

PRACTICE POINTS

- **Dialogue with the SEC's Senior Enforcement Staff.**
- **Foreign Affairs - Governance Issues Around the Globe.**
- **The Top Ten Developments in Bankruptcy Law and Litigation in 2008.**
- **Women on Boards: Setting the Stage.**
- **Alphabet Soup: How the UCC, CISG, UNIDROIT Principles, UETA, E-SIGN, and the U.N. Electronic Communications Convention Interact in International Sales of Goods.**
- **New Changes and Challenges: Non-banks in the Payments System.**
- **Current Developments in the Committee on Legal Opinions.**
- **Ethics Corner: Contractual Limitations of Liability to Clients (and Others).**

SECTION NEWS

- **The Section is accepting applications for the Diversity Clerkship Program.**
- **The Section is accepting entries to the Annual Mendes Hershman Student Writing Contest.**

[Click here](#)
to view last month's issue.



Surviving the Brave New World of Employee Mobility: Practical Tips to Protect Trade Secrets
December 12, 2007
Webcast/Teleconference
Multi-site

[More on BLT Live](#)

Message from the Chair, Charles E. McCallum



2008 Section meetings planned for Dallas, New York and Frankfurt.

Last month I spent some time in Toronto meeting with the firm management and business practice leadership of several large law firms, and hosting a reception for the more than fifteen Section leaders from Toronto, including two Committee Chairs. I told these firms that we were grateful for their active participation in the Section.

Every one of the firms I met with indicated that it intended to continue and expand their Section participation. Within a week of those meetings I had received two messages from lawyers I met in Toronto suggesting new Section initiatives.

You may wonder what these Canadian lawyers (there are **510** of them in our Section) know that the rest of us should know. They answered that question. They view their participation in the Section as good for their practices. They value the networking and development of personal relationships at our meetings as well as our projects, programs, and publications.

As we move into a busy year, this is a good time for those Section members who have been less active to think about becoming more active. We have great meetings planned in 2008: the Spring Meeting in Dallas, April 10-12; a new Global Business Law Meeting in Frankfurt, Germany, May 28-30; and the Annual Meeting in New York City, August 8-11. During the year many Committees will be having stand-alone meetings as well. Please join us as we work on improving the law, enhancing the administration of justice, improving the profession . . . and meeting and working with a lot of wonderful people!

My best wishes to all of you for a joyous holiday season and a happy and prosperous New Year.

Charles E. McCallum
Chair, Section of Business Law

PRACTICE POINTS

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Dialogue with the SEC's Senior Enforcement Staff.

This panel explored current enforcement topics with members of the Securities and Exchange Commission Staff. The materials are a compendium of recent enforcement actions.

[Print Materials](#) | [E-mail to a Colleague](#)

Presented at the Section Fall Meeting, November 2007.

[Hot Issues for the 2008 Proxy Season: "Say on Pay", "Access" and Other Key Issues](#)

Webcast/Teleconference
12/11/2007 - 12/11/2007
Multi-site

For complete program details, [Click Here](#)
To register, call 1-800-285-2221

Foreign Affairs - Governance Issues Around the Globe.

Governance issues have become an increasingly important factor in global business transactions. This session discussed the emerging corporate governance issues in a number of jurisdictions.

[Print Materials](#) | [E-mail to a Colleague](#)

Presented at the Section Fall Meeting, November 2007.



2008 Spring Meeting
April 10 - 12, 2008
Dallas, TX
Format: Live/In-Person

BUSINESS LAW CLE CONNECTION

Health and Welfare Update: What Plan Sponsors Should Be Doing Now

Webcast/Teleconference
 12/11/2007 - 12/11/2007
 Multi-site

For complete program details,
[Click Here](#)
 To register, call 1-800-285-2221

Hot Issues for the 2008 Proxy Season: "Say on Pay", "Access" and Other Key Issues

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For information on future programs,
 check out the
[Section Meetings Calendar.](#)



For more information on upcoming
 Committee Meetings contact
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BEST OF BUSINESS LAW BOOKS

Securities Enforcement Manual, Second Edition

By Kirkpatrick & Lockhart Preston Gates Ellis LLP
 ABA Section of Business Law
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The Top Ten Developments in Bankruptcy Law and Litigation in 2008.

This program summarized the year's headlines and highlights in bankruptcy litigation.
[Print Materials](#) | [E-mail to a Colleague](#)

Presented at the Section Fall Meeting, November 2007.

Women on Boards: Setting the Stage.

The panel for this program discussed how to encourage more women to serve on boards and strategies to help lead women to board service opportunities.

[Print Materials](#) | [Audio](#) | [E-mail to a Colleague](#)

Presented by the Committees on [Diversity](#) and [Career and Practice Development](#) and the ABA Commission on Women in the Profession at the ABA Annual Meeting, August 2007.

Visit www.DirectWomen.org to learn more about the Section's initiative in this area.

Alphabet Soup: How the UCC, CISG, UNIDROIT Principles, UETA, E-SIGN, and the U.N. Electronic Communications Convention Interact in International Sales of Goods.

The UCC Committee Forum explored the importance of international legal conventions and statutory law in cross-border sales of goods.

[Audio](#) | [E-mail to a Colleague](#)

Presented by the Committee on [Uniform Commercial Code](#) at the ABA Annual Meeting, August 2007.

New Changes and Challenges: Non-banks in the Payments System.

Non-banks have become increasingly important players in the U.S. payments system. While their involvement has provided several important new products and methodologies, it has also brought with it increased risks and regulatory concerns.

[Print Materials](#) | [E-mail to a Colleague](#)

From the [Banking Law Committee Journal](#), the Newsletter of the Committee on [Banking Law](#), Fall 2007.

Current Developments in the Committee on Legal Opinions.

The Committee's Fall Newsletter includes an update on negative assurance, a report on FAS 5 developments, a case law update and a information about the Working Group on Legal Opinions.

[Print Materials](#) | [E-mail to a Colleague](#)

From the [Legal Opinions Newsletter](#), the Newsletter of the Committee on [Legal Opinions](#), Fall 2007.

Ethics Corner: Contractual Limitations of Liability to Clients (and Others).

Do not think that you can easily cap your liability to a client in a really big transaction.

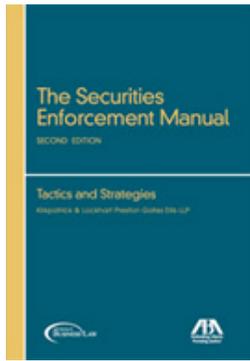
[Print Materials](#) | [E-mail to a Colleague](#)

From the Committee on [Professional Responsibility](#), William Freivogel, Chair.

Committee Spotlight

To learn more about or join the committees that contributed to this month's practice points, just click on the committee name below.

- [Banking Law](#)
- [Business and Corporate Litigation](#)
- [Career and Practice Development](#)
- [Corporate Governance](#)
- [Diversity](#)



The following excerpt is taken from **Securities Enforcement Manual, Second Edition** by **Kirkpatrick & Lockhart Preston Gates Ellis LLP**, Copyright 2007 by ABA Section of Business Law. Reprinted here with permission. The material contained herein represents the opinions of the authors and editors and should not be construed to be the action of either the American Bar Association or the Section of Business Law unless adopted pursuant to the bylaws of the Association. Nothing contained herein is to be considered as the rendering of legal advice for specific cases, and readers are responsible for obtaining such advice from their own legal counsel. To request reprint permission, contact the Manager, Copyrights and Licensing, at (312) 988-6102.

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- [Legal Opinions](#)
- [Professional Responsibility](#)
- [Uniform Commercial Code](#)

Section members are eligible to join the Section's committees at no additional cost. Become involved or simply stay in the information flow. It's FREE!

SECTION NEWS

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The Section is accepting applications for the Diversity Clerkship Program.

In recent years, many areas of the legal profession have made pursuing diversity a priority objective. Business law presents many distinct diversity challenges, as law students are often unfamiliar with the field and perceive it as conservative and unaccepting. This realization is troubling, particularly for the ABA Section of Business Law because its mission is: *to encourage diversity in the Section by fostering a welcoming environment for all lawyers and promoting full and equal participation by all lawyers, including lawyers of color, women lawyers, gay and lesbian lawyers, and lawyers with disabilities ("Diverse Lawyers")*. To help address this problem, the Section of Business Law has created a summer program providing business law internship placements for qualified diversity candidates who are first or second year law students and are otherwise excluded from the process, and at the same time providing support... [Read more.](#)

The Section is accepting entries to the Annual Mendes Hershman Student Writing Contest.

This writing contest was created to encourage and reward law student writings on a business law subject of general and current interest. Annually (January 4 submission deadline), each ABA-accredited law school, acting through its dean, is asked to nominate a paper considering aspects of business law by a student enrolled in the law school. The papers will be judged on research and analysis, choice of topic, writing style, originality, and contribution to the literature available on the topic.

Papers are judged on quality of research and analysis, choice of topic, writing style, originality, and contribution to the literature available on the subject. [Read more.](#)

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The Section of Business Law of the American Bar Association

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