

Current Developments in Business Law

Cosponsored by the Business Law Section

Register at www.osbar.org/seminars (search for BUS20)



Thursday, Nov. 5, 2020, 12:30 p.m.–4:20 p.m.
and

Friday, Nov. 6, 2020, 8:30 a.m.–12:20 p.m.

LIVE WEBCASTS

Pacific Daylight Time (PDT)

CLE credits: 5 General, 1 Access to Justice,
and 1 Ethics

Register now at www.osbar.org/seminars
(search for BUS20)

This two-day webcast covers current business law topics essential to your practice. Receive a regional corporate law update and learn about access to justice in business including the history of exclusionary laws and social equity programs, and how business lawyers can help. Delve into COVID-19 topics such as employer tips and protocols for returning to work, representation and warranty and business interruption insurance, and acquisition of distressed business assets. Review ways to reduce the chance of ethical risk while negotiating a deal. The Section's annual meeting will take place on Nov. 5 at 4:30 p.m.

Special thanks to the Business Law Section for subsidizing a portion of the registration fee for Business Law Section members.

Business Law Section members save \$70 off registration rates.

Planning Committee

Genny Kiley, *Chair, Emerge Law Group PC, Portland, OR*

Adam Adkin, *Tonkon Torp LLP, Portland, OR*

Anne Arathoon, *G5, Bend, OR*

Benjamin Kearney, *Arnold Gallagher PC, Eugene, OR*

Matt Larson, *Hathaway Larson LLP, Portland, OR*

Charmin Shiely, *Schwabe, Williamson & Wyatt PC, Portland, OR*

Kara Tatman, *Perkins Coie LLP, Portland, OR*

Tyler Volm, *Black Helterline LLP, Portland, OR*



LIVE WEBCAST REGISTRATION

\$110 ONLD member

\$90 Business Law Section member
(Enter coupon code **BUS20SM**
to receive discount)

\$160 OSB member

\$175 Non-OSB member

Includes online access to recorded seminar for 60 days after the event. Electronic materials are included with your registration.

50-Year and Active Pro Bono OSB members and Oregon judges and their lawyer staff – please call the OSB CLE Service Center at (503) 431-6413 or (800) 452-8260, ext. 413 to register for the seminars.



Need help with registration, refunds, tuition assistance or accessibility accommodations?

Call or email the OSB CLE Service Center:
(503) 431-6413 or (800) 452-8260, ext. 413
or cle@osbar.org

Please contact us at least 24 hours before the seminar for refunds and 72 hours before the seminar for accessibility accommodations.

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DAY ONE—Thursday, November 5

12:30 p.m.—4:20 p.m.

Credits: 2.5 General and 1 Access to Justice

12:30 Regional Corporate Law Update: Washington, California and Oregon

Corporate law practitioners from our neighbors to the north and south will discuss key developments in the corporate laws of their states in recent years. Whether our clients have operations that extend into Washington or California or they engage in corporate transactions with counterparties in those states, corporate law developments in those states may affect our own practices and the advice we give to clients. The Oregon Law Commission's process of evaluating potential reforms to the Oregon LLC Act and Oregon Business Corporation Act in the next few years will also be discussed.

Eric DeJong, *Perkins Coie LLP, Seattle, WA*

June Wang, *Perkins Coie LLP, Seattle, WA*

George Colindres, *Perkins Coie LLP, Los Angeles, CA*

Seena Ghebleh, *Perkins Coie LLP, Los Angeles, CA*

Valerie Sasaki, *Samuels Yoelin Kantor LLP, Portland, OR*

2:00 Break

2:10 Rebounding—Employer Tips and Protocols for Returning to Work

When the COVID-19 pandemic began, many companies anticipated a few months of working from home. Some companies returned to work with new policies and some extended timelines. Most recently, a number of companies have postponed the return of in-person work to Summer 2021, while others are planning for permanent remote workers. Presenters will discuss tips and issues that employers should consider when deciding when, how, or if to return to in-person work.

Anthony Blake, *Markowitz Herbold PC, Portland, OR*

Kyle Busse, *Markowitz Herbold PC, Portland, OR*

3:10 Transition

3:20 Access to Justice: History of Exclusionary Laws, Social Equity Programs, and How Business Lawyers Can Help

Oregon's legal discrimination has left a long shadow of inequality affecting marginalized communities. Examine some of Oregon's laws that constructed our current reality and talk about ways in which attorneys can be involved in addressing these challenges.

Julieanna Elegant, *Lewis & Clark Small Business Legal Clinic, Portland, OR*

4:20 Adjourn

4:30 Business Law Section: Annual Meeting Via Zoom

Information for participating in the Annual Meeting will be posted on the [Business Law Section's website](#) two weeks prior to the event. All are welcome to attend, but only section members can vote.

DAY TWO—Friday, November 6

8:30 a.m.—12:20 p.m.

Credits: 2.5 General and 1 Ethics

8:30 Representation and Warranty Insurance and Business Interruption Insurance

This presentation will cover two evolving areas of insurance law. First, there have been many lessons learned about "business interruption" insurance from the pandemic, and why "all risks" coverage has created widespread disappointment and calls for reform. Seth Row will discuss why policyholder litigators are pressing business interruption cases despite the industry's scorched-earth opposition, and what steps your clients can take on their claims. Also, Mr. Row will examine what role Representations & Warranty insurance play in modern M&A practice, and how to get your claim paid.

Seth Row, *Miller Nash Graham & Dunn LLP, Portland, OR*

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9:30 Break

9:40 What You Should Know About Business Bankruptcy in times of COVID-19

Many businesses are struggling and asking you for advice. Learn how the bankruptcy laws can help your business clients who are trying to survive as well as those who are seeking to capitalize on opportunities. Join us for a discussion of key bankruptcy issues you are likely to encounter such as the impact of bankruptcy on PPP loans and the newly enacted Subchapter V for small business bankruptcies, as well as the rights of landlords, tenants, and parties to contracts in Chapter 11 and the sale or acquisition of distressed businesses or assets.

Timothy Conway, *Tonkon Torp LLP, Portland, OR*

Ava Schoen, *Tonkon Torp LLP, Portland, OR*

10:40 Transition

10:45 SPAC—Special Purpose Acquisition Companies

All the rage in 2020, get up to speed on special purpose acquisition companies (SPACs). Gina Eiben and Joe Bailey will discuss the structure and life cycle of SPACs, including recent trends in differentiating SPAC transactions, factors contributing to unprecedented growth in the use of SPACs in 2020 and considerations for companies contemplating a SPAC merger.

Joe Bailey, *Perkins Coie LLP, Portland, OR*
Gina Eiben, *Perkins Coie LLP, Portland, OR*

11:15 Transition

11:20 Negotiating a Deal Ethically

Business lawyers want the best deals for their clients. But how far can you go in negotiation (or puffery) before you risk violating the Rules of Professional Conduct? Should you ever correct the other side's misperception of a deal before closing? What information can you disclose? What ethical precautions should business lawyers consider when engaging in negotiations during the COVID-19 pandemic?

Through a variety of entertaining hypotheticals, Colin Folawn will discuss these issues, as well as ways to reduce the chance of ethical risk, focusing mainly on the Rules of Professional Conduct in Oregon and Washington.

Colin Folawn, *Schwabe Williamson & Wyatt PC, Portland, OR*

12:20 Adjourn



CLE
Seminars

Upcoming Seminars

October 30

Workers' Compensation: Virtual Salishan 2020 (WCOMP20)

November 9

Solo and Small Firm Series:

Fundamentals of Electronic Signature Law (SOLO20-4)

November 12

Safeguarding Oregon Nonprofits (NOLS20)

November 13

Indian Law Series: Tribal Sovereignty and *McGirt v. Oklahoma* (IND20-3)

Advanced Estate Planning 2020 (AEP20)

November 16

Solo and Small Firm Series:

An SBA Perspective on the Paycheck Protection Program (PPP) and the Forgiveness Process (SOLO20-5)

Register now at www.osbar.org/seminars and search by program code.



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