



CPA • LAW SOCIETY OF VENTURA COUNTY



THE EAST VENTURA COUNTY CHAPTER

PRESENTS:

“A Litigator’s Guide to California Alter Ego” Presented by Steven A. O’Rourke, Esq.

September 19, 2008, FRIDAY

12:00 - 1:30 p.m.

Westlake Village Inn

31943 Agoura Road, Westlake Village, CA 91361

818.889.0230

www.westlakevillageinn.com

PLEASE RSVP

**CONTINUING
EDUCATION**

**CPAs/Attorneys:
1.0 Hr CPE/MCLE**

This activity has been approved for Minimum Continuing Legal Education credit by the State Bar of California in the amount of 1.0 hour. VCBA certifies that this activity conforms to the standards for approved educational activities prescribed by the rules and regulations of the State Bar of California governing MCLE. Additionally, this organization follows the CE requirements specified in the California Board of Accountancy Regulations.

SPEAKER



Steven A. O’Rourke has three decades of leadership in corporate practice in New York, Hong Kong and Los Angeles, and is particularly expert in the California and Delaware corporate governance law affecting transactions and litigation in the areas of corporate finance, M&A, shareholders’ contracts & rights, and directors’ duties, liability, indemnity & protection, and affecting similar areas in LLCs and nonprofits.

In addition to his active practice as a partner in Loeb, Kosacz & Sundberg, LLP, Steve is a frequent governance lecturer to Bar associations, MBA classes, investor and executive groups & entrepreneur forums. Steve authors the “Counselor’s Corner” articles appearing Micro-Cap Review magazine. He’s been a CFO in a major Asian joint venture and a legal consultant to outside litigation counsel, the UCSB Venture Acceleration Initiative, the Maverick Angels, and the Ventura County SBDC.

PRESENTATION

Mr. O’Rourke gets down to brass tacks on the origins of shareholder immunity and litigation strategy & tactics to bolster or defeat immunity. What is the presumed scope of immunity? All shareholders? Is there a “factors” test? What are the elements of the classic “test”? Is that wrong? What is the right capitalization ratio? What is Enterprise Liability, Unity of Interest, Successor Liability...? Do corporate formalities really matter? Is alter ego different for “close” corporations? For LLCs? Can a bankruptcy trustee take my claim as his own? What is “reverse alter ego”? How can you quickly evaluate a potential client’s case? What special legal ethics issues apply? Business litigators, don’t miss this!

RESERVATIONS

Price includes Lunch, Coffee/Tea, Dessert and 1 hour of MCLE/CPE credit. The cost is \$35 for members of the CPA/Law Society and \$45 for non-members. Please make checks payable to “CPA/Law Society of Ventura County” and mail to Hemming Morse, Inc., 31365 Oak Crest Drive, Suite 250, Westlake Village, CA 91361. **Please make your reservations and lunch selection** by email to cpalaw@hemming.com by September 17, 2008. Please call Sheila Ingram at 213 228-8180 if you have any questions.

LUNCH CHOICES

**Oriental Ginger
Chicken Salad:**

Chopped Greens, Wontons, Almonds, Mandarin Oranges, Green Onion, with a Sesame Ginger Dressing and topped with Soy Marinated Chicken

Westlake Club Sandwich
Oven-Roasted Turkey, Smoked Bacon, Avocado, Lettuce, Tomato, and Mayonnaise on a Roll

Vegetarian Alternative:
House Choice