

**Business Law Section  
Annual Meeting**

**Wednesday, January 23, 2013**  
 Hilton New York  
 1335 Avenue of the Americas, New York City

**Executive Committee, 7:30 a.m.**  
 Madison, 2nd Floor

**Morning Program, 9:00 a.m.**  
 Nassau Hill, 2nd Floor

**Reception and Luncheon, 12:30 p.m.**  
 Gibson, 2nd Floor

**IMPORTANT INFORMATION**

**Under New York’s MCLE rule**, this program has been approved for a total of **3.0 credit hours, consisting of 2.0 credit hours in Areas of Professional Practice and 1.0 credit hours in Ethics and Professionalism**. This program will not qualify for newly admitted attorneys because it is not a basic practical skills program.

**Discounts and Scholarships:** New York State Bar Association members and non-members may apply for a discount or scholarship to attend this program, based on financial hardship. ***This discount applies to the educational portion of the program only.*** Under this policy, any member of our Association or non-member who has a genuine basis for their hardship, if approved, can receive a discount or scholarship, depending on the circumstances. Requests for discounts or scholarships must be received by Wednesday, January 9th, 2013. For more details, please contact Adriana Favreau at New York State Bar Association, One Elk Street, Albany, New York 12207 or afavreau@nysba.org.

**Deborah A. Doxey, Esq.**  
**Section Chair**  
 Phillips Lytle LLP  
 Buffalo

**Jay L. Hack, Esq.**  
**Program Chair**  
 Gallet Dreyer & Berkey LLP  
 New York City

**This program has been designed for the small firm business law practitioner to focus on two specialty areas of law that have broad implications for the legal affairs of small and mid-sized businesses as well as large public companies. The program will also provide foundation information for in-house counsel and large firm practitioners who want a background in areas of law that may be outside their normal comfort zone.**

**9:00 - 9:10 a.m.**

**Welcoming Remarks**  
**Deborah A. Doxey, Esq.**

**Program Introduction**  
**Jay L. Hack, Esq.**

**9:10 - 9:20 a.m.**

**Election of Officers and Committee Members**

**9:20 - 10:10 a.m.**

**Securities Law Issues for the Small Firm Practitioner**

You have friends who ask you if you know of any good investment opportunities and one of your other clients says she is willing to pay you a commission for putting her together with the money people. Another client wants to raise \$500,000 from his friends for his new business venture. Maybe he’s heard about getting money from lots of small contributors over the Internet using “Crowd Funding” like those rock concerts everyone is talking about. Another client owns half the stock of a closely held corporation and wants to buy out the other stockholder because he secretly knows that the corporation’s major customer wants to buy the company for triple the price he will have to pay to buy out his “partner.” You may not view yourself as a “Securities” lawyer, but this is a “don’t miss” program for everyone practicing business law.

**Speakers:**

**Carol S. Desmond, Esq.**  
 Satterlee Stephens Burke & Burke LLP  
 New York City

**Benjamin M. Farber, Esq.**  
 Phillips Lytle LLP  
 Albany

**Daniel R. Murdock, Esq.**  
 Patton Boggs LLP  
 New York City

**10:10 - 10:20 a.m.**

**Break**

**10:20 - 11:10 a.m.**

**Employment Law Issues for Small to Mid-size Companies**

If you are a business lawyer, your clients have employees. If they have employees, they’re calling you with questions, complaints, indignation –



- Can we just fire this person? What do you mean, “it depends?” What do I have to do?
- Do I really have to let an employee take a month off to care for a sick relative?
- I can’t believe this – I fired a guy who was constantly making mistakes and now the State is telling me he’s entitled to get unemployment!
- What do I do about a disabled employee? He’s asking for a special arrangement, but that would be really hard for us to do.
- Should we have a sexual harassment policy? Will that protect us from getting sued?
- Payroll taxes are really high, and the returns are a pain in the neck. Then I have to pay premiums to have Workers’ Comp and Short-Term Disability coverage for every employee. I’m going to make everyone an independent contractor instead and pay them on a 1099.

This session will not make you an employment law expert, but it will give you an overview of the laws and some basic tools to help field your clients’ questions.

**Speaker:** **Rachel J. Minter, Esq.**  
Law Office of Rachel J. Minter  
New York City

**11:10 - 11:25 a.m. Break**

**11:25 - 12:15 p.m. This Year in Ethics**  
An update on developments in legal ethics and ethics opinions of the NYSBA Committee on Professional Ethics during 2012, including a discussion of the Committee’s opinions during 2012 on attorneys as real estate brokers.

**Speaker:** **Marjorie E. Gross, Esq.**  
TD Bank, N.A.  
New York City

**12:15 p.m. Program Concludes**

**12:30 - 2:00 p.m. Reception and Luncheon – Gibson, 2nd Floor**

**2:00 p.m. Business Law Section Committee Meetings**

**Wednesday, January 23:**

Banking Law	2:00 - 4:00 p.m.	Clinton (2nd floor)
Bankruptcy Law	2:00 - 3:15 p.m.	Nassau Hill East (2nd floor)
Corporations Law	2:00 - 3:30 p.m.	Midtown (4th floor)



Accommodations for Persons with Disabilities: NYSBA welcomes participation by individuals with disabilities. NYSBA is committed to complying with all applicable laws that prohibit discrimination against individuals on the basis of disability in the full and equal enjoyment of its goods, services, programs, activities, facilities, privileges, advantages, or accommodations. To request auxiliary aids or services or if you have any questions regarding accessibility, please contact Adriana Favreau at 518-487-5630.



For overnight room accommodations, please call the Hilton New York at 1-800-445-8667 and identify yourself as a member of the New York State Bar Association. Room rates are \$239.00 for single/double occupancy. You also can reserve your overnight room on the web at [www.nysba.org/13accomm](http://www.nysba.org/13accomm).



For questions about this specific program, please contact Adriana Favreau at 518-487-5630. **For registration questions only, please call 518-487-5621. Fax registration form to 518-463-5993.**

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