



STATE BAR  
OF WISCONSIN

P.O. Box 7158, Madison, WI 53707-7158

## BUYING OR SELLING A BUSINESS

**CREDIT HOURS:** 6 CLE/1 EPR credits

**IN-PERSON SEMINAR:** Wednesday, December 3, 2025

**LIVE WEBCAST:** Wednesday, December 3, 2025

**WEBCAST REPLAYS:** Thursday, December 11, 2025

Tuesday, December 16, 2025

Monday, December 29, 2025

Friday, January 9, 2026

Wednesday, January 14, 2026

Thursday, January 22, 2026

Monday, January 26, 2026

Tuesday, February 10, 2026

Thursday, February 19, 2026

Wednesday, February 25, 2026



STATE BAR OF WISCONSIN  
**PINNACLE**

# BUYING OR SELLING A BUSINESS



**6 CLE  
1 EPR**

**Program dates start December 3.  
Register today!**

# BUYING OR SELLING A BUSINESS



## Business brilliance

Buying or selling a business is one of the most consequential transactions your clients will face. Break down the choices and challenges that shape each deal, including asset sales, entity sales, buyouts, financing structures, and closing logistics. With practical insights from experienced practitioners, ***Buying or Selling a Business*** provides you with the knowledge to guide clients confidently through transfers of all kinds. You'll also strengthen your ability to anticipate risks and protect your clients' financial interests.

### HOW YOU'LL BENEFIT

- Receive ready-to-use sample agreements you can adapt to your practice
- Spot and resolve potential conflicts of interest before they derail a deal
- Understand the valuation and financing strategies that best serve your clients' needs
- Ensure tax, accounting, and environmental issues are addressed before closing
- Give clients clear, practical advice at every stage of buying or selling a business

Turn complex decisions into clear strategies for your clients with ***Buying or Selling a Business***.

**Register today!**

## BOOK BONUS!

### Securities, Mergers, and Acquisitions in Wisconsin

**SAVE 15% on *Securities, Mergers, and Acquisitions in Wisconsin*.**\* Packed with case law, checklists, and practical guidance, this resource helps you confidently advise business clients on buying, selling, merging, and raising capital under state and federal law. Use **discount code CA3899** when you order online or by calling (800) 728-7788.

**PRINT BOOK:** AK0243 | **BOOKS UNBOUND:** AE0243\_SUB

\*Discount applies to both print and digital Books Unbound® editions of this title and cannot be applied to previous purchases. Offer valid through 12/31/26. For Books Unbound users, discount may be applied to purchase of individual Books Unbound title only and may not be used on the purchase of libraries. Discount cannot be combined with any other offers.



STATE BAR OF WISCONSIN  
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where, and how you earn CLE.

## Ultimate Pass™



Learn more and choose  
the pass that's right for you at:  
**[wisbar.org/ultimatepass](https://wisbar.org/ultimatepass)**

## SCHEDULE

### 8:00 AM Registration

### 8:30 AM Purchases and Sales Between Business Partners

- The mechanics of buy/sell agreements – the offer
- Valuation
- One owner buying out another – due diligence and closing logistics
- Employees buying out the owner – yes, employees are your business partners
- Sample buy/sell agreement

### 9:30 AM Entity Ownership Purchase

- Logistics of a stock or LLC membership purchase
- Due diligence
- Contingencies
- Financing
- Sample entity ownership purchase agreement

### 10:30 AM Break

### 10:45 AM Asset Purchase: The Offer and Its Operation

- The basic logistics of an asset purchase
- Due diligence
- Contingencies
- Financing
- Sample asset purchase agreement

### 11:45 AM Lunch (on your own)

### 12:45 PM Hot Topics and Considerations During Business Purchase Transactions

- Due diligence – warranties and representations
  - Tax accounting
  - Book accounting
  - Environmental considerations
  - Working capital
- Timing and closing considerations
  - Pre-closing requirements
  - Closing formalities
  - Post-closing requirements
  - Internal books and tax returns

### 1:45 PM Break

### 2:00 PM Ethics of Representation

- Wisconsin Supreme Court Rules
- American Bar Association Commentary
- Who does a lawyer represent – the entity, the owners, the buyers, the employees, the financiers?
- Unrepresented parties
- Conflicts of interest

### 3:00 PM Program Concludes

*Following start time, schedule may vary slightly from above. All times are Central Time Zone.*

## FACULTY

### PROGRAM PRESENTERS

**Luke J. Chiarelli**, Mawicke & Goisman, S.C., Milwaukee

**William J. Morris**, Mawicke & Goisman, S.C., Milwaukee

## DATES & LOCATION

### IN-PERSON SEMINAR – MADISON

Wednesday, December 3, 2025

**State Bar Center**

5302 Eastpark Blvd.

Madison, WI

(608) 257-3838

### LIVE WEBCAST

Wednesday, December 3, 2025

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## CREDITS

This program will be submitted to the Wisconsin Board of Bar Examiners for **6 CLE credits including 1 Ethics and Professional Responsibility credit.**

## TUITION

	IN-PERSON	WEBCAST
State Bar Member	\$259	\$339
Nonmember	\$289	\$369
Ultimate Pass Gold/Silver	\$0	\$0
Ultimate Pass Bronze	\$259	\$0
Passbook Certificate	1 Certificate	1 Certificate

## REGISTRATION & GENERAL INFO

**ONLINE:** [wisbar.org/seminars](http://wisbar.org/seminars)

**PHONE:** (800) 728-7788

**MAIL/FAX:** Visit [wisbar.org/regform](http://wisbar.org/regform) for registration form



**PINNACLE PASSBOOK REGISTRATIONS:** PINNACLE Passbook certificates must be received by the State Bar at least one business day prior to the event. For in-person seminars, walk-in registrations using Passbook certificates are also welcome.

**COURSE MATERIALS:** Course materials are provided to seminar attendees in PDF format and are downloadable from *myStateBar* on [wisbar.org](http://wisbar.org) up to two days prior to and 90 days after your seminar.

**CANCELLATIONS:** Please visit [wisbar.org/cancellations](http://wisbar.org/cancellations) for information on PINNACLE registration cancellation policies.

**ACCOMMODATIONS:** If you need special accommodations, please contact us at (800) 728-7788, ext. 6142 at least three weeks prior to the program date so we can make appropriate arrangements.

**NOTICE:** By attending this State Bar event, you understand and agree that you may be photographed and/or electronically recorded during the event and you hereby grant to the State Bar the right to use and distribute your name and likeness for promotional or educational purposes without monetary compensation. The State Bar assumes no liability for such use.

Event Code: CA3899 Priority Code: S4665B

## ADDITIONAL LEARNING OPPORTUNITIES

### 10th Annual Closely Held Business Update

Examine the role of trusts in preserving business continuity, addressing family dynamics, and protecting assets. Gain practical guidance on trust administration, purpose trusts, SLATs, and shareholder agreements, plus timely updates on Delaware and Wisconsin corporate law.



**CREDITS:** 6.5 CLE/1 EPR

**WEBCAST REPLAYS:** OCT. 28, 2025 | NOV. 3, 2025 | NOV. 13, 2025 | NOV. 22, 2025 | DEC. 9, 2025 | DEC. 30, 2025 | JAN. 14, 2026 | JAN. 26, 2025



### Business Litigation and Dispute Resolution in Wisconsin

Keep your corporate clients on track by clarifying the rules, regulations, and risks that shape their business relationships. Packed with practice tips, sample language, and adaptable guides, *Business Litigation and Dispute Resolution in Wisconsin* is an essential resource for litigators, business lawyers, and general practitioners.

**PRINT BOOK:** AK0254 | **BOOKS UNBOUND:** AE0254\_SUB

### Business Law Forms Library

The *Business Law Forms Library* gives you quick, searchable access to more than 65 customizable documents, including agreements, articles of incorporation, bylaws, checklists, and tax forms. Always up to date and ready for e-filing, it streamlines your workflow so you can spend less time on paperwork and more time serving clients.



**MEMBERS ONLY – ONLINE SUBSCRIPTION:** FSFB2000

*This program is sponsored by:*

