

2011 ABA Business Law Section Spring Meeting

04.16.2011

Boston, MA

A. Gilchrist Sparks III, Rick Alexander, Lou Hering, Patricia Vella, and Eric Wilensky will serve as panel speakers at the American Bar Association (ABA) Business Law Section Spring Meeting in Boston, April 14-16, 2011.

Gil will serve as a Session Co-Chair on the program *What's New in the Revised Corporate Director's Guidebook*. This panel will discuss changes in the brand new 6th edition of Corporate Directors Guidebook; guidance for corporate directors dealing with Dodd-Frank Act issues and risk management and executive compensation processes for boards. Gil is the Chair of the Corporate Laws Committee which is sponsoring the program. He is *Best Lawyers'* 2009 Delaware Corporate Lawyer of the Year and 2010 Delaware Lawyer of the Year in Mergers & Acquisitions Law.

Rick's panel, *Breaking Away - Negotiating the Termination Provisions in Public Company Merger Agreements*, will conduct a mock negotiation of the termination provisions and no-shop and meeting covenants in a merger agreement for a public company acquisition, showcasing the newly-released M&A Committee's Model Agreement for the Acquisition of a Public Company in a Stock-for-Stock Merger. Rick is also a co-chair of the M&A Committee's Two-Step Auction Task Force, which will hold its inaugural meeting on April 16th. He is *Best Lawyers'* 2011 Delaware Lawyer of the Year in Mergers & Acquisitions Law.

Lou's panel, *The 2011 Annual Review of LLC Case Law and Developments*, is an annual program that provides updates on case law and other legal developments affecting limited liability companies, including updates on cases in Delaware and highlights of important legislative developments. Lou will also serve as Discussion Leader for *TriBar Supplemental Report on 3rd Party Legal Opinions on Delaware LLCs*, part of the Symposium on Recent LLC Issues presented by the LLCs, Partnerships and Unincorporated Entities Committee.

Tricia's panel, *Retaining and Managing Your Investment Banker in the Aftermath of In Re Del Monte Foods Company Shareholders Litigation*, will analyze and discuss portions of the Delaware Chancery Court's Del Monte decision that found a violation of fiduciary duty by board members in failing to supervise their M&A investment banker. Her program will include the staging of a mock negotiation of a retention letter as it may need to occur in the aftermath of Del Monte.

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Eric's panel, *Private Equity and Venture Capital*, involves a discussion by leading Delaware counsel on key recent decisions impacting preferred stock rights and venture capital financings and a roundtable discussion on current market trends.

The ABA Business Law Section Spring Meeting is the premier gathering of business law professionals in the United States drawing attendees for two days of CLE programs and committee meetings. Its 50+ committees and 500 subcommittees are the heart of the Section and the source of its rich educational content.

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