Corporate Law Basics

Business Law and Young Lawyers Division

Date: Monday, June 6, 2016 | 9:00 am to 12:30 pm

Location: Twenty Toronto Street Conferences and Events
20 Toronto Street, 2nd Floor, Toronto

Program Chairs: Nancy Hamzo, Baker & McKenzie LLP
Emily Hubling, Torkin Manes LLP
Igor Kastelyanets, Rodrigues Law LLP

Whatever your practice area, you are likely to need to address corporate law issues. How are corporate reorganizations used in the context of family law, estate planning, and contractual disputes? What are representations and warranties and what do they mean for your clients? Learn the essentials of corporate law including corporate structures, basic tax vocabulary, tax considerations for an owner-manager, and the use of valuation in disputes. Don’t miss this opportunity to hear from expert practitioners and add valuable knowledge to your practice by building a strong corporate law foundation.

8:30 am Registration and Coffee

9:00 am Welcome and Opening Remarks from the Program Chair

9:05 am Corporate Structures: The Basics
Wayne Gray, Practical Law Canada
• Different share classes: when are they used, and why?
• Control of the company: the role of shareholders, officers, and directors
• The use of holdcos and opcos

9:35 am Corporate Contracts Overview
Amira Abouali, Torkin Manes LLP
• Shareholders agreements
• The use and importance of resolutions
• Reps and warranties: what are they, and what do they mean for the rest of us

10:05 am Corporate Valuations
Jason Silver and Andrew Cochran, EY
• Valuation methodology basics
• When and why do I need a valuation?
• The use of valuations in disputes

10:35 am Networking Break

10:50 am Corporate Reorganizations
Nancy Hamzo, Baker & McKenzie LLP
• Understanding the basics: what is a re-organization, and why is it done?
• The use of reorganizations in other contexts: family law, estate planning, contractual disputes

11:10 am Corporate Taxation
Anna Malazhavaya, Milot Tax Law
• Basic Tax Vocabulary: What every lawyer should know
• Share Sale vs. Assets Sale from a Tax Perspective
• Spotting Tax Issues in Corporate Agreements - when to call your tax colleague?

11:40 am Representing the Corporation
David Shiller, Shillers LLP
• Corporations as litigants: who is your client?
• Moving up the chain of command: when your client’s instructions are offside and ethical considerations
• Getting off the record: who do you serve?

12:10 pm Question Period

12:30 pm Program Concludes