

Business Contracts from A to Z: What Paralegals Need to Know

Video Webcast

OCTOBER 23, 2012
10:00 am - 5:30 pm EST

Faculty

Kevin O. Fogle
S. Leigh King
Cheryl W. Thompson
Gregg R. Zegarelli

Continuing Education

CLE, NALA and NFPA credit is available.

See inside for details!

IPE
INSTITUTE *for*
PARALEGAL EDUCATION™

Licensed by the
State Board of
Private Career
Education.



Video Webcast

Register today! Video WEBCAST
800-793-5274 or www.ipe-sems.com

PROGRAM OUTLINE

I. ESSENTIAL LEGAL ELEMENTS

10:00 - 11:00, *S. Leigh King*

- A. Common Terminology and Definitions
- B. Master Agreements
- C. Choice of Forum and Law
- D. Statute of Limitations

II. DRAFTING BUSINESS CONTRACTS (WITH CHECKLISTS) – PART 1

11:15 - 12:30, *S. Leigh King*

- A. Defined Terms and Conditions
- B. Rights and Liabilities of Parties
- C. Dispute Resolution Provisions
- D. Forum Selection Provisions
- E. Non-Compete Clauses
- F. Boilerplate Provisions

III. DRAFTING BUSINESS CONTRACTS (WITH CHECKLISTS) – PART 2

12:45 - 2:00, *Cheryl W. Thompson*

- A. Drafting a Basic Purchase and Sale Agreement
- B. Drafting a Basic Service Contract
- C. Drafting Shareholder and Operating Agreements (with an emphasis on Limited Liability Companies and other small business organizations)
- D. How to Handle Confidential Information
- E. Intellectual Property (including Patents, Copyrights, and Trade Secrets)

*If needed, the above agenda may be changed to best accommodate all of our attendees.

IV. COMMON ISSUES AND PROBLEMATIC WORDS AND PHRASES

2:30 - 3:30, *S. Leigh King*

- A. Defined Terms
- B. Integration Clauses
- C. Shall vs. Must vs. May
- D. Exhibits and Schedules

V. ETHICS AND THE ROLE OF THE PARALEGAL IN NEGOTIATING CONTRACTS

3:45 - 4:15, *Gregg R. Zegarelli*

- A. Paralegal to Paralegal Communication – What's Okay, and What is Not
- B. Paralegal to Boss Communication – How to Avoid a Slippery Slope
- C. Paralegal to Opposing Counsel Communication – What You Can and Cannot Say or Promise or Negotiate
- D. Paralegal to Client Communication – the Role of the Paralegal as a Counselor and Effective Communicator

VI. REVIEWING A CONTRACT/ CONTRACT MAINTENANCE

4:30 - 5:30, *Kevin O. Fogle*

- A. The Importance of a Thorough Document Review Process
- B. Grammatical and Substantive Review Guidelines
- C. Establishing a Template
- D. Understanding the Goal
- E. Material Terms and Conditions
- F. Organization and Scheduling
- G. Procedures and Best Practices
- H. Setting up Alert Systems

WHO SHOULD ATTEND

This **intermediate level course** will allow attendees to effectively handle business contracts. Those who should attend include:

- Paralegals
- Legal Technicians
- Legal Assistants
- Legal Support Staff

WHAT IS A VIDEO WEBCAST?

A video webcast is a continuing education course you attend online. Sitting at your own computer, you can see and hear faculty as they present each topic just like being at the program in person. Your coursebook will be delivered over the internet to your computer as a downloadable PDF (which is also searchable for easy reference later). Each webcast includes a Q&A session at the end so faculty can answer your specific questions. Please note that only registered attendees can receive credit for the program. Questions? Please call our customer support line at 1-800-793-5274 to get additional information about our webcast format.

PROGRAM OVERVIEW

Strengthen Your Contract Knowledge and Skills

This course is designed to provide you with everything you need to know to confidently handle business contracts. Beginning with contract law basics and terminology, faculty will then build upon that foundation to walk you through effective drafting, reviewing and maintenance techniques. Recognize the weaknesses of boilerplate provisions: a solid contract can be the key to minimizing future disputes. Be a knowledgeable resource for your firm - *register today!*

BENEFITS OF ATTENDING

- Build your contract drafting skills as well as the ability to effectively review a contract and conduct maintenance procedures.
- Review key contract terminology and definitions of essential legal elements.
- Identify the inadequacies of certain boilerplate provisions that leave the door open to future litigation.
- Learn how to critically interpret contract language to effectively safeguard your clients.
- Protect intellectual property and trade secrets to avoid theft of confidential information.

**Know others who could benefit
from watching this webcast?**

Feel free to pass this brochure along to others
in your office and to your fellow colleagues.

WHY INSTITUTE FOR PARALEGAL EDUCATION

For over 10 years, the Institute for Paralegal Education (IPE), a division of NBI, Inc., has provided legal education to paralegals, legal office staff, law students, new attorneys and those beginning work in a new area of practice. We stand by our promise to provide skill-based education intended to enhance the professional abilities of those responsible for the hands-on-work in law offices and businesses. If you are searching for practical ways to apply legal knowledge to your professional tasks, IPE is the training source for you.

Our sister company, National Business Institute (NBI), has provided legal education for more than 20 years. Through NBI, we work to serve seasoned paralegals and legal staff, attorneys at all practice levels, and all other business professionals by providing the essential training needed to navigate legal waters found in both the business community and during the practice of law. When your professional demands require that you have a comprehensive understanding of legal principles, tools and techniques, NBI is the educational source for you.

Our commitment to your success is what drives our daily activities, and we're confident that you'll find the training and education that best meet your professional objectives and skill sets. When you train with IPE and NBI, you not only make an investment in your career, but you also make an investment in yourself.

Register Today!

800-793-5274 OR www.ipe-sems.com



Register Today!
800-793-5274 or
www.ipe-sems.com

Video WEBCAST



ADDITIONAL LEARNING OPPORTUNITIES

WHO WILL TEACH YOU

UPCOMING FULL-DAY WEBCASTS

Can't leave the office for an entire day?

Now you can attend a day-long training seminar right from your desk!

Get in-depth knowledge and build your skills with these 6-hour webcast courses while still being in the office to handle any crises.

- Sept. 20** Document Management, Retention and Destruction for Paralegals (61067)
- Sept. 21** The Paralegal's Guide to Ethical Client Communication and Representation (60163)
- Sept. 26** The Paralegal's Guide to Probate (61175)
- Oct. 3** A Paralegal's Guide to Intellectual Property (61068)

To register, please visit our website at www.ipe-sems.com and click on the **live video webcast icon**.

1-2 HOUR TELECONFERENCES/WEBCASTS

Looking for a shorter training option?

These 1 to 2 hour courses are practical and convenient. You choose whether to attend by phone or internet!

- Sept. 7** The Paralegal's Guide to Researching Case Law (61044)
- Sept. 14** Time Management for Paralegals: How to Manage Assignments, Make Timelines and Multi-Task (61041)
- Sept. 27** Effective Case Management for Paralegals (61043)

To register, please visit our website at www.ipe-sems.com and click on the **live teleconference icon**.

COURSE CDs & MANUALS - AVAILABLE NOW!

To order any of the following items, please order online at www.ipe-sems.com.

cd & manual \$89

Note: Prices may vary when looking online.

Preservation of Evidence in E-Discovery: A Paralegal's Guide © August 2011 (FP55942)

No matter which side of the case you are on, effective preservation of information obtained through e-discovery is critical. Understand when and how to issue litigation hold notices and critical decision points you will encounter during the e-discovery process, including the background of why, and when, you conduct certain procedures.

By: Alan M. Anderson.

The Paralegal's Guide to Solving Everyday Law Office Management Problems © June 2011 (FP56094)

No matter what kind of firm you work in, there are common issues that everyone encounters. These issues do not have to be 'show stoppers' if you proactively create a plan for dealing with them. Explore strategies used by an experienced administrator that you can utilize to create your own procedures that will keep you one step ahead of problems!

By: Rhonda L. Corn.

KEVIN O. FOGLE is a senior paralegal and paralegal coordinator in the Atlanta office of Nelson Mullins Riley & Scarborough, LLP, where he assists in providing legal services to multinational companies transacting business in the U.S. and abroad. Mr. Fogle works closely with attorneys in complex merger and acquisition transactions by assisting in due diligence review and handling all of the organizational aspects of deal closings from start to finish. Other areas of experience include entity formation; including setting up U.S. subsidiaries for foreign companies, assisting companies in complying with corporate maintenance and annual reporting requirements, and qualifying companies to transact business in jurisdictions other than those in which they are organized. He also has experience in secured transactions, structured finance, estate planning and probate, public finance, commercial real estate, land use, healthcare, franchise registrations, and securities. Mr. Fogle is an active member of the National Federation of Paralegal Association, the Georgia Association of Paralegals (board advisor and past president), an affiliate member of the Atlanta Bar Association and a member of the American Alliance of Paralegals. He also serves on the advisory boards of local paralegal studies programs, has been a guest lecturer at the Georgia State University College of Law and is a published author. Mr. Fogle is an American Alliance certified paralegal (AACCP) and a graduate of an American Bar Association approved paralegal studies program at the National Center for Paralegal Training. He is a graduate of Clayton State University and the New York Institute of Technology, where he earned his A.A, B.S and M.B.A. degrees.

S. LEIGH KING is primarily devoted to general civil litigation; including breach of contract cases, consumer rights, deceptive trade practices, consumer fraud, family law and estate planning. In addition to her private practice, she is a law professor at Concordia University and Sullivan University, as well a consultant for firms in the Dallas, Fort Worth, and Houston areas. Ms. King is the author of the *Law Review* article, "While You Were Sleeping," 11 *SMU Sci. & Tech. L. Rev.* 291 (2008), which will be incorporated in its entirety by permission by Prof. Thomas K. Clancy, in his casebook, *Cyber Crime and Digital Evidence: Materials and Cases*. She earned her J.D. degree from Texas Wesleyan University, where she worked as a federal and state appellate clerk in addition to serving as a senior editor on the *Texas Wesleyan Law Review*, and her LL.M. degree from Southern Methodist University.

CHERYL W. THOMPSON is a member of the corporate group at the law firm of Holland & Hart LLP, where she focuses her practice in the area of mergers and acquisitions. Ms. Thompson has a broad range of experience in various corporate transactions, including private and public company mergers and acquisitions; loan workouts and restructuring; private equity financings; securities; and investment fund evaluation. She also represents clients in general business matters, such as commercial contracts and transactions; employment matters; entity formation and structure matters; and the legal aspects of day-to-day business issues. Ms. Thompson is a member of the American Bar Association, the State Bar of California and the Idaho State Bar, and also serves on the Board of Directors for Movies for a Cause, Inc., a local nonprofit organization. She earned her B.A. degree from Tufts University and her J.D. degree from Santa Clara University School of Law.

GREGG R. ZEGARELLI is managing shareholder of the Technology & Entrepreneurial Ventures Law Group, P.C., where he concentrates in corporate and business transactions, as well as intellectual property. His representation includes a dynamic mix of public and privately-held companies; advising on formation and growth strategies; venture capital; mergers and acquisitions; and licensing of technology and intellectual property. Mr. Zegarelli has personally negotiated significant deals with well-known companies including Coca-Cola, Disney, General Electric, Intel, Mattel, MGM, Microsoft, Sony and Xerox. He has given multiple accredited seminars on business and technology-related issues. Mr. Zegarelli has been interviewed by local and national media regarding a variety of legal issues, and his works have been cited in the Pennsylvania Consolidated Statutes and reprinted in the *MacMillan Encyclopedia* (Gale Group). He is a member of The District of Columbia Bar, and the Illinois State and Pennsylvania bar associations. Mr. Zegarelli has presided for more than 100 American Arbitration Association arbitration proceedings, and regularly practices in the federal court. He earned his B.A. degree from Duquesne University and his J.D. degree from Duquesne University School of Law. Mr. Zegarelli is qualified to sit for the C.P.A. examination in Pennsylvania.

Credit Available

For detailed continuing education credit information, please contact us at 800-793-5274 or visit us at www.ipe-sems.com.

NALA - 6.0 (pending)

NFPA - 6.0

California MCLE Paralegal - 6.0

Florida Registered Paralegal - 6.0

Indiana Paralegal CLE - 6.0

Montana CLE Credit for Paralegals - 6.0

North Carolina Continuing Paralegal Education - 6.0 (pending)

Paralegal Division of the State Bar of New Mexico - 6.0

Ohio Certified Paralegals - 6.0

TBLS Paralegal Certification - 6.0

Washington State Paralegal Association - 6.0 (pending)

Business Contracts from A to Z: What Paralegals Need to Know

61349

October 23

10:00 am - 5:30 pm EST

(61349)

Video Webcast

\$299 — first registrant

\$289 — each ad'l registrant

Can't Attend? Check here to order the audio CD & course book of this seminar for **\$299**.

Please add \$7.95 for shipping (\$14 to AK, HI or PR). Shipments to CA, MN, NV, RI, SD, TX, WA and WI must also include sales tax. Please provide street address. Allow 2 weeks following program date for delivery.

Registration Form (Please photocopy this form for multiple registrants.)

Name _____ Title _____

E-mail _____

Company Name _____

Co. Size 1 2-5 6-10 11-25 26-50 51-100 100+

Address _____

City _____ State _____ Zip _____

Phone (_____) _____

Payment Information

Check enclosed payable to INSTITUTE FOR PARALEGAL EDUCATION

MasterCard VISA American Express Discover

Card No. _____ Exp. Date _____

Signature _____

Please bill me. (If your organization requires a P.O. please provide it.)

CANCELLATION POLICY

Visit us on the web (www.nbi-sems.com/satisfaction) or call one of our customer service representatives (800-793-5274) prior to the live program to learn more about your cancellation options.

Express Event Registration

Need to register quickly? Use the product code below to complete your Express Event Registration online or via the phone.

Product ID: 61349

IPE
INSTITUTE *for*
PARALEGAL EDUCATION™

MAIL TO: Institute for Paralegal Education

A Division of NBI, Inc.

PO Box 3187 Eau Claire, WI 54702 **PHONE:** 800-793-5274

FAX: 715-835-7488

ONLINE: www.ipe-sems.com

Non-Profit Org.
U.S. Postage
PAID
NBI, Inc.

KEY Code: CS