

2006 Understanding and Working with the New Business Organizations Code
January 25, 2006 • Hilton Houston Post Oak • Houston, TX
February 8, 2006 • Belo Mansion • Dallas, TX
March 3, 2006 • Austin

Day 1 Morning

Presiding Officers:

In Dallas: **Sally A. Schreiber**, Munsch Hardt Kopf & Harr, P.C. - Dallas, TX

In Houston: **George W. Coleman**, Attorney at Law - Dallas, TX

9:00 am In Houston Only 0.75 hr	<p>Overview and Vocabulary of the New Business Organizations Code (BOC)</p> <p>An overview of the structure of the new BOC, mandatory for all entities created after January 1, 2006, and an explanation of critical concepts and vocabulary needed to work under the new code.</p> <p>Sally A. Schreiber, Munsch Hardt Kopf & Harr, P.C. - Dallas, TX</p>
9:45 am In Houston Only 0.50 hr	<p>Names, Filing, Formation and Forms</p> <p>Filing instruments with the Secretary of State under the Business Organizations Code.</p> <p>Lorna S. Wassdorf, Austin, TX</p>
10:25 am In Houston Only 0.75 hr	<p>Meetings, Liability, Indemnity</p> <p>A review of the BOC provisions relating to meetings and voting, including a discussion of BOC provisions that govern D&O liability and indemnification.</p> <p>Sally A. Schreiber, Munsch Hardt Kopf & Harr, P.C. - Dallas, TX Richard A. Tulli, Gardere & Wynne - Dallas, TX</p>
11:10 am In Houston Only 0.75 hr	<p>Winding Up, Mergers, Conversions, and Sales of Assets</p> <p>An analysis of how fundamental business transactions (mergers, conversions and sale of assets) work under the new BOC. The process of winding up and termination under the new Code will also be covered.</p> <p>Carmen Ileana Flores, Texas Secretary of State - Austin, TX Elizabeth S. Miller, Baylor Law School - Waco, TX Daryl B. Robertson, Hunton & Williams - Dallas, TX</p>

Day 1 Afternoon

Presiding Officers:

In Dallas: **Daryl B. Robertson**, Hunton & Williams - Dallas, TX

In Houston: **Elizabeth S. Miller**, Baylor Law School - Waco, TX

1:05 pm In Houston Only 0.50 hr	Corporations Pointers and discussion on special aspects of the new BOC as applied to corporations. Richard A. Tulli, Gardere & Wynne - Dallas, TX
1:35 pm In Houston Only 0.50 hr	LLCs Pointers and discussion on special aspects of the new BOC as applied to LLCs. George W. Coleman, Attorney at Law - Dallas, TX
2:05 pm In Houston Only 0.75 hr	Partnerships Pointers and discussion on special aspects of the new BOC as applied to partnerships. Michael Keith Pierce, Thompson & Knight LLP - Houston, TX
2:50 pm In Houston Only 0.50 hr	Gotcha's and Missed Opportunities Under the New BOC A discussion of typical missteps, missed provisions and missed opportunities that practitioners dealing with the new BOC are likely to encounter. Hear from two leading experts who have devoted hundreds of hours to drafting, organizing and analyzing the new BOC. Elizabeth S. Miller, Baylor Law School - Waco, TX Daryl B. Robertson, Hunton & Williams - Dallas, TX
3:30 pm In Houston Only 0.50 hr	Working with Opinions Under the New BOC Discussion of how changes under the BOC will affect legal opinion practice. Gail Merel, Andrews & Kurth LLP - Houston, TX
4:00 pm In Houston Only 0.75 hr	Transition Issues: Should You Opt In? How Do You? While the new BOC is mandatory for business entities formed after January 1, 2006, pre-existing entities may elect to "opt in" to the new code. This session covers situation-specific reasons why various entities may want to opt in or stay out, and explains how best to do so under the new code. John Charles Ale, Skadden Arps Slate Meagher Flom LLP - Houston, TX George W. Coleman, Attorney at Law - Dallas, TX
4:45 pm In Houston Only 0.50 hr	Q&A and Comments Session with Afternoon Speakers An opportunity for audience members to pose questions to the afternoon speakers and hear discussion relating to topics covered during the day. Questions should be submitted in writing to the registration desk throughout the conference. John Charles Ale, Skadden Arps Slate Meagher Flom LLP - Houston, TX George W. Coleman, Attorney at Law - Dallas, TX Daryl B. Robertson, Hunton & Williams - Dallas, TX Sally A. Schreiber, Munsch Hardt Kopf & Harr, P.C. - Dallas, TX Richard A. Tulli, Gardere & Wynne - Dallas, TX