

10:45 a.m. **Program resumes for LPUE Committee registered attendees**

10:45 a.m. – 11:45 a.m. **What New Associates Need to Know about LLCs**

This program identifies the important issues and concerns every attorney preparing LLC documents needs to know. You may know this but do you know what to teach your associates?

Dan Kleinberger and Lisa Jacobs will be the presenters. Dan is a co-reporter for the Harmonization of Unincorporated Business Entity Acts, co-author of Limited Liability Companies: Tax & Business Law, and is a Professor of Law at William Mitchell College of Law. Lisa is a partner with the DLA Piper law firm in Philadelphia, is member of the Harmonization of Unincorporated Business Entity Acts ULC committee.

11:45 a.m. – 12:45 p.m. **LUNCH** - LPUE Committee meeting during lunch (Note: lunch will be provided for all)

12:45 p.m. – 1:00 p.m. **BREAK**

1:00 p.m. – 2:00 p.m. **Side Letters in Investment Funds**

This program will explore the use of side letters in the investment fund context and their effects on the underlying entity agreement.

Paul Altman will be the presenter. Paul is the author of the treatise, Lubaroff & Altman on Delaware Limited Partnerships, and is a director at Richards, Layton & Finger, P.A.

2:00 p.m. – 3:00 p.m. **Olmsted Case from the Federal Trade Commission Perspective and the LLC Practitioner Perspective**

The Olmstead case may have altered the way creditors are able to take an interest in a single member LLC. This program will explore the case and the reactions to the case by the LLC bar.

John A. Singer and Carter Bishop will be the presenters. John is an attorney with the International Counsel Office of International Affairs, Federal Trade Commission. Carter is a co-reporter for the Harmonization of Unincorporated Business Entity Acts, co-author of Limited Liability Companies: Tax & Business Law, and is a Professor of Law at Georgetown University Law School

3:00 p.m. – 3:15 p.m. **BREAK**

3:15 p.m. – 4:15 p.m.

Piercing the LLC Liability Veil

Should the courts be able to pierce the liability shield and if not why not?

Ann Conway and Allan Donn will be the presenters. Ann is the co-author of Keatinge and Conaway on Choice of Entity (West, republished annually) and is a Professor of Law at Widener Law School. Allan is the editor of Limited Liability Companies in Virginia (3d ed. 2008) and is a member of Wilcox & Savage, PA.

4:15 p.m. – 5:15 p.m.

Case Law Update

This update is not only helpful, it is essential.

Beth Miller will be the presenter. Beth is the co-author of a three-volume treatise on Texas business organizations law published by Thomson/West (Vols. 19, 20 and 20A, Business Organizations, Texas Practice Series), the author of the LLC case summaries regularly published by our committee, and a Professor of Law at Baylor Law School.

5:15 p.m.

End of the Day

6:30 p.m. Cash Bar/7:30 p.m. Dinner

Committee Dinner

(NOTE: Separate registration required)

(Reception - 6:30 p.m.; Dinner - 7:30 p.m.)

Location: Vidalia Restaurant

1990 M Street

Tickets - \$90.00

Saturday, November 5

7:30 a.m. – 7:55 a.m.

Continental Breakfast

7:55 a.m.

Introduction

8:00 a.m. – 9:00 a.m.

Security Interests in an LLC Interest

This program will explore the issues surrounding the granting and acceptance of a security interest in an LLC Interest.

Greg Ladner and Mark Kurtz will be the presenters. Greg is a director at Richards, Layton & Finger, P.A. and Mark is an associate at Richards, Layton & Finger, P.A.

9:00 a.m. – 10:00 a.m.

Employment tax traps for LLCs

This program will explore employment tax concerns that many practitioners fail to remember but need to know.

***Bob Keatinge will be the presenter.** Bob is the co-author of Ribstein and Keatinge on Limited Liability Companies (West, republished annually) and Keatinge and Conaway on Choice of Entity (West, republished annually) and is of Counsel with the firm of Holland & Hart LLP.*

10:00 a.m. – 10:15 a.m.

BREAK

10:15 a.m. – 11:15 a.m.

Drafting for a Disaster

What happens when an LLC has a train wreck and its members come to you and ask why we didn't prepare for the worst? This program will provide insights into drafting LLC agreements for bad times and bad events.

***Don Campbell will be the presenter.** Don is a partner with the Butler, Snow, O'Mara, Stevens and Cannada, PLLC law firm.*

11:15 a.m. – 12:15 p.m.

Incoming International Entities Issues Domestic Attorneys need to Know

We often ignore or have little exposure to international entities. This program will provide vital information about issues practitioners need to know when dealing with inbound international entities.

***Ellisa Habbart will be the presenter.** Ellisa is the founding partner of The Delaware Counsel Group.*

12:15 p.m. – 1:00 p.m.

Closing and final business matters
