



Unpacking Wisconsin's New Business Entity Law

Program dates start September 1. Register today!

4 CLE

Unpacking Wisconsin's New Business Entity Law

Co-produced with the Business Law Section of the State Bar of Wisconsin

Business time

With the sweeping overhaul of Wisconsin's business entity provisions set to take effect on January 1, 2023, lawyers advising business clients won't want to miss ***Unpacking Wisconsin's New Business Entity Law***. You'll receive insider information from attorneys who were involved in drafting the new legislation and find out what to expect from the changes.

Early opt-in to the new business entity laws is available now, so you'll learn which businesses should opt-in early and how Wisconsin businesses will be impacted going forward. Unpack the changes you can expect with regard to fiduciary duties, articles of incorporation, liability language, liquidation procedures, and more.

How you'll benefit:

- Get a first look at changes to the law so you can anticipate the impact on your clients
- Determine whether to create new business entities under the new or current law before the changes take effect on January 1, 2023
- Hear insights from practitioners who worked directly with legislative authors and the Legislative Reference Bureau to develop the new law

Who should attend:

- Business lawyers
- Tax lawyers
- Certified public accountants
- General practitioners

You'll be prepared to counsel your clients on the new way of doing business in Wisconsin with help from ***Unpacking Wisconsin's New Business Entity Law***.

Register today!

Schedule

8:00 AM Registration

8:30 AM Limited Liability Companies

- Articles of organization — no longer governs an LLC's management; how and when to opt for member-managed
- Operating agreements — why they will now immediately exist upon formation
- Fiduciary duties — no more waivers of Duty of Loyalty, Duty of Care, or the contractual obligations of Good Faith and Fair Dealing. How operating agreements can impact this
- Effective dates: how and why to opt in early, how to opt out and remain governed by old law
- Analysis of who should opt in early; who should remain governed by old law?

Joseph W. Boucher, Adam J. Tutaj

9:45 AM Break

10:00 AM Limited Partnerships and Partnerships

- Why Limited Partnerships? — Centralized management, tax benefits, protection from personal liability
- Explicit standards of conduct
- General partner duty standards
- Prohibited and allowed modification of standards
- Deletion of troublesome limited partner management language
- New clear nonliability language for limited partners
- Corporate liquidation procedures for general/limited partnerships

Thomas J. Nichols

11:15 AM Business Corporations and Nonstock Corporations; Cross-Species Transactions; WDFI Considerations

- Cross-species mergers, interest exchange, conversion, and domestication transactions throughout all five business entity chapters
- Forum selection for internal corporate claims
- Effective date of shareholder, member, and director consents

Randal J. Brotherhood, Matthew R. Lynch

11:55 AM Q&A Session

All Faculty

12:05 PM Program Concludes

Following program start time, schedule will vary slightly from above listed times.

Faculty

Presenters

Joseph W. Boucher
Neider & Boucher, S.C.
Madison

Randal J. Brotherhood
Meissner Tierney Fisher & Nichols, S.C.
Milwaukee

Matthew R. Lynch
Wisconsin Department of Financial
Institutions
Madison

Thomas J. Nichols
Meissner Tierney Fisher & Nichols, S.C.
Milwaukee

Adam J. Tutaj
Meissner Tierney Fisher & Nichols, S.C.
Milwaukee

Dates Location

In-Person Seminar – Madison

Thursday, September 1, 2022
State Bar Center
5302 Eastpark Blvd.
Madison, WI
(608) 257-3838

Live Webcast

Thursday, September 1, 2022

Webcast Replay

Friday, September 9, 2022
Thursday, September 15, 2022
Wednesday, September 21, 2022
Tuesday, September 27, 2022
Saturday, October 1, 2022
Thursday, October 6, 2022
Wednesday, October 19, 2022
Thursday, November 24, 2022

Credits

This program will be submitted to the Wisconsin Board of Bar Examiners for **4 CLE credits**. It does not qualify for EPR credits.

Business Law Section members save on tuition!

Business Law Section members pay just **\$170 for the in-person seminar or \$190 for the live webcast on September 1**. But act quickly – this special rate is limited to the first 150 Business Law Section members who register. See registration form in this brochure for more information.

Registration

ONLINE: www.wisbar.org/seminars
PHONE: (800) 728-7788
FAX: (608) 257-5502

MAIL: State Bar PINNACLE Registrations
P.O. Box 7158
Madison, WI 53707-7158

State Bar CLE/PINNACLE Passbook Registrations

Passbook Certificates must be received by the State Bar at least one business day prior to the event.

Registration Cancellations

Please visit wisbar.org/cancellations for information on PINNACLE registration cancellation policies.

Course materials for those attending the seminar

Course materials are provided in PDF format and are downloadable from *myStateBar* on wisbar.org up to two days prior to and 90 days after your seminar.

COVID-19 Safety Information

Attendees are asked to either be vaccinated or have a negative COVID-19 test administered within 48 hours of the event. Complete and current safety guidelines can be found at wisbar.org/covidsafety.

Book Sale!

LLCs and LLPs: A Wisconsin Handbook

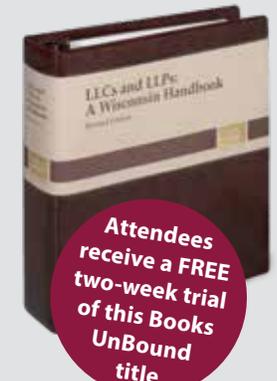
SAVE 20% on *LLCs and LLPs: A Wisconsin Handbook*.^{*} Plus, all seminar attendees receive a free two-week trial of the Books UnBound® version. Find detailed discussions on the choice of an appropriate business entity, organization of the business, formalities, and operational and tax issues.

Use **discount code CA3362** when you order online at wisbar.org/AK0065 or by calling (800) 728-7788.

Print Book: #AK0065; 494+pp.; 7th ed. 2020-21
Member: ~~\$275~~ \$220 | **Nonmember:** ~~\$343.75~~ \$275

Books UnBound Subscription: #AE0065_SUB
Member: ~~\$270~~ \$216 | **Nonmember:** ~~\$337~~ \$269.60

^{*}Discount applies to both print and digital Books UnBound editions of this title and cannot be applied to previous purchases. Offer valid as long as CLE credit is available for this program. For Books UnBound users, discount may be applied to purchase of individual Books UnBound title only and may not be used on purchase of full library.



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Priority Code: S 4 1 0 7 B

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<input type="checkbox"/> State Bar Member	<input type="checkbox"/> \$209	<input type="checkbox"/> \$239
<input type="checkbox"/> Business Law Section Member*	<input type="checkbox"/> \$170	<input type="checkbox"/> \$190
<input type="checkbox"/> Nonmember	<input type="checkbox"/> \$289	<input type="checkbox"/> \$319
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<input type="checkbox"/> Passbook Certificate	<input type="checkbox"/> 1 Certificate	<input type="checkbox"/> 1 Certificate

IN-PERSON SEMINAR:

Thursday, Sept. 1, 2022 – Madison

LIVE WEBCAST:

Thursday, Sept. 1, 2022

WEBCAST REPLAYS:

Friday, Sept. 9, 2022

Thursday, Sept. 15, 2022

Wednesday, Sept. 21, 2022

Tuesday, Sept. 27, 2022

Saturday, Oct. 1, 2022

Thursday, Oct. 6, 2022

Wednesday, Oct. 19, 2022

Thursday, Nov. 24, 2022

Lawyer State Bar Member No. _____

Nonlawyer Profession _____

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Phone Number _____

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PAYMENT: Tuition Amount Enclosed \$ _____

State Bar Passbook Certificate (enter certificate number) # _____

Check enclosed (payable to State Bar PINNACLE)

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Additional Learning Opportunities

CLE Seminars

7th Annual Family Business Update: Avoiding and Resolving Conflict

Hear about the issues impacting small businesses from formation to insurance to dispute resolution and succession planning. Analyze the latest case law affecting family businesses and understand the practical application of Wisconsin's new business entity laws. **7.5 CLE**

Live Madison Seminar/Live Webcast: Sept. 30, 2022

Webcast Replays: Oct. 7, 2022 | Oct. 13, 2022 | Oct. 19, 2022 | Oct. 22, 2022 | Oct. 25, 2022
Oct. 31, 2022 | Nov. 8, 2022 | Dec. 15, 2022 | Dec. 19, 2022 | Dec. 28, 2022

Books/Books UnBound

Organizing a Wisconsin Business Corporation

Organizing a Wisconsin Business Corporation provides you with all the essential forms you need to incorporate a business, annotated with comments explaining the sample form language, review the statutory requirements, and describe alternative provisions.

Print Book: #AK0069; 469+ pp.; 5th ed. 2018-19; **Member:** \$275 | **Nonmember:** \$343.75
Books UnBound Subscription: #AE0069_SUB; **Member:** \$270 | **Nonmember:** \$337

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Business Law Forms Library

Locate the business law forms you need fast with this online library that's fully searchable by title and keyword. You'll save time and improve accuracy with templates you can adapt to your needs.

Online Subscription: #FSFB2000 | **Members Only:** \$99/year
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