If you have a disability and need an accommodation in order to attend, contact Minnesota CLE at 2550 University Avenue West, Suite 160-S, Saint Paul, MN 55114 or call us at 651-227-8266 or 800-759-8840.

QUESTIONS?

Call **651-227-8266** or **800-759-8840** or visit **www.minncle.org**.

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REGISTRATION / ORDER FORM

Securities Litigation & Business Fraud

Monday, August 31, 2009 • Minnesota CLE Conference Center

PLEASE "✓" APPROPRIATE BOX BELOW:

LIVE – 8/31/09:

\$245 MSBA member \$245 paralegal \$295 standard rate

VIDEO:

\$210 MSBA member \$210 paralegal \$250 standard rate

Location _____ Date _____

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