

Corporate Law Basics

Business Law / Young Lawyers Division



Webcast

Date: Monday, May 09, 2022 | 9:00 am to 12:30 pm

Location: Webinar

Agenda: 9:00 am Program Commences
12:30 pm Program Concludes



Professionalism Hours: This program contains a total of 0 hours and 30 minutes

Substantive Hours: This program contains 3 hours and 00 minutes

The OBA has been approved as an Accredited Provider of Professionalism Content by The Law Society of Ontario.

Regardless your practice area, you are likely to encounter corporate law issues in your legal practice. 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? Join us to 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 corporate law knowledge to your legal toolkit!

Program Chairs: **Tomilola Adebisi**, Queen's Business Law Clinic (Kingston)
Avechi Chimara, Ormston List Frawley LLP

9:00 am Welcome and Opening Remarks

9:05 am **Corporate Structures: The Basics**

Taisha Lewis, Fasken Martineau DuMoulin LLP

Andreea Muth, Pallett Valo LLP (Mississauga)

- Creating the corporation: incorporation and general federal vs. provincial differences when reviewing or creating corporations, different share classes, business names
- Organizing the corporation: the role of shareholders, officers, directors, and shareholders agreements
- Maintaining the corporation/record keeping: minute books, cap tables, annual filings

9:35 am **Corporate Contracts Overview**

Konstantine Ketsetzis, Scarfone Hawkins LLP (Hamilton)

Ola Oshodi, Ola Oshodi Law

- Understanding 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**

Ivy Tse, Ernst & Young LLP

Ankit Varma, Valuation Support Partners Ltd. (Markham)

- Valuation methodology basics
- When and why do I need a valuation?
- The use of valuations in disputes

10:35 am Health Break

10:55 am **Corporate Reorganizations and Financings**

Sean Green, Aird & Berlis LLP

Ghazal Hamedani, Miller Thomson LLP

- What is a reorganization, and why is it done?
- The use of reorganizations in other contexts: family law, estate planning, contractual disputes
- Raising capital: debt & equity financings
- Private placements & prospectus exemptions
- "Go Public" transactions & the public markets

11:25 am **Corporate Taxation**

Shira Kalfa, Kalfa Law

Bhuvana Rai, Mors & Tribute Professional Corporation

- 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?

11:55 am **Risks and Tips for Representing the Corporation**

Juda Strawczynski, Director, Lawyers' Professional

Indemnity Company (LawPRO)

- An overview of the key risks lawyers encounter when acting for corporations
- Tips to reduce risks when representing corporations and to enhance client relationships

12:30 pm Program Concludes