



Drafting Organizational Documents for LLCs and Corporations

Tuesday, December 13, 2011 (8:30 a.m.-1:00 p.m.)

New York State Nurses Association, Latham

4.5 total MCLE credits, including 2.0 in skills, for all attorneys

This half-day morning program will cover the key organizational documents of a closely held business entity—whether a corporation or LLC—and also will review the factors you should consider in deciding at the outset whether a business client should be an LLC or corporation.

The program will devote considerable attention to how the key issues of a business's organization and operation should be addressed, and whether an LLC with its operating agreement, or a corporation with its shareholder agreement, is the best vehicle by which the client's goals and the business's success are realized.

Tax planning and structuring transferability provisions, in the context of how best to address and draft for these issues in your shareholder or operating agreements, will be covered by the experienced faculty.

The speakers will spend considerable time analyzing terms and provisions that should or should not be in an operating or shareholder agreement, given the client's objectives, and they will highlight recommended drafting tips for the attorney/business counselor.

Program Topics

I. An Introduction and Background

II. Issues to Consider For LLC Operating Agreements and Shareholder Agreements

III. Restrictions on Transferability

IV. Tax Considerations

Program Faculty

Program Chair, Moderator and Speaker

Robert Patrick Coan, Esq.
Parisi, Coan & Saccocio, PLLC
Schenectady

Speakers (in alphabetical order)

James W. Cole, CPA

BST Advisors, LLC
Albany

Jason M. DiMarino, Esq.

Whiteman Osterman & Hanna LLP
Albany

Jeremy H. Speich, Esq.

McNamee, Lochner, Titus & Williams, P.C.
Albany

FEES FOR EARLY REGISTRATION: NYSBA Members - \$95; Non-members - \$175; NYSBA Student Members - \$35.

DATE AND LOCATION: December 13, 2011, New York State Nurses Association, 11 Cornell Road, Latham, NY

TO REGISTER OR FOR MORE INFORMATION CALL NYSBA's CLE REGISTRAR, 1-800-582-2452 OR GO TO: www.nysba.org/December13Corporate

Members of the New York State Bar Association typically save more than 30% on their CLE programs. [Join here.](#)

For more information call toll free 1.800.582.2452
Go to www.nysba.org/cle for the most up to date list of CLE programs

NEW YORK STATE BAR ASSOCIATION, ONE ELK STREET, ALBANY, NY 12207
PH: (518) 463-3200 FX: (518) 487-5517

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 Cindy O'Brien at (518) 487-5585 or cobrien@nysba.org.

You may unsubscribe from ALL NYSBA e-mails. If you choose to unsubscribe from ALL NYSBA e-mails, you will no longer receive NYSBA e-mail messages that may relate to your practice and important legal issues (excluding individual and listserve messages). [Click here](#) to unsubscribe from ALL NYSBA e-mails.

This is a **Continuing Legal Education (CLE) Department Program** message. If you prefer not to receive CLE Department Program e-mails, please [click here](#) to unsubscribe.