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# Corporate Procedure Fundamentals



**DISCUSS** how corporations are distinguished from other corporate structures, review basic corporate practices and procedures, and learn how to maintain a minute book (including how to properly fix an out-of-date one).

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## Dates & Locations

### EDMONTON

May 3, 2017

Chateau Louis Hotel  
& Conference Centre  
11727 Kingsway NW

### CALGARY

May 10, 2017

Glenmore Inn  
& Convention Centre  
2720 Glenmore Trail SE

9:00 AM–4:30 PM

### Who Should Attend

This program is targeted to lawyers who are new to corporate procedure or who want to revisit the basics. The content may also be of interest to legal support staff active in this area.

### CHAIR

**Kirsty Sklar**

Norton Rose Fullbright Canada LLP  
Calgary, Alberta

### FACULTY

**Sydney Abougoush**

Burnet, Duckworth & Palmer LLP  
Calgary, Alberta

**Drew Broughton**

Bennett Jones LLP  
Edmonton, Alberta

**Michael P. Flach**

Greenfields Law  
Calgary, Alberta

**Lisa Lorenzo**

Norton Rose Fullbright Canada LLP  
Calgary, Alberta

**Sandra Malcolm**

Fasken Martineau DuMoulin LLP  
Calgary, Alberta

**Lauren M. Toreson**

Miller Thomson LLP  
Edmonton, Alberta



*This course will be available  
as a seminar on demand.*



# Corporate Procedure Fundamentals

## **Introduction to Business Organizations and Corporate Law | Drew Broughton**

Review the nature and characteristics of corporation ownership and management. Explore the different roles played by shareholders, directors, and officers.

## **How to Incorporate | Lauren M. Toreson**

Analyze what to consider and what to address with clients when setting up a corporation in Alberta. Identify what information to obtain from clients, and learn how to determine issues when drafting incorporating documents.

## **Minute Books: Best Practices | Lisa Lorenzo**

Discuss how to properly maintain and fix a minute book while adhering to the requirements under the *Business Corporations Act* (Alberta). Undertake an overview of the CORES system, and review key filing requirements.

## **Unanimous Shareholder Agreements – An Overview | Michael P. Flach**

Unanimous shareholder agreements cover two broad areas – corporate decision-making and share transfers. Learn standard and creative provisions. Consider issues of provisions that are commonly desired by owners of closely-held corporations.

## **Forms of Corporate Acquisitions and Reorganizations | Sandra Malcolm**

Explore changes in corporate characteristics, such as amendments to a corporation's articles and by-laws. Investigate continuances from Alberta into other provinces and various forms of corporate transactions, including amalgamations, arrangements, take-over bids, and sales of assets.

## **Current Trends in Corporate Practice and Procedure | Sydney Abougoush**

Examine new trends in corporate law, including exclusive forum by-laws, majority voting, director term limits, slate elections, and “notice-and-access” systems.

## **Thank You**

The success of our programs relies on the generous contributions of time, talent, and energy from all our volunteers. We greatly appreciate the work of our volunteers and their service to the profession.

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- EDMONTON** May 3, 2017
- CALGARY** May 10, 2017
- EARLY BIRD:** On or before April 4, 2017 \$355 + GST (Lunch is included.)
- REGULAR:** \$395 + GST (Lunch is included.)
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