2020 Business Law Institute
and
2020 Business Law and International Practice Sections Annual Meetings

LIVE: 2020 Business Law Institute
Thursday, February 13, 2020
Pinehurst Resort
80 Carolina Vista Drive, Pinehurst

TOTAL CLE CREDIT

LIVE: 2020 Business Law and International Practice Sections Annual Meetings
Friday, February 14, 2020
Pinehurst Resort
80 Carolina Vista Drive, Pinehurst

TOTAL CLE CREDIT

- 7.25 HOURS
- 1.0 HOUR Ethics/Professional Responsibility
- 1.0 HOUR Substance Abuse/Mental Health

Satisfies NC State Bar Technology Training requirement
With a variety of topics to benefit both — new and seasoned — attorneys, this program duo — the 2020 Business Law Institute and the 2020 Business Law and International Practice Sections Annual Meetings — equips you with the skills and knowledge to enhance your practice and the service you provide to clients.

The Business Law Institute kicks things off with practical issue-spotting, litigation avoidance and strategic advice on diverse matters relevant to business law practitioners, including staples and hot topics like securities laws, restrictive covenants, opportunity zones, distressed asset sales and start-up businesses.

Stay for the Business Law and International Practice Sections Annual Meetings to experience a mix of attendee favorites and international hot-topics that are relevant to both domestic and cross-border practices alike, including a review of the ABA M&A deal points study, a discussion with NC Business Court judges, updates on CFIUS and trade matters, and practical strategies for navigating the complex landscape of IP and data-privacy matters. And you don’t want to miss a new, interactive approach to satisfying your ethics/professional responsibility credit at the inclusive law practice session before lunch.

WHAT PEOPLE ARE SAYING...

“I enjoy this every year. Great content!”

—Attendees, 2019 Business Law Institute

“Very relevant topics.”

“Excellent. It is a really helpful program!”

“Several of the presentations were really illuminating and offered some great practical guidance.”

—Attendees, 2019 Business Law and International Law & Practice Sections Annual Meetings
AGENDA

THURSDAY, FEBRUARY 13, 2020 | 12:30 p.m. – 5:30 p.m.

12:30  Registration and Boxed Lunch

12:55  Welcome and Introductions

1:00  Securities Laws Update for Business Lawyers: Tips to Avoid Common Pitfalls  |  Foley and Panel (TBD)
Explore current securities-law issues that frequently cause problems for unsuspecting business attorneys, including the use of “finders,” when a “real estate” investment is a “security,” 506(c) offerings and more.

2:00  Restrictive Covenants in Employment and Sale-of-Business Contexts  |  Carmack and Gates
Confidentiality, invention assignment, non-competition and non-solicitation covenants are key to protecting a company’s significant investments in their confidential information, business relationships and employees. Learn more about drafting enforceable restrictive covenants, choice of law, who should be asked to sign restrictive covenants, amending and enforcing existing restrictive covenants, and defending against breach and tortious interference claims related to restrictive covenants.

3:00  Break

3:15  Opportunity Zones  |  Crawford and Wooldridge
The Opportunity Zone program was enacted as part of the 2017 Tax Cuts and Jobs Act to encourage investors with capital gains to invest in low-income, distressed, or emerging areas by providing the potential for significant tax benefits for qualifying investments. However, these benefits are subject to a myriad of rules, including emerging developments in tax regulations and guidance. While working to maximize the available tax benefits, companies must keep themselves apprised of these rules in order to avoid possible risks. Hear about the distinct tax benefits available pursuant to the program, the requirements and compliance issues for investment in — and maintenance of investment in — Qualified Opportunity Zones, structuring issues with Qualified Opportunity Funds and their investments, and the status of the regulations and guidance with respect to the program.

4:00  Beyond Business Formation: Litigation Avoidance for New Enterprises  |  Church
Much of the legal advice and product lawyers provide to new enterprises focuses on the mechanics of business formation and operation. Lurking behind these new businesses are often ideas, contracts and confidential information that implicate third parties. Examine applicable law and establish strategies for guiding these new ventures away from some of the recurring mistakes that frequently ensnare them in litigation.

4:45  Distressed Asset Sales in Bankruptcy  |  Fanning and Russell
Businesses struggle and bankruptcies are filed for a number of reasons, regardless of the economic climate. While unfortunate, a sale under Section 363 of the United States Bankruptcy Code can serve as a useful tool for distressed companies seeking to sell their assets, and it also provides an opportunity for others to purchase the assets of distressed companies at bargain prices. Enhance your understanding of the bankruptcy process and the careful planning that is required when purchasing assets from a bankruptcy company.

5:30  Adjourn/Networking Reception  |  Sponsored by High Rock Partners
FRIDAY, FEBRUARY 14, 2020 | 7:30 a.m. – 5:00 p.m.

7:30  Registration and Continental Breakfast | Sponsored by BRC (Bernard Robinson & Co)

8:00  Welcome and Introductions

8:15  Highlights from the ABA 2019 Private Target M&A Deal Points Study | Paterno
Hear highlights from the recently released ABA Private Target Deal Points Study, which examines the prevalence of certain provisions in publicly available private target mergers and acquisitions transactions during 2018 and the first quarter of 2019. The Study is viewed by many M&A practitioners as the gold standard for market metrics and is widely utilized by practitioners, investment bankers, corporate development teams and other advisors.

9:00  Committee on Foreign Investment in the United States: What You Need to Know | D. Robinson
CFIUS is authorized to review “any merger, acquisition or takeover by or with any foreign person which could result in foreign control of any person engaged in interstate commerce in the United States.” Examine the impact that the Committee’s newly expanded jurisdiction will have on an increased number of business transactions, including the acquisition by foreign persons of real estate in North Carolina.

9:45  Break

10:00 A View From the Bench: Key Trends and Developments in the North Carolina Business Court | Chief Judge Bledsoe, Senior Business Court Judge Gale, Judge McGuire, Judge Robinson, Dagger and Parry
Gain valuable insight from a panel of NC Business Court judges as they discuss current business-law issues, trends they are seeing in their courtrooms, key cases and developing issues to watch. The judges also explain what business lawyers could do to keep cases out of court and/or better protect their clients.

11:15 For the Public Good: Practical Strategies for a More Inclusive Law Practice* | Callahan and M. Robinson
Businesses across major industries are saying they want to be represented by law firms that are committed to diversity and inclusion. During this one-hour workshop, National Conference for Community and Justice (NCCJ) Program Director Michael Robinson and NC State Bar attorney Megan Callahan present research that makes the case for why law firms should think strategically about inclusion. Hear an overview of unconscious bias and learn how to foster and maintain practices that reflect ethical decision-making, providing civil leadership for the public good.

12:15 Networking Lunch and Annual Meetings | Lunch sponsored by Davis Forensic Group
• Business Law Section Annual Meeting | Benjamin W. Baldwin, Robinson Bradshaw & Hinson PA, Charlotte, 2019-2020 Section Chair, presiding
• International Practice Section Annual Meeting | Sarah E. Schtableffk, University of North Carolina at Chapel Hill, 2019-2020 Section Chair, presiding
1:15  Privacy and Data Security Laws for Business Lawyers: Legislative Developments and Best Practices for Compliance in an Evolving Landscape‡ | Cho
Review recent developments in the laws that govern how companies collect, use, transmit and secure data — such as the California Consumer Privacy Act (CCPA) and the General Data Protection Regulation (GDPR) — in order to help business lawyers identify key issues when advising clients and negotiating transactions. This session also provides practical strategies for implementation and prioritizing requirements across legal frameworks, drawing from examples of common challenges faced across industries and insights gleaned from enforcement activities.

2:15  Transition Break

2:20  BREAKOUT SESSION (Please select one)

•  Intellectual Property Considerations in Complex Transactions: When Bozo Acquires a Helium Mining Company, Who Owns the IP? | Agrawal and Meier
With the prevalence of helium shortages, Clown Inc. has decided to cut out the middleman and produce their own helium by acquiring Helium Mining LLC. Each company comes to the table with their own patent and trade secret portfolio, and Clown Inc. would like to educate Helium Mining LLC on helium-extraction practices from their prior helium supplier, Left at the Alter Inc. What could possibly go wrong?

•  International IP Protection | Mills
Receive practical guidance of the IP issues business attorneys should look for in mergers, acquisitions and other international business transactions. What needs to be done in the U.S. and what needs to be done abroad? Do you need local counsel or an IP attorney?

3:05  Break

3:15  Trade Wars | TBD

4:00  The Lawyer’s Guide to Understanding and Addressing Compassion Fatigue, Secondary Trauma and Burnout† | Journey
High demands on time, consistent client distress, and overall work and life stress is a recipe for compassion fatigue, secondary trauma and ultimately burnout. This session focuses on helping lawyers better understand and recognize the signs and symptoms of compassion fatigue, secondary trauma and burnout, and explores mindfulness and other practical tactics for handling the negative professional and personal consequences if left unaddressed. The speaker shares personal and anecdotal experiences to illustrate the intersection of mental health, stress and burnout, and offers recommendations for overcoming obstacles and achieving satisfaction with your chosen profession.

5:00  Adjourn

* Indicates portion providing Ethics/Professional Responsibility credit
† Indicates portion providing Substance Abuse/Mental Health credit
‡ Indicates portion providing Technology Training credit
SPEAKERS

2020 Business Law Institute
- Amie F. Carmack, Morningstar Law Group, Raleigh
- Brian L. Church, Robinson Bradshaw & Hinson PA, Charlotte
- Thomas R. Crawford Jr., Thomas Judy and Tucker PA, Raleigh
- Paul A. Fanning, Ward and Smith PA, Greenville
- Paul J. Foley, Akerman LLP, Winston-Salem
- Harrison M. “Hank” Gates, Morningstar Law Group, Durham
- Tyler J. Russell, Ward and Smith PA, Raleigh
- Bradley S. Wooldridge, Manning Fulton & Skinner PA, Raleigh

2020 Business Law and International Practice Sections Annual Meetings
- Chief Judge Louis A. Bledsoe III, North Carolina Business Court, Charlotte
- Senior Business Court Judge James L. Gale, North Carolina Business Court, Greensboro
- Judge Gregory P. McGuire, North Carolina Business Court, Raleigh
- Judge Michael L. Robinson, North Carolina Business Court, Winston-Salem
- Aniruddha “Ani” Agrawal, NK Patent Law PLLC, Charlotte
- Megan Callahan, Cardinal Law Partners, Greensboro
- Tara N. Cho, Womble Bond Dickinson (U.S.) LLP, Raleigh
- Kelly Margolis Dagger, Ellis & Winters LLP, Raleigh
- Alicia J. Journey, Attorney Journey LLC, Raleigh
- Douglas W. Meier, NK Patent Law PLLC, Raleigh
- E. Eric Mills, Nexsen Pruet LLC, Raleigh
- K. Alan Parry, Parry Law PLLC, Chapel Hill
- Tatjana Paterno, Bass Berry & Sims PLC, Nashville, TN
- David S. Robinson, Nexsen Pruet LLC, Raleigh
- Michael Robinson, NCCJ of the Piedmont Triad, Greensboro

HOTEL INFORMATION
Contact hotel directly for reservations at the special NCBA room rate. Rates are based on availability and rooms may sell out.

Pinehurst Resort
80 Carolina Vista Drive
Pinehurst, NC 28374
- Nightly Rates: $149 single or double occupancy
  Rates are per room, per night and include lodging only.
- Reservations: 877.856.3958
- Cuttoff Date: January 13, 2020

PLANNERS

2020 Business Law Institute
- Jonathan L. Jenkins, Schell Bray PLLC, Greensboro
- Kristina S. Schwartz, Womble Bond Dickinson (U.S.) LLP, Durham

2020 Business Law and International Practice Sections Annual Meetings
- David J. Garrett, Nexsen Pruet LLC, Raleigh
- Jonathan L. Jenkins, Schell Bray PLLC, Greensboro
- Kristina S. Schwartz, Womble Bond Dickinson (U.S.) LLP, Durham

PLANNING COMMITTEES

2020 Business Law and International Practice Sections Annual Meetings
- Brian M. Ferrell, Kennon Craver PLLC, Durham
- Paul J. Foley, Akerman LLP, Winston-Salem
- Carolyn W. Minshall, Wyrick Robbins Yates & Ponton LLP, Raleigh
- Lee A. Patterson III, Morningstar Law Group, Raleigh
- Ritchie W. Taylor, Manning Fulton & Skinner PA, Raleigh
REGISTER TODAY!

Online: www.tinyurl.com/BLI-BLM | By phone: 800.228.3402
By mail: Attn: Accounting–NCBA, 8000 Weston Parkway, Cary, NC 27513

STEP 1: Tell us who you are. (Please print clearly.)

Print Full Name: ____________________________________________
Address: ____________________________________________________
City, State and ZIP: ____________________________________________
Daytime Phone Number: _____________________________
Email Address: ____________________________________________
NC State Bar No. (Required for MCLE Credit): ______________________

STEP 2: Select your tuition rate(s). (Register early and save 10%. Payment must be received three (3) weeks prior to program date to qualify for the early rate.)

2020 Business Law Institute | February 13, 2020

| Standard Rate: | ☐ $370 / ☐ $335 Early |
| NCBA Member: | ☐ $310 / ☐ $280 Early |
| Business Law Section Member: | ☐ $290 / ☐ $260 Early |
| CLE Premier Pass: | ☐ $0 |

2020 Business Law and International Practice Sections Annual Meetings | February 14, 2020

| Standard Rate: | ☐ $595 / ☐ $535 Early |
| NCBA Member: | ☐ $495 / ☐ $445 Early |
| Business Law Section Member: | ☐ $460 / ☐ $415 Early |
| International Practice Section Member: | ☐ $460 / ☐ $415 Early |
| CLE Premier Pass: | ☐ $0 |

STEP 3: Select your program(s).

| 2020 Business Law Institute | February 13, 2020 |
| ☐ Live (876BLI) |
| 2020 Business Law and International Practice Sections Annual Meetings | February 14, 2020 |
| ☐ Live (877BLM) |

NOTE: Please see website for Video Replay information and registration.
www.tinyurl.com/BLI-BLM

STEP 4: Complete your payment information.
(Registration is complete only after payment is processed. Please print clearly.)

I am registering for this program at the tuition rate checked above.

☐ Enclosed is a check, payable to NCBA. ☐ Please charge my credit card.
Card Number: ___________________________ Exp. Date: ___________
Total Amount: ______________ Signature: _______________________

Discounts may be available for NCBA members who are students, law professors, judges or legal services/public interest attorneys. Call CLE at 800.228.3402 for details.
REGISTRATION:
All registrations are processed after payment is received. To qualify for the early tuition rate, payment must be received prior to the deadline indicated. Stated early discount rate percentage is approximate. Registrations may be capped based on venue size and may include an overflow room with additional seating.

CHANGES TO EXISTING REGISTRATIONS:
Should an attendee need to cancel his or her registration to a Live, Webcast or Video Replay program, the cancellation request must be received by 9:00a ET one (1) week prior to the start of the program to receive a full refund. Any attendee requesting cancellation less than one week prior to the program will receive a refund, less a $75 administrative fee. An attendee may choose to transfer his or her registration at a program to the Live, Webcast or Video Replay format of the same program only. Transfer requests must be received by 9:00a ET one (1) business day prior to the program start date. An attendee may further choose to substitute his or her registration to a Live or Video Replay program only. Substitution means sending another person to attend the Live or Video Replay program when the original registrant is unable to attend. Substitution requests must be received by 9:00a ET one (1) week prior to the program start date. The substituted person may be assessed a different fee based on their NCBA membership classification. Cancellation, transfer and substitution requests must be provided in writing by email at askcle@ncbar.org or by calling 800.228.3402. If an attendee misses any portion of a program, that portion is not subject to substitution, refund or transfer. Except as provided herein, registrations, including On Demand registrations, cannot be cancelled, substituted or transferred once purchased.

NO-SHOWS:
Anyone who is registered for a program, including CLE Premier Pass holders, but does not check in is considered a no-show. No-shows are not issued a refund, and Premier Pass holders will be assessed a $75 administrative fee. These registrants will receive the digital materials, available in their online accounts, in full consideration of tuition paid.

MISCELLANEOUS:
The NCBA reserves the right to cancel or reschedule programs at any time. Should the NCBA cancel or reschedule a program, registrants may elect to receive a full refund or attend the newly scheduled program. Notifications regarding program changes will be sent to the email address on file. The NCBA is not responsible for any additional expenses incurred as a result of such cancellation or rescheduling. Each attorney must maintain a record of his or her attendance for the NC State Bar Annual Report. MCLE credit is reported by the NCBA only if a NC State Bar number is provided. Registration and attendance at NCBA CLE programs constitutes an agreement by the registrant with the NCBA for use and distribution of the attendee’s image or voice in photographs, videotapes, electronic reproductions and audiotapes of such programs and activities. Unless specified, spouses or guests are not eligible to attend NCBA CLE programs and activities without registering to attend. These terms are subject to change.

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