Get Helpful How-to’s and Best Practices for Advising Your Clients on LLCs!

An Essential Seminar for Business Attorneys, General Practitioners and Business Litigators.

And, in Addition to the Excellent Course Book, All Attendees Will Receive a Sample Annotated Operating Agreement!

Practical Lessons Post Implementation of Minnesota’s Revised Uniform Limited Liability Company Act

- Helping Clients Understand Management Structure, Member Rights, and Manager Duties
- How to Draft Organizational Documents
- Key Tax Issues to Consider in LLC Entity Selection
- Solving Debtor-Creditor Issues Involving LLCs and Members
- And much more!

• SPECIAL BONUS: Sample Annotated Operating Agreement
L.00 – 3:00 p.m.
LLCs v. Corporations: What are the Differences Between LLCs and Corporations, and What Difference do the Differences Make?
This session will address (1) material differences between LLCs and corporations and the consequences of ignoring the differences, (2) noteworthy characteristics which LLCs and corporations actually do have in common, and (3) pros and cons of importing corporate constructs into an operating agreement.
Daniel S. Kleiberger
2:00 – 3:15 p.m.
Solving Debtor-Creditor Issues Involving LLCs & Members
This session will address the treatment of LLC interest in bankruptcy, charging orders, and other creditors’ remedies with respect to membership interests in LLCs.
Anthony G. Dubas
3:15 – 3:30 p.m. BREA

3:30 – 4:00 p.m.
Protected Series – Shell Game or Significant Break Through?
A protected series LLC is an emerging choice of business structure, popular for a variety of business and planning uses — but not without significant complexity. This session will answer key questions. What is a protected series LLC? Why are there more than 30,000 in Minnesota alone? Why has the Uniform Law Commission adopted a uniform act? What mandated this construct? Why is it accurate that a “series LLC” may create internal ‘corporate’ activity of the activities called “protected series” and make them separate and distinct from each other and the LLC for purposes of liability to creditors but enable all the LLC, the differences; (ii) noteworthy characteristics which LLCs and corporations actually do have in common, and (3) pros and cons of importing corporate constructs into an operating agreement.
Daniel S. Kleiberger
4:00 – 4:30 p.m. DISCUSSION
Panel Discussion and Q&A: LLC Potpourri
Abigail A. Pettit

CANCELLATION / NO-SHOW POLICY
Paid registrants who cancel before the seminar will receive a full credit in their account or refund upon request. Paid registrants who do not cancel and are unable to attend will retain access to the seminar written materials and Powerpoint presentations through their website account. Participants may purchase the materials at 50% of the full retail price.

ACCOMMODATION
If you have a disability and need an accommodation in order to attend, contact Minnesota CLE as soon as possible at 2050 University Avenue West, Suite 180-5, Saint Paul, MN 55114 or call us at 651-227-8265 or 605-759-8846.

QUESTIONS?
If you have any questions or need further information, please call Minnesota CLE at 651-227-8265 or 800-759-8840 or visit us online at www.minncle.org.

FACULTY

William D. Klein
Course Co-Chair
Gray Plant Mooty, Minneapolis

Wade R. Wacholz
Co-Case Chair
Gislason & Hunter LLP, Minneapolis

Bibi Black
Legal Adviser to the Office of the Secretary of State, Saint Paul

Daniel S. Kleiberger
Emeritus Professor of Law
Mitchell Hamline School of Law, Saint Paul

Abigail A. Pettit
Gislason & Hunter LLP, Minneapolis

Allison M. Plunkett
Henson Efron, PA.; Minneapolis

Andrew G. Seifert
Mitchell Hamline School of Law; Saint Paul

Anthony D. Todero
Gray Plant Mooty, Minneapolis

IN-PERSON REPLES
Schedule 12:30 may differ from the live program. Start times are as indicated below. Please register at least one week in advance to secure your copy of the course materials on the day of the seminar.

Minneapolis – 1/29/20 9:30-10:20 (Registration B 5:30; Recap 9:00)
Minnesota CLE Conference Center
800 Nicollet Mall, Suite 270
Third Floor City Center
Dubuque – 3/28/20
(Dubuque B 5:30; Recap 9:00)
(dubuque B 5:30; Recap 9:00)

Minneapolis – 2/20/20
Registration B 5:30; Recap 9:00
$125

Failure to Register (The registration fee will be 50% of the full retail price.

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

SCHOLARSHIPS AVAILABLE
Minnesota CLE maintains a scholarship program for those individuals with a financial need. To obtain a scholarship application, contact Grant at glawkes@minncle.org or 651-224-3111.

TO REGISTER
GO ONLINE: www.minncle.org
OR CALL:
Minnesota CLE at 651-227-8265 or 800-759-8840
MAIL TO:
Minnesota CLE
2500 University Ave. W. Suite 180-5
St. Paul, MN 55114

PLEASE “APPROPRIATE BOX:
LIVE: 1/14/20
$245 Member
$245 paralegal
$295 standard rate
IN-PERSON REPLES:
$215 Member
$215 paralegal
$265 standard rate
Location: 
Date: 

COURSE INFORMATION
LIVE PRESENTATION
Tuesday, January 14, 2020
Minnesota CLE Conference Center
800 Nicollet Mall, Suite 270
Third Floor City Center, Minneapolis

IN-PERSON REPLES
Schedule time may differ from the live program. Start times are as indicated below. Please register at least one week in advance to secure your copy of the course materials on the day of the seminar.

Minneapolis – 1/29/20 9:30-10:20
(Registration B 5:30; Recap 9:00)

Minneapolis CLE Conference Center
800 Nicollet Mall, Suite 270
Third Floor City Center

Dubuque – 3/28/20
(Dubuque B 5:30; Recap 9:00)

Registration B 5:30; Recap 9:00
$125

Payment:
For Minnesota CLE seminars:
Toll-free phone: 800-759-8840 or 651-227-8265

 imap@minncle.org

(pay by credit card, please register online or by phone.

Please check here if address below is new.
Name (Last) (First)
Firm
Address
City/State/Zip
Phone
Email
Attorney License No. (If applicable)
Profession, if non-attorney

Can’t Attend? Get the Materials!
Purchase the course book for $100 (plus tax and handling) and/or the annotated Board Member Operating Agreement for $48 (plus tax and handling) by calling Minnesota CLE at 651-759-8840 or 651-227-8265.
Available in hard copy.

REGISTRATION FORM
www.minncle.org

SCHEDULE
9:00 – 9:30 a.m.
CHECK-IN & CONTINENTAL BREAKFAST

9:30 – 10:30 a.m.
Helping Clients Understand Management Structure, Member Rights, Manager Duties
Topics will include: rights of minority owners, tranche of membership interests, rights of transferees and creditors, and dissolution, dissolution and winding up. Written materials will include a Checklist of Management Selection Considerations.
Abigail A. Pettit

10:15 – 10:30 a.m.
BREAK

10:30 – 11:30 a.m.
Drafting the Essential Documents Under the New LLC Act – Operating Agreements 2.0
Now that two years have passed since the full implementation of Minnesota’s new LLC Act, there are more informed considerations for how the law functions on a practical level – especially with regard to what gets included in operating agreements. Attendees will review – and the presenters will review – a sample annotated Operating Agreement for Board Managed LLCs (with annotations applicable to Member Managed and Manager-Managed LLCs).
Allison M. Plunkett
Abigail A. Pettit

11:30 – 12:30 p.m.
Tax Issues to Consider in Entity Selection
LLCs based as partnerships are subject to taxes that can be quite complicated. This presentation will address several key issues that should be considered when creating a LLC.
Andrew G. Seifert

12:30 – 1:30 p.m.
LUNCH (JOIN ANOTHER ATTENDEE!)