

**ABA Business Law Section  
LLCs, Partnerships and Unincorporated Entities  
Fall Committee Meeting  
Ritz-Carlton, Washington, DC  
1150 22nd Street, NW  
November 4-5, 2011  
Agenda and Registration Information**

**Friday, November 4**

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| 7:30 a.m. – 7:55 a.m.  | Registration and Breakfast  |
| 7:55 a.m.              | Introduction – Scott Ludwig, Chair  |
| 8:00 a.m. – 10:00 a.m. | <b>Evolving Compliance Requirements and Ethical Consideration for the Business Law Attorney</b> |

**This program will focus on the existing and proposed regulations transactions attorney need to know and the ethical implications of those regulations. What you don't know can hurt you.**

*Garth Jacobson and Cari Stinebower will be the presenters. Garth serves as a Senior Government Relations Attorney for CT Corporation. He co-authored an article, "Electronic Service of Process" published in the spring 2008 SciTech Lawyer. Cari an attorney with Wiley Rein's International Trade Practice is Vice-Chair, Section of International Law, International Anti-Money Laundering and Professional Ethics Committee and a member of the ABA Gatekeepers Task Force.*

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| 10:00 a.m. – 10:30 a.m. | <b>Treasury's Latest Developments: Anti Money Laundering and Business Entities</b> |
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**The Treasury Department has been active in the developments of new legislation and the shaping of the Financial Action Task Force recommendations. Learn about new proposals from those who know.**

*Gary Sutton and Sarah Runge will be the presenters. Gary Sutton is a Senior Legal Adviser for Financial Crimes in the Office of the General Counsel, U.S. Treasury Department. He has been primarily involved in implementing the anti-money laundering provisions of the USA PATRIOT Act since its enactment in 2001. He also serves on the U.S. delegation to the Financial Action Task Force (FATF). Sarah is the Corruption and Kleptocracy Policy Adviser, U.S. Department of the Treasury, Washington DC, and the Editor of the Financial Action Task Force Report 2010.*

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| 10:30 a.m. – 10:45 a.m. | <b>BREAK</b> |
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10:45 a.m. **Program resumes for LPUE Committee registered attendees**

10:45 a.m. – 11:45 a.m. **What New Associates Need to Know about LLCs**

**This program identifies the important issues and concerns every attorney preparing LLC documents needs to know. You may know this but do you know what to teach your associates?**

*Dan Kleinberger and Lisa Jacobs will be the presenters. Dan is a co-reporter for the Harmonization of Unincorporated Business Entity Acts, co-author of Limited Liability Companies: Tax & Business Law, and is a Professor of Law at William Mitchell College of Law. Lisa is a partner with the DLA Piper law firm in Philadelphia, is member of the Harmonization of Unincorporated Business Entity Acts ULC committee.*

11:45 a.m. – 12:45 p.m. **LUNCH** - LPUE Committee meeting during lunch (Note: lunch will be provided for all)

12:45 p.m. – 1:00 p.m. **BREAK**

1:00 p.m. – 2:00 p.m. **Side Letters in Investment Funds**

**This program will explore the use of side letters in the investment fund context and their effects on the underlying entity agreement.**

*Paul Altman will be the presenter. Paul is the author of the treatise, Lubaroff & Altman on Delaware Limited Partnerships, and is a director at Richards, Layton & Finger, P.A.*

2:00 p.m. – 3:00 p.m. **Olmsted Case from the Federal Trade Commission Perspective and the LLC Practitioner Perspective**

**The Olmstead case may have altered the way creditors are able to take an interest in a single member LLC. This program will explore the case and the reactions to the case by the LLC bar.**

*John A. Singer and Carter Bishop will be the presenters. John is an attorney with the International Counsel Office of International Affairs, Federal Trade Commission. Carter is a co-reporter for the Harmonization of Unincorporated Business Entity Acts, co-author of Limited Liability Companies: Tax & Business Law, and is a Professor of Law at Georgetown University Law School*

3:00 p.m. – 3:15 p.m. **BREAK**

3:15 p.m. – 4:15 p.m. **Piercing the LLC Liability Veil**

**Should the courts be able to pierce the liability shield and if not why not?**

*Ann Conway will be the presenter. Ann is the co-author of Keatinge and Conaway on Choice of Entity (West, republished annually) and is a Professor of Law at Widener Law School.*

4:15 p.m. – 5:15 p.m.

**Case Law Update**

**This update is not only helpful, it is essential.**

***Beth Miller will be the presenter.*** *Beth is the co-author of a three-volume treatise on Texas business organizations law published by Thomson/West (Vols. 19, 20 and 20A, Business Organizations, Texas Practice Series), the author of the LLC case summaries regularly published by our committee, and a Professor of Law at Baylor Law School.*

5:15 p.m.

**End of the Day**

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**6:30 p.m. Cash Bar/7:30 p.m. Dinner**

**Committee Dinner**

**(NOTE: Separate registration required)**

**(Reception - 6:30 p.m.; Dinner - 7:30 p.m.)**

**Location: Vidalia Restaurant**

**1990 M Street**

**Tickets - \$90.00**

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**Saturday, November 5**

7:30 a.m. – 7:55 a.m.

**Continental Breakfast**

7:55 a.m.

**Introduction**

8:00 a.m. – 9:00 a.m.

**Security Interests in an LLC Interest**

**This program will explore the issues surrounding the granting and acceptance of a security interest in an LLC Interest.**

***Greg Ladner and Mark Kurtz will be the presenters.*** *Greg is a director at Richards, Layton & Finger, P.A. and Mark is an associate at Richards, Layton & Finger, P.A.*

9:00 a.m. – 10:00 a.m.

**Employment tax traps for LLCs**

**This program will explore employment tax concerns that many practitioners fail to remember but need to know.**

***Bob Keatinge will be the presenter.*** *Bob is the co-author of Ribstein and Keatinge on Limited Liability Companies (West, republished annually) and Keatinge and Conaway on Choice of Entity (West, republished annually) and is of Counsel with the firm of Holland & Hart LLP.*

10:00 a.m. – 10:15 a.m.

**BREAK**

10:15 a.m. – 11:15 a.m.

**Drafting for a Disaster**

**What happens when an LLC has a train wreck and its members come to you and ask why we didn't prepare for the worst? This program will provide insights into drafting LLC agreements for bad times and bad events.**

*Don Campbell will be the presenter. Don is a partner with the Butler, Snow, O'Mara, Stevens and Cannada, PLLC law firm.*

11:15 a.m. – 12:15 p.m.

**Incoming International Entities Issues Domestic Attorneys need to Know**

**We often ignore or have little exposure to international entities. This program will provide vital information about issues practitioners need to know when dealing with inbound international entities.**

*Ellisa Habbart will be the presenter. Ellisa is the founding partner of The Delaware Counsel Group.*

12:15 p.m. – 1:00 p.m.

**Closing and final business matters**

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**[Advance registration for the Fall Meeting ends on Friday, October 21, 2011.](#)**

[Click Here for Meeting Web Site](#)

[Click Here for Online Registration](#)

[Click Here for Registration Form](#)

**Hotel Accommodations – The Meeting Hotel is BOOKED.**

For alternative reservations at the Marriot, please contact **Donna Williams** at [donna.williams@americanbar.org](mailto:donna.williams@americanbar.org) and (312) 988-5669.

**Airfare**

Discounted airfares are available from ABA Orbitz for Business including ABA negotiated discounts on American and United Airlines. To book online:

1. Go to [www.americanbar.org/travel](http://www.americanbar.org/travel).
2. Click under the Orbitz for Business logo at the top of the page.
3. Click on the appropriate link in the Travel Paid By Self box.

**For assistance with online or offline reservations, call toll free 1-877-222-4185. Please feel free to contact [Donna Williams](#) in the Section office with any questions.**