



Corporate Counseling

The firm's attorneys provide corporate and business counseling in virtually all fields of business law, both domestically and internationally. We serve a wide range of clients, both publicly and privately held, including financial services institutions, such as financial holding companies, banks and bank holding companies, investment advisors, insurance companies, manufacturers, distributors, wholesalers, retailers, utilities, contractors, transportation companies, professional service providers, pension funds and not-for-profit entities.

Included in the full range of corporate and business counseling services are general corporate, business contracts, mergers and acquisitions, employee benefits and executive compensation, taxation, Sarbanes-Oxley compliance, disclosure and stock exchange requirements, real estate and environmental, commercial litigation and dispute resolution.

Engagements

Common Stock Accelerated Share Repurchase Transaction
June 2018

Corporate Counseling Record Updates

April 5, 2017

The Murky Waters of Political Contributions Disclosure

March 2017

The Call for Transparency in the Murky Waters of Corporate Political Contributions Disclosure

February 2017

Advancing Board Refreshment Through the Director Succession Planning Process

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Areas Of Concentration

Business Contracts
Employee Benefits and Executive Compensation
Employment Law
General Corporate
Investor-Owned Utilities
Mergers and Acquisitions
Sarbanes-Oxley Compliance
SEC and Stock Exchange Compliance

January 2017

Say-On-Pay Frequency: Is It as Easy as 1, 2 or 3?

November 28, 2016

Injunction Halts New Overtime Rule from Going into Effect

September 2016

Risky Business: Is It Time to Consider Establishing a Separate Risk Committee?

September 29, 2016

Considering a Shareholder Engagement Policy — The What, Why and How

September 22, 2016

States Seek to Block New DOL Overtime Rule

Q3 2016 (Originally Published July 18, 2016)

More Than a Lack of Enthusiasm Required for a Party to Violate Its “Commercially Reasonable Efforts” Covenant

July 27, 2016 (Originally Published June 24, 2016)

Advancing Board Refreshment Through the Director Succession Planning Process

May 18, 2016

Department of Labor Issues Final Overtime Rule — What to Know Right Now

April 1, 2016 (Originally Published March 18, 2016)

Risky Business: Is It Time for a Separate Risk Committee?

March 23, 2016

Be Prepared: New Department of Labor Overtime Rules Move Toward Finalization

March 18, 2016

Risky Business: Is It Time to Consider Establishing a Separate Risk Committee?

January 19, 2016 (Originally Published December 8, 2015)

Should Audit Committees Voluntarily Step Up Their Game?

December 8, 2015

Should Audit Committees Voluntarily Step Up Their Game? Practical Considerations to Guide 2016 Audit Committee Disclosure Discussion

October 2015 (Originally Published September 29, 2015)

Is It Time to Go (Forum) Shopping? Exclusive Forum Bylaws and Related Considerations

August 13, 2015 (Originally Published June 29, 2015)

The Stakes Are High: The Importance of Implementing an Effective Stakeholder Engagement Strategy

July 21, 2015

Impacting Millions and Costing Billions: New Proposed "White Collar" Overtime Rules Announced

March/April 2015

Director Tenure: The Next Boardroom Battle

March 2015

Is 75 the New 68? Director Tenure, Mandatory Director Retirement, and Related Issues

February 24, 2015

Proxy Access, SEC Uncertainty and Related Issues in 2015

February 10, 2015

Look Who Crashed the 2015 Proxy Season! Proxy Access, SEC Uncertainty, and Related Issues

December 29, 2014

Is 75 the New 68? Director Tenure, Mandatory Director Retirement, and Related Issues in a Time of Heightened Scrutiny of Boards

October 2014

Silence Is Not Necessarily Golden: Elements of an Effective Whistleblower Hotline

September 30, 2014

Silence Is Not Necessarily Golden: Elements of an Effective Whistleblower Hotline

June 18, 2014

Proxy Advisory Firms and Corporate Governance Practices: One Size Does Not Fit All

May 30, 2014

Proxy Advisory Firms and Corporate Governance Practices: One Size Does Not Fit All

December 28, 2013

The Corporate Social Responsibility Report and Effective Stakeholder Engagement

November 2013

The Corporate Social Responsibility Report: A Key Component of Effective Stakeholder Engagement