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Course Co-Chair
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DATED MATERIAL – PLEASE EXPEDITE!

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View information on your mobile device or register online.

Ownership Disputes in Closely-Held Businesses: Preventing, Managing, and Resolving

Monday, March 6, 2023
Attend In Person

MINNESOTA CONTINUING LEGAL EDUCATION
Your Success Is Our Goal

Ownership Disputes in Closely-Held Businesses:

Preventing, Managing, and Resolving

HIGHLIGHTS INCLUDE:

- Key Developments in Ownership Disputes During the Pandemic
- Drafting and Litigation Challenges Under Chapter 322C
- Judicial Solutions to Business Ownership Conflicts
- Negotiating Resolutions to Ownership Disputes
- Establishing What the Disputed Businesses Are Worth
- Succession Planning to Avoid Business Ownership Disputes
- And much more!

SPECIAL JUDICIAL APPEARANCES!

Judge Laurie J. Miller
Fourth Judicial District

Judge Thomas A. Gilligan
Second Judicial District

Judge Martin S. Fallon
First Judicial District

Monday, March 6, 2023 – Attend In Person
Minnesota CLE Conference Center
600 Nicollet Mall, Suite 370, Minneapolis

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SCHEDULE

8:30 – 9:00 a.m. CHECK IN & CONTINENTAL BREAKFAST

9:00 – 9:05 a.m. WELCOME & ANNOUNCEMENTS

9:05 – 9:50 a.m.

Do Not Be the Last to Know: Key Developments in Ownership Disputes During the Pandemic

During this session, Janel Dressen and William Paterson will provide an update on new cases and key developments in ownership cases decided during the pandemic.

– *Janel M. Dressen & William R. Paterson*

9:50 – 10:35 a.m.

Preventing Member Conflicts Under Chapter 322C: Drafting Challenges

Learn how transactional attorneys can help business owners plan and prevent future disputes on the front end under Chapter 322C.

– *Daniel S. Kleinberger, Susan J. Markey & Terri Krivosha*

10:35 – 10:40 a.m. BREAK

10:40 – 11:25 a.m.

Preventing and Addressing Member Conflicts Under Chapter 322C: Litigation Challenges

This session will discuss the type of lawsuits business owners can expect to see under 322C and practical advice on how to prevent and approach such lawsuits. Learn how to spot potential problems, advise clients, and how to either avoid escalation of these disputes or succeed in litigation when it is inevitable.

– *Douglas L. Elsass & Wallace G. Hilke*

11:25 – 11:35 a.m. BREAK

11:35 a.m. – 12:35 p.m.

Judicial Solutions to Business Owner Conflicts

In addition to litigation, this session will discuss other ways in which shareholder disputes can be resolved, such as mediation and arbitration. Join our esteemed panel as they provide helpful and practical advice for resolving disputes.

– *Judge Laurie J. Miller, Judge Thomas A. Gilligan, Jr. & Judge Martin S. Fallon*
– *Janel M. Dressen, moderator*

12:35 – 1:20 p.m. LUNCH BREAK (ON YOUR OWN)

1:20 – 2:05 p.m.

Negotiating Resolutions to Ownership Disputes Like a Pro to Avoid Litigation

In this session you will learn (1) how to identify the questions your client is not asking (but should be) in connection with a shareholder dispute, (2) some best practices for negotiating difficult issues, and (3) how to identify themes in shareholder disputes that will help you resolve the matter without resorting to litigation.

– *Terri Krivosha*

2:05 – 2:35 p.m.

Establishing What the Disputed Businesses Are Worth

This session will teach the foundational principles on corporate valuations for ownership disputes along with best practices for valuing businesses. Learn the basics of how to approach valuing a business for ownership disputes and ownership oppression matters for the IRS, for a buyer and for a minority owner. Additionally, the session will explore where typical valuation conclusions differ between experts.

– *Brad Koranda*

2:35 – 2:50 p.m. BREAK

2:50 – 3:20 p.m.

Successful Strategies for Succession Planning

Learn how to best help your clients plan and prepare for transferring or ending a business avoiding disputes among co-owners down the line.

– *Tom Hubler*

3:20 – 4:20 p.m.

Ethics: Who Do I Represent? The Close Corporation Attorney-Client Privilege Trap

1.0 ethics credit applied for

Privilege challenges continue to arise in shareholder disputes where an attorney represents both the corporation and its majority shareholders. Learn the troubled legacy of Evans v. Blesi and the Minnesota Courts, and how this case continues to present a trap to closely-held corporations and their counsel.

– *Aram V. Desteian & Casey D. Marshall*

COURSE INFORMATION

LIVE IN PERSON
Monday, March 6, 2023
Minnesota CLE Conference Center
600 Nicollet Mall, Suite 370
Third Floor City Center, Minneapolis

ONLINE REPLAY
Monday, March 27, 2023
View online at www.minncle.org
A moderator will be available to answer questions by email.

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