

Seminars for Business Owners and their Advisors

The M&A Process:

Understanding the Legal Issues when Buying or Selling a Business

An explanation of the legal process of buying or selling a business, from non-disclosure agreements and letters of intent to due diligence to purchase agreements and closing procedures.

Get Your House in Order Before Selling Your Business

A review of the things business owners should do before selling their business to ensure a quick and easy path to closing.

Indemnification in Private M&A Transactions

An owner selling a business will often have indemnification obligations to the buyer. This seminar explains typical indemnification provisions in purchase agreements and how a seller can limit such obligations through baskets, caps, and survival periods, and the latest market trends.

Contract Boilerplate: Fine Print, Big Deal!

Every contract includes boilerplate language, which is often ignored by business owners. This seminar explains the importance and effect of such provisions, such as governing law, forum selection, integration, amendment, assignment, and waiver of jury trial, and the consequences in the absence of such provisions.

Buy-Sell Agreements

Buy-sell agreements provide stability by governing the rights and obligations of the business and its owners on the death, disability or departure of an owner. This seminar explains the events triggering buy-sell obligations, the basics of business valuation methods, and available types of funding, as well as the consequences that occur in the absence of such agreements.

Choice of Business Entity

A review of the legal and tax differences and the pros and cons of business entities, including C corporations, S corporations and limited liability companies (LLCs).

New Jersey LLC Law

LLCs are the entity of choice for business owners. This seminar highlights the important aspects of New Jersey's LLC law and why every LLC needs a written operating agreement.

Protection for Owners of Minority Equity Interests

This seminar explains the various methods that owners can use to protect their minority equity interests in companies, such as management, voting, inspection and exit rights.

NOTE: All seminars can be structured as 50, 75 or 100 minute presentations for 1.0, 1.5 or 2.0 CPE credit hours.



Gianfranco A. Pietrafesa

Franco is a partner in the corporate group of Archer & Greiner. He represents small and middle market businesses in corporate and business matters, including business selection and formation, governance, mergers and acquisitions, employment agreements, and protection of confidential information, as well as litigation involving business divorces and contract disputes. He is a former chairman of the Business Law Section of the New Jersey State Bar Association and a trustee of the Hudson-Bergen Inn of Transactional Counsel. Franco has taught the mergers and acquisitions transactional skills course at Seton Hall University School of Law, and the law of business organizations at Fairleigh Dickinson University. He is a frequent speaker and author on the topics of business and corporate law, litigation and legal ethics.

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