

19TH BIENNIAL

BUSINESS ASSOCIATIONS LAW INSTITUTE

THURSDAY & FRIDAY, MAY 18 & 19, 2023
GRIFFIN GATE MARRIOTT GOLF RESORT & SPA
LEXINGTON, KENTUCKY

In conjunction with the KBA Business Law Section

10 HRS CLE (WITH 1 HR ETHICS)
REMOTE ATTENDANCE OPTION AVAILABLE

Business Associations Law Institute

REGISTRATION INFORMATION

Preregistration is strongly recommended. Registration prices can be found on the registration form on the back of this brochure. This program is accredited by the Kentucky Bar Association for 10 hours of CLE credit, including 1 hour of Ethics credit. Other "60 minute states" (such as Indiana and Tennessee) should qualify as well. "50 minute states" (such as West Virginia) should qualify this program for 12 hours of CLE credit, including 1 hour of Ethics credit.

CANCELLATIONS, REFUNDS & SUBSTITUTIONS

Upon cancellation, a full refund of tuition (less \$50 administrative charge) will be given up to 4:30 p.m. EST, May 12, 2023. Registrants who cancel may still request course materials. If requested, course materials will be mailed after the seminar and the cost will be deducted from any refund. **No refunds are available for cancellations after the deadline;** however, course materials will be mailed after the seminar in full consideration for tuition paid. **Registrations are transferable** and substitution of registrants may be made any time before the seminar begins.

SEMINAR LOCATION & PARKING INFORMATION

The seminar will be held at the Griffin Gate Marriott Resort & Spa, located at 1800 Newtown Pike in Lexington, Kentucky. The participant room block is for the nights of May 17 & 18, 2023. Rooms will be held until April 16, 2023, or until sold out, at the rate of \$165 per night. Reserve rooms directly with the hotel, by calling 859-231-5100 and identifying yourself as being with the group *UK College of Law Continuing Legal Education* or online at tinyurl.com/BusAssnHotel2023. There is no additional fee to park at the hotel.

REMOTE ATTENDANCE OPTION

This Institute will offer the option of attending virtually via live-streamed video on Zoom. Instructions will be provided if you select this option on the registration form. You will need stable, high-speed internet access and a computer, laptop, tablet, or other mobile device.

COVID-19 SAFETY PLAN

If it is deemed unsafe to hold this Institute in person, please note that it will be offered as a live, interactive Zoom Webinar **on the same dates** and **following the same agenda times**. We will notify registrants of this change as soon as is practicable. See registrant cancellation policy above.

2023 PLANNING COMMITTEE

R. David Lester, Co-Chair
Stoll Keenon Ogden PLLC

James C. Seiffert, Co-Chair
Stites & Harbison PLLC

Scott W. Dolson | Frost Brown Todd LLP
Allison J. Donovan | Stoll Keenon Ogden PLLC
Robert A. Heath | Wyatt, Tarrant & Combs LLP
Laura Holoubek | Dinsmore & Shohl LLP
Christopher W.D. Jones | Dentons
Alan K. MacDonald | Frost Brown Todd LLP

Jesse T. Mountjoy | Sullivan, Mountjoy, Stainback & Miller, P.S.C.
Thomas E. Rutledge | Stoll Keenon Ogden PLLC
Jameson M. ("Jack") Seiffert | Stites & Harbison PLLC
Patrick T. Schmidt | Tilford Dobbins Alexander PLLC
Professor Manning G. Warren III | U of L School of Law
Alison M. Zeitlin | Stites & Harbison PLLC

THURSDAY, MAY 18, 2023

- 7:30 A.M. REGISTRATION TABLE OPENS / CONTINENTAL BREAKFAST
- 8:15 A.M. WELCOME AND ANNOUNCEMENTS
- 8:30 A.M. FIDUCIARY DUTIES IN KENTUCKY BUSINESS ENTITIES
Scott W. Dolson, Frost Brown Todd LLP
Laura Holoubek, Dinsmore & Shohl LLP
- 9:40 A.M. MORNING BREAK
- 9:55 A.M. HOW TO CONDUCT A PRIVATE OFFERING
Alan K. MacDonald, Frost Brown Todd LLP
Nicole Karr, Frost Brown Todd LLP
- 10:45 A.M. PRIVATE TARGET MERGERS & ACQUISITIONS
Jeffrey A. McKenzie, Dentons
Emily B. Irwin, Wyatt Tarrant & Combs LLP
- 11:45 P.M. BOX LUNCHEON / KBA BUSINESS LAW SECTION MEETING
- 12:45 P.M. BUSINESS FILINGS AND THE CORPORATE TRANSPARENCY ACT
Allison J. Donovan, Stoll Keenon Ogden PLLC
Alison M. Zeitlin, Stites & Harbison, PLLC
- 1:35 P.M. LEGAL ETHICS FOR THE BUSINESS LAW PRACTITIONER
Shannon Arthur "A.J." Singleton, Stoll Keenon Ogden PLLC
- 2:35 P.M. AFTERNOON BREAK
- 2:50 P.M. PIERCING THE BUSINESS ENTITY VEIL
James C. Seiffert, Stites & Harbison, PLLC
- 3:40 P.M. BUSINESS FRANCHISE AGREEMENTS: TIPS & TRAPS
Jason C. Williams, Frost Brown Todd LLP
Nick Jones, Frost Brown Todd LLP
- 4:30 P.M. RECESS INSTITUTE

FRIDAY, MAY 19, 2023

- 8:00 A.M. REGISTRATION TABLE OPENS / CONTINENTAL BREAKFAST
- 8:30 A.M. LEGAL OVERVIEW OF PROTECTING CLIENT AND BUSINESS INFORMATION
Trevor T. Graves, Stites & Harbison, PLLC
Patrick M. Torre, Stites & Harbison PLLC
- 9:20 A.M. PUBLIC BENEFIT CORPORATIONS
Thomas M. Williams, Stoll Keenon Ogden PLLC
Scott Koloms, CEO, Facilities Management Services, PBC; CEO Canopy Certified, Inc
Hannah Wilson, Stoll Keenon Ogden PLLC
- 10:20 A.M. MORNING BREAK
- 10:35 A.M. THE LAW OF NIL (NAME, IMAGE & LIKENESS)
Brian Michael Cooper, Frost Brown Todd LLP
- 11:25 A.M. AN UPDATE ON KENTUCKY'S BUSINESS LAW COURT
Jameson M. ("Jack") Seiffert, Stites & Harbison, PLLC
Patrick T. Schmidt, Tilford Dobbins Alexander PLLC
- 12:15 P.M. ADJOURN INSTITUTE

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- I would like to attend the Institute in-person at the Griffin Gate Marriott, and:
 - I would like the course materials in **hard-copy** format. I enclose conference tuition of **\$450**.
Only available if registration received before May 9, 2023
 - I would like the course materials in **PDF** format. I enclose conference tuition of **\$395**.
I understand that for safety reasons, the Institute may be moved to the webinar format depending on circumstances surrounding the COVID-19 pandemic.
- I would like to attend the Institute remotely via a live video stream with the course materials in **PDF format**.
I enclose conference tuition of **\$395**.

If you would like to only purchase the course materials (no CLE credit), please contact our office at 859-257-2921.
PDF: \$55 (+ KY sales tax) • Hard Copy: \$65 (+ KY sales tax; must be ordered before May 9, 2023)

TO PAY BY CREDIT CARD: Call us at (859) 257-2921 and we can take your order and credit card information in one step. *We can accept Visa, MasterCard, AmEx, or Discover.*

TO PAY BY CHECK: Mail this form with your check, made payable to the University of Kentucky, to our office: UK Office of Continuing Legal Education, 660 South Limestone, Lexington 40506-0417. *A \$25.00 fee will be charged for all returned checks. USPS First Class Mail may take up to 14 days to arrive.*

NAME

FIRM / AFFILIATION

PHONE

STREET AND MAILING ADDRESS

E-MAIL ADDRESS (required)

CITY

STATE

ZIP CODE