

**SECTION DEVELOPMENT DIRECTOR
REPORT PREPARED FOR JUNE 13, 2008 COUNCIL MEETING**

I. Next Scheduled Meeting of the Committee

Upcoming meetings will be held as needed.

II. Council Approval

N/A

III. Membership

Tim Damschroder (Bodman), Roger Mali (Honigman), Ed Lukas (Miller Canfield), and Justin Peruski (Honigman).

IV. Accomplishments Toward Committee Objectives

Member Database. The member database continues to be updated annually. The database includes information regarding all members, such as name, contact information, type of practice (from surveys sent to the Section), and certain administrative data. The database provides a wealth of information regarding the Section's members and all Committees and Directors are encouraged to make full use of it in connection with future projects.

V. Meetings and Programs

Regional Events. We will hold a regional event during the upcoming year in the Traverse City area, and in the Kalamazoo area. We intend to present a Boot Camp-type presentation, perhaps utilizing local counsel and giving them Boot Camp materials to present. We would also encourage active members to attend.

Section Materials. We will ask Terri Shoop to contact the State Bar concerning the publication of Section brochures and other public relations functions, which we understand is done by the State Bar free of charge.

Business Boot Camp. Dan Minkus, Jeff Ammon and Tim Damschroder have been meeting with ICLE to set the program for the Business Boot Camp I program which will begin again in September 2008. Attached is the current draft program agenda.

VI. Publications

N/A

VII. Legislative/Judicial/Administrative Developments

N/A

VIII. Miscellaneous

N/A

**Report submitted by: Timothy R. Damschroder
H. Roger Mali
Section Development Directors**

[Final: 1/7/08]

BUSINESS BOOT CAMP I

“Basic Training for Every Business Lawyer!”

Co-sponsored by the Business Law Section, State Bar of Michigan

A. Eastern Michigan

The Inn at St. John's
Plymouth

B. Western Michigan

GVSU Eberhard Center
301 W. Fulton, Grand Rapids

C. Directors of Training

Jeffrey S. Ammon
Miller Johnson
Grand Rapids

Timothy R. Damschroder
Bodman LLP
Ann Arbor

Daniel H. Minkus
Clark Hill PLC
Birmingham

Session One:

1. *Shareholder Buy/Sell and Voting Agreements*

- *who do you represent?
- *funding
- *transfer restrictions
- *effects for transfer tax purposes
- *ethical considerations

Western Michigan, Date: Thursday, September 11, 2008:

- Faculty: Justin G. Klimko
Butzel Long
Detroit

Aaron H. Sherbin
Jaffe Raitt Heuer & Weiss PC
Southfield

- Place: GVSU Eberhard Center
- Time: 3:00 p.m. – 5:00 p.m.

Eastern Michigan, Date: Thursday, September 25, 2008:

Faculty: Justin G. Klimko
Butzel Long
Detroit

Aaron H. Sherbin
Jaffe Raitt Heuer & Weiss PC
Southfield

- Place: The Inn at St. John's
- Time: 3:00 p.m. – 5:00 p.m.

2. *Boot Camp Opening Reception*

Sponsored by the Business Law Section
September 11 & 25, 2008
5:00 p.m. immediately following the session

Session Two:

3. *Forming an LLC - Including Operating Agreements*

*formation
*drafting
*capital structure
*management
*tax

Western Michigan, Date: Thursday, October 9, 2008:

- Faculty: Daniel H. Minkus
Clark Hill PLC
Birmingham
- Place: GVSU Eberhard Center
- Time: 8:00 a.m. – 10:00 a.m.

Eastern Michigan, Date: Thursday, October 23, 2008:

- Faculty: Daniel H. Minkus

Clark Hill PLC
Birmingham

- Place: The Inn at St. John's
- Time: 8:00 a.m. – 10:00 a.m.

Session Three:

4. *Understanding Financial Statements and Purchase Price Adjustments in Transactions*

- *the accounting process
- *report letters
- *basic components
- *financial ratios & what they mean
- *advising clients

Western Michigan, Date: Wednesday, November 5, 2008:

- Faculty: Shane Ferguson
Plante & Moran PLLC
Southfield

Eric I. Lark
Kerr Russell & Weber PLC
Detroit
- Place: GVSU Eberhard Center
- Time: 8:00 a.m. – 10:00 a.m.

Eastern Michigan, Date: Thursday, November 13, 2008:

- Faculty: Shane Ferguson
Plante & Moran, PLLC
Southfield

Eric I. Lark
Kerr Russell & Weber PLC
Detroit
- Place: The Inn at St. John's
- Time: 8:00 a.m. – 10:00 a.m.

Session Four:

5. *Choice of Entity – Answering the Most Common Questions*

- *factors to consider
- *nuts and bolts
- *tax considerations

*practical advice to clients

Western Michigan, Date: Thursday, December 4, 2008:

- Faculty: Jeffrey S. Ammon
Miller Johnson Snell & Cummiskey PLC
Grand Rapids

Kaplin S. Jones
Varnum Riddering Schmidt & Howlett LLP
Grand Rapids
- Place: GVSU Eberhard Center
- Time: 8:00 a.m. – 10:00 a.m.
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Eastern Michigan, Date: Thursday, December 11, 2008:

- Faculty: Jeffrey S. Ammon
Miller Johnson Snell & Cummiskey, PLC
Grand Rapids

Thomas H. Bergh
Varnum Riddering Schmidt & Howlett LLP
Novi
- Place: The Inn at St. John's
- Time: 8:00 a.m. – 10:00 a.m.

Session Five:

Intellectual Property Law Primer

- *IP as a strategic business asset
- *avoiding common pitfalls
- *inexpensive ways to secure IP rights
- *reducing risk of IP litigation

Western Michigan, Date: Thursday, January 15, 2009:

- Faculty: Susan M. Kornfield
Bodman LLP
Ann Arbor
- Place: GVSU Eberhard Center
- Time: 8:00 a.m. – 10:00 a.m.

Eastern Michigan, Date: Thursday, January 22, 2009:

- Faculty: Susan M. Kornfield
Bodman LLP
Ann Arbor

- Place: The Inn at St. John's
- Time: 8:00 a.m. – 10:00 a.m.

Session Six:

6. *Business Valuations and Appraisals*

- *how to work most effectively with business valuation professionals
- *understanding alternative methods of valuation
- *how to critically review a valuation report
- *perils & pitfalls

Western Michigan, Date: Thursday, February 12, 2009:

Faculty: Jeffrey M. Risius, ASA, CFA
Managing Director Valuation & Financial Opinions
Stout Risius Ross Inc.
Farmington Hills

Edwin J. Lukas
Miller Canfield Paddock and Stone PLC
Detroit

- Place: GVSU Eberhard Center
- Time: 8:00 a.m. – 10:00 a.m.

Eastern Michigan, Date: Thursday, February 26, 2009:

Faculty: Jeffrey M. Risius, ASA, CFA
Managing Director Valuation & Financial Opinions
Stout Risius Ross Inc.
Farmington Hills

Edwin J. Lukas
Miller Canfield Paddock and Stone PLC
Detroit

- Place: The Inn at St. John's
- Time: 8:00 a.m. – 10:00 a.m.

Session Seven:

7. *Introduction to Securities Law - What Every Business Lawyer Needs To Know*

- *what can be a "security"
- *registration requirements
- *available exemptions, federal & state
- *sale of restricted securities
- *anti-fraud rules

*transactional application

Western Michigan, Date: Thursday, March 12, 2009:

- Faculty: Mark W. Peters
Dykema
Detroit
- Place: GVSU Eberhard Center
- Time: 8:00 a.m. – 10:00 a.m.

Eastern Michigan, Date: Thursday, March 26, 2009:

- Faculty: Mark W. Peters
Dykema
Detroit
- Place: The Inn at St. John's
- Time: 8:00 a.m. – 10:00 a.m.

Session Eight:

8. *Security Agreements, Perfecting Security Interests and Understanding Priorities*

*getting paid

*getting paid first

*how to get & maintain priority

*perils & pitfalls

Western Michigan, Date: Thursday, April 16, 2009:

- Faculty: Daniel Gosch
Dickinson Wright PLLC
Grand Rapids
- Place: GVSU Eberhard Center
- Time: 8:00 a.m. – 10:00 a.m.

Eastern Michigan, Date: Thursday, April 23, 2009:

- Faculty: James A. Plemmons
Dickinson Wright PLLC
Detroit
- Place: The Inn at St. John's
- Time: 8:00 a.m. – 10:00 a.m.

Session Nine:

- a. *Mergers & Acquisitions: Overview of a Negotiated Acquisition Transaction*

- *transaction structure – asset sale, stock sale and merger
- *documentation
- *the deal process
- *working with clients

Western Michigan, Date: Thursday, May 7, 2009:

- Faculty: Timothy R. Damschroder
Bodman LLP
Ann Arbor

David Foltyn
Honigman Miller Schwartz & Cohn LLP
Detroit
- Place: GVSU Eberhard Center
- Time: 3:30 p.m. – 5:30 p.m.

Eastern Michigan, Date: Thursday, May 21, 2009:

- Faculty: Timothy R. Damschroder
Bodman LLP
Ann Arbor

David Foltyn
Honigman Miller Schwartz & Cohn LLP
Detroit
- Place: The Inn at St. John's
- Time: 3:30 p.m. – 5:30 p.m.