Associate Professional Development Programs

Transactional Deal Drivers:
In this program lawyers will become familiar with important "deal drivers" – terms, business issues, and strategies that are often used by business people and lawyers to drive the deal towards a letter of intent and closing. Lawyers in this program will translate business deal terms, issues and strategies into contract principles that are essential for the letter of intent and the basic deal documents. An emphasis will be placed on understanding the business "side" of the deal and the importance of translating the deal drivers and business terms into transactional legal "deal" language.

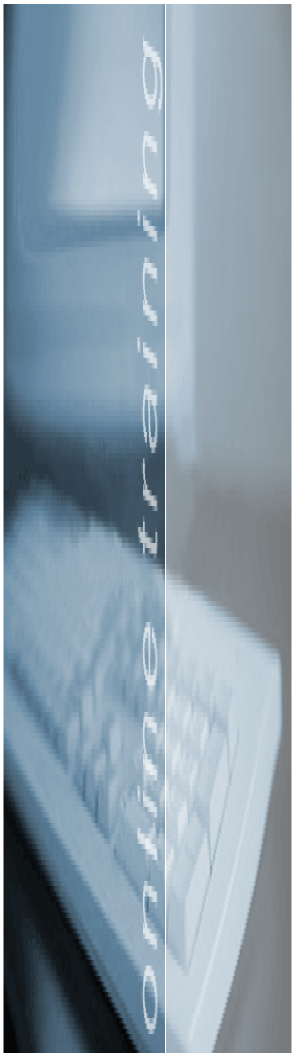
Private Business M&A
This program focuses on the lawyer in transactional work and is built around the private company (small and middle market –from $5M to $50M in gross revenue) acquisition and sale of the assets of a business from initial negotiations through closing. The program focuses on identification of and recognition of the business problems that arise in the process of doing a deal, sharpens drafting skills, and promotes the recognition of issues and development of solutions to common M&A roadblock problems. An emphasis is placed on contract drafting and securities issues.

Basic Transactional Tax
This program presents an introduction to the federal income taxation of the various forms of business organizations which lawyers encounter in structuring and closing transactions. An introduction to the tax issues associated with the choice of entity from a transactional perspective is presented in reviewing the tax issues respecting the use of a general or limited partnership, a LLC, as well as corporations and their shareholders. Entity formation, distributions, liquidations, and reorganizations are examined primarily through an emphasis on the Internal Revenue Code. This program will allow transactional lawyers to be aware of tax issues in representing private entity clients in a variety of transactions.

SEC Basics
This program focuses on the SEC requirements for private placements and small IPOs. Lawyers who practice securities law as well as M&A and transactional lawyers will become familiar with the main SEC requirements for raising capital, the primary deal documents and have an opportunity to draft and review SEC deal documents in the context of the 1933 Securities Act and the 1934 Securities Exchange Act. Lawyers will also learn the basics of SEC reporting, timelines, forms and filing requirements under the 1934 Act.

Practical Corporate/Entrepreneurship Basics
This program acquaints lawyers with the many legal problems associated with starting up and operating a business. These include the choice of entity, special issues of management and succession, venture capital arrangements, raising capital and financing, selection of a company name and trademark, protecting the intellectual property of the new company, and an introduction to basic tax and securities issues arising from operating as a corporation or LLC.

Contact us at admin@edway.com for specific information on customizing programs to meet your specific requirements and maximize enrollments.



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