



# THE PHILADELPHIA BUSINESS LAW INSIDER

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## FROM THE EDITOR:



**Renee Bergmann , Esquire, Editor**

This Quarter's Newsletter is another representative sample of the diverse interests of Philadelphia's Business Law community. The Business Law Section is the Philadelphia Bar Association's largest and most diverse section, and this practice diversity is reflected in the articles submitted.

The Newsletter starts with the status of women in academia as analyzed by MIT in its banner 150th year. The similarities to women in business and the law are startling, and understanding the similarities makes us

more aware of the issues our colleagues and clients face. To satisfy the large contingent of the group's solo practitioners, the all-important issue of how to actually take a vacation or other more dire absences from practice while not leaving your clients in a lurch is also addressed and we wrap up with the USCIS' new I-129 Form and its significant impact on U.S. employers. These articles are examples of your colleague's specialized slice of knowledge that, with a short article, benefits us all as Business Lawyers.

With just the second edition of this newly revived Newsletter, the mission and goal seem to have the intended impact. A common thread of conversation among business lawyers, and updates on areas of law that we may not all practice which are more than useful.

The Section's new leader for 2011, Sandra Jankowski, has also included comments. Please take a look and if you see Sandy, thank her for her leadership of this large and vibrant group. Offer her your ideas and support and remember that collective growth and vision does not happen overnight. The Business Litigation Section has reached its present vital state as a result of the former leadership of Lee Applebaum.

The next publication date is July 2011 for the Summer Edition. It can be difficult to become motivated to write an article over the summer months, but we are all on the lookout for cutting edge issues in our respective fields. When you see something interesting just make a short note. We'll remind you of deadlines for the next issue and you'll find that turning a thought and note into a short article is really the easy part. We all benefit from our collective shared knowledge. Let's keep the momentum going.



## FROM THE CHAIR



*It is an honor to serve as Chair of the Business Law Section this year. I would like to thank Lee Applebaum for the tireless service he gave to our section last year. His contributions were numerous and have given us the foundation to build on for years to come.*

*I am pleased to tell you that our section is presenting the upcoming Chancellor's Forum featuring Kenneth R. Feinberg on Thursday, April 28. As you may know, Mr. Feinberg was named by President Obama in June 2010 as the independent administrator of a \$20 billion fund set up by BP to compensate victims of the oil spill in the Gulf of Mexico and was appointed by the Secretary of the Treasury in 2009 to serve as the Special Master for TARP Executive Compensation. We thank former section chair, Al Dandridge, for his significant role in making this event a reality. Members of the Business Law Section receive a discounted on tickets.*

*As always, our committees are extremely active with events planned nearly every month. I encourage you to visit the section website <http://www.philadelphiabar.org/page/BusinessLawSection?appNum=4> and join one of our 16 committees so you can get the full benefit of your membership.*

*I welcome your thoughts and ideas for the section.*

*Best Regards,*

**Sandra A. Jeskie, Chair of the Business Law Section**



## CHANCELLOR'S FORUM

**Kenneth R. Feinberg**, President Obama's compensation chief and administrator of the federal 9/11 fund - which distributed nearly \$7 billion to more than 5,000 survivors and families of victims - as well as the gulf oil spill fund, will be the featured speaker at a Thursday, April 28 Chancellor's Forum presented by the Business Law Section.

The Chancellor's Forum will be held at The Ritz-Carlton, Philadelphia, 10 Avenue of the Arts, at 12:30 p.m. Tickets for this plated-lunch program are \$35 for Business Law Section members, \$45 for non Section members who belong to the Philadelphia Bar Association and

\$55 for non-members. Visit [philadelphiabar.org](http://philadelphiabar.org) to purchase tickets.

Feinberg was named by President Obama in June 2010 as the independent administrator of a \$20 billion fund set up by BP to compensate victims of the oil spill in the Gulf of Mexico. He was appointed by the Secretary of the Treasury in 2009 to serve as the Special Master for TARP Executive Compensation.

Feinberg was also the fund administrator responsible for the design, implementation and administration of the claims process for the Hokie Spirit Memorial Fund following the tragic shootings at Virginia Tech University in April 2007.



## DISCLAIMER

The articles and reports contained in The Insider reflect the views of the writer and do not necessarily represent the position of the Business Law Section or The Philadelphia Bar Association or the editors.

## MIT @ 150 REPORTS ON THE STATUS OF WOMEN FACULTY



In time for the 150 year celebration of the founding of the Massachusetts Institute of Technology, MIT has issued “A Report on the Status of Women Faculty in the Schools of Science and Engineering at MIT, 2011.” The status of women faculty in each School was examined through interview and data and then compared with prior studies conducted in 1999 and 2002. The results reflect positive change as a result of proactive efforts to address the inequalities for women faculty that were exposed in those earlier reports. Many of the concerns expressed by women of science at MIT mirror those expressed by women lawyers.

Earlier studies culminating in the 1999 MIT Report revealed that women’s representation on the faculty in the Schools of Science and Engineering had remained stagnant for ten years at about 6-8%. In 1995 the School of Science faculty was composed of 252 men, 22 women (8%). Of tenured faculty there were 199 men and 15 women (7%). In the School of Engineering in 1995, there were 321 men and 24 women (7%). Of tenured faculty there were 259 men, 9 women (3%). These numbers had remained fairly consistent for ten years, if not longer. The data and interviews of these earlier reports revealed “differences in salary, space, awards, resources, and response to outside offers between men and women faculty with women receiving less despite professional accomplishments equal to those of their male colleagues. An important finding was that this pattern repeats itself in successive generations of women faculty.” The 1996 Report from the School of Science noted that “Problems appear to increase progressively as women approach the same age as their administrators. The Committee believes that problems flourish in departments where non-democratic practices, including administrative procedures whose basis is known only to a few, lead inevitably to cronyism and unequal access to the substantial resources of MIT.” For more junior faculty family and career balance was of paramount importance.

The contributors to these earlier studies were prompted to action in the interest of academic excellence and competitiveness. “To remain at the top academically we must seek out and nurture the best talent available, and half of that is female, much of it in underrepresented minorities.” If they failed to take charge to alter the current situation, the authors concluded that there would be no change “in the foreseeable future.”

“Even if we continue to hire women at the current increased rate in Science, it will be 40 years before 40% of the faculty in the School of Science could be women!” These predictions bring to mind the 2010 report of the National Association of Women Lawyers where statistics show that the number of women equity partners in law firms has stagnated for the past five years at 15 percent.

As a result, MIT has taken steps in the past ten years to increase the number of women faculty, address the work life balance issues of younger faculty and senior faculty caring for aging parents and to address inequities in work conditions for all women faculty. The results have been dramatic. In the both the School of Engineering and School of Science, the number of women faculty has nearly doubled with more women faculty appearing in senior administrative positions. The number of women faculty in the School of Science in 2011 is 52, (up from 22 in 1995) for an increase from 8% in 1995 to 19% in 2011. Then number of women faculty in the School of Engineering in 2011 is 60 (up from 24 in 1995) for an increase from 7% in 1995 to 16% in 2011. Currently the President of MIT, 2 of 5 academic Deans of MIT, an Associate Dean of Science, and 2 of 6 department heads of Science are women.

MIT’s plan of action over the past decade had included standardized University mentoring, increased awareness of unconscious bias in hiring and promoting, awareness of marginalization of women faculty, inclusion of Deans and Department Heads in addressing these issues and “(n)ew policies to address issues of work and family: parental release of one term following the birth or adoption of a child, extension of the tenure clock by one year for women who bear a child, access to “parents in a pinch,” and financial assistance for travel expenses related to childcare while on professional business.”

In addition to the increased number of women faculty and deans, the 2011 Report claims progress in changing attitudes towards women, more equitable distribution of academic resources and increased acceptance of work life balance demands and the use of family leave by both men and women, and locating a day care center to the first floor of one centrally located academic building.

As one woman was quoted as saying, this report was not without its “caveats.”

1) Initiatives from ten years ago compelled at least one woman on each University Committee. For some women this has meant multiple committee demands to meet the compulsory requirement. Said one woman: “*All of the committees are supposed to have a woman, but there are not enough women to go around. It is crazy.*”

2) The women of Science Faculty are acutely sensitive to accusations that their hiring and promotion are gender related as opposed to their qualifications. One faculty member was quoted: “*In discussions I hear others saying ‘oh, she’ll get tenure ... because we need to have women.’ Makes it sound like the standards of excellence are not the same for men and women.*” This seems improbable to an outsider upon reading the description Honors, Fellowships and Awards bestowed upon the School of Engineering faculty of women. Nevertheless the concern is real.



3) The science faculty and women lawyers have in common the constraints of child care, senior parent care, and the sense that such matters are gender specific. The women faculty at MIT expressed familiar concerns over the adequacy and cost of childcare. The advantages and limited amount of on-site daycare were raised many times:

## MIT @ 150 REPORTS ON THE STATUS OF WOMEN FACULTY (CONTINUED)



“Daycare on site was crucial to my survival” and the corollary, “There are not enough daycare slots.” Women expressed hearing others say that being a successful MIT scientist is inconsistent with being a parent. Other women without parenting responsibilities expressed frustration over additional burdens placed upon them: “I am hugely resentful that people feel I can pick up everything because I have no kids.”

4) Women scientists share with women lawyers the same gender stereotypes regarding their behavior and demeanor. What may be acceptable behavior in men is unacceptable in women. For example an assertive male is a pushy female. “Faculty commented that the “acceptable personality range is narrower for women than men” and that “at a retreat, a male colleague commented on a top woman giving a talk ‘she’s awfully aggressive, isn’t she?’.” The Report continued: “Associated with these expectations is the corollary that assertive behavior may be judged as inappropriately aggressive in a woman, but applauded in a man. These expectations require that women have to consider carefully how to present themselves, neither too aggressive, nor too soft. This is a burden unique to women, and defines the “narrow road” on which professional women have to travel.” These comments sound all too familiar to women in the law.

A further complaint from one MIT faculty member: “There is an expectation of niceness, sweetness. It’s everywhere. Students, collaborators all make this mistake.” Another: “But I am not patient and understanding. I am busy and ambitious.” And another: “I am uncomfortable on work/life balance panels. There is an expectation that as a female faculty member you will talk about personal issues. But it’s perfectly normal for men to keep work and life separate. I would like to do my best by being the best possible scientist rather than by talking about myself... Just being a great scientist is role-modeling.”

5) When I wrote *Women at Law* (ABA 2004) one law professor expressed her frustration over students who failed to recognize her as the Professor or double checked her advice with other male professors. Women lawyers often expressed frustration, especially in earlier years, over being mistaken for the clerk, secretary, assistant but never the lawyer. In a similar way, some junior MIT faculty have these same experiences: “Students come to my office and ask where the Professor is.” One woman added: “I will say something and my postdocs will go and ask a male faculty member’s opinion. I try to laugh it off, but wonder why they joined my lab if they were not going to take my advice.”

**Conclusion.** The MIT Report exemplifies one institution’s pro-active effort to successfully address the status of women. The recommendations offered by The Report of the Schools of Science and Engineering are specific as to every aspect of employment including additional monitoring, gathering of statistics on employment, compensation and retirement, extending childcare resources, safeguarding against the overburdening of women with committee assignments and education the faculty and administration to identify and report harassment, unconscious bias and resulting inequities.

Women are concerned that their accomplishments will be diminished by such actions however the consensus at this time is that without continued effort the number of women faculty in the Schools of Science and engineering will again decline and that progress will be undone. The mutual goal of the University and its women is the academic excellence of MIT. Said one woman: “I feel like I am taken seriously here and outside, because I am at MIT.” Law firms could benefit from these lessons and accept that the result would not only promote their women attorneys but also enhance their own organizations.

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## USCIS’ NEW I-129 FORM REQUIRES ALL U.S. EMPLOYERS TO CERTIFY EXPORT LICENSING COMPLIANCE AND ENFORCEMENT

The United States Citizenship and Immigration Services (“USCIS”) recently instituted a revised version of Form I-129, Petition for Nonimmigrant Worker, that includes a new Part 6, entitled “Certification Regarding the Release of Controlled Technology or Technical Data to Foreign Persons in the United States”. [1]

The new provision seeks to harmonize existing immigration and U.S. export control laws to further regulate the release of specific “controlled technology” and “technical data” to certain categories of foreign nationals employed in the United States.

Accordingly, all U.S. employers now seeking to hire a foreign national employee under four (4) distinct nonimmigrant visa categories, namely:

## USCIS' NEW I-129 FORM REQUIRES ALL U.S. EMPLOYERS TO CERTIFY EXPORT LICENSING COMPLIANCE AND ENFORCEMENT

H-1B (Petitions For Specialty Occupation Workers)

H-1B1 (Free Trade Petitions For Specialty Occupation Workers Who Are Nationals Of Singapore Or Chile)

L-1 (Petitions For Intra-Company Transfers Of Executives, Managers And Professionals With Specialized Knowledge), and

O-1 (Petitions For Foreign Nationals Of Extraordinary Ability)

will be required to certify that they have reviewed certain U.S. export control laws, specifically the Export Administration Regulations ("EAR") and the International Traffic in Arms Regulations ("ITAR") which govern the release of "controlled technology" or "technical data" to foreign nationals, and further certify whether the licensing requirements of those regulations apply to the employer and the foreign national sought to be employed. If an export license is required, the U.S. employer must likewise certify that it will prevent access to the "controlled technology" or "technical data" by the foreign national until the employer has received the required license(s) or other authorization to release has been obtained.

The provision is groundbreaking as this is the first time export control determinations have been made an explicit part of the immigration process. The new provision arises from the well-established "deemed export" rule. Under U.S. export controls, a "deemed export" occurs whenever "controlled technology" or "technical data" is "released" to a foreign national within the United States and, accordingly, the release of such information is "deemed" an export to that foreign national's country of origin.[2] "Controlled technology" or "technical data" is "released" for export if it is available to foreign nationals through visual inspection (such as reading technical specifications or a facility tour), oral exchange, or application to situations by persons with personal knowledge of the technology. [3] The technology and technical data that are controlled for "release" are identified in the EAR's Commerce Control List and ITAR's U.S. Munitions List. [4]

Given the current regulatory framework, U.S. companies that use "controlled technologies" and that hire foreign nationals from such countries as Belarus, China, Cuba, Cyprus, India, Iran, North Korean, Russia, Sudan, Syria, Venezuela, Vietnam, Yemen, and Zimbabwe will be the most impacted by the new requirement. In addition, U.S. employers that handle "controlled technologies" in such industries as aerospace, biotech, chemical, computer, defense, electronics, engineering, research, semiconductor, and telecommunications likewise need to be especially vigilant in complying with the new certification requirement.

It is not yet clear how the new certification requirement will be enforced by USCIS, although on-site audits and compliance reviews are within its enforcement powers. While the new certification requirement does not change existing "deemed export" rules, it now makes employers responsible for verifying their compliance to the government when they hire foreign nationals. It is important to note that these certifications are made under penalty of perjury. Employers (and the signatory of the I-129) may be subject to criminal sanctions for false statements to the U.S. government if the I-129 Form is completed inaccurately. Moreover, violations of the "deemed export" rule can result in additional civil and criminal penalties, including fines, denial of export privileges, and debarment from government contracts. [5]

The best measure to ensure compliance and accurate verifications is for employers to implement effective immigration and export control programs and policies for processing the new I-129 Form. If such programs and policies already exist, they certainly should be reviewed by immigration and export control counsel to determine if they are adequate for addressing the new certification requirement. Indeed, an internal assessment should be completed to determine whether human resource managers and/or in-house law departments possess the requisite information and tools to make accurate certification determinations. For example, one tool to consider implementing is a worksheet or questionnaire that can be used by HR managers or in-house counsel to complete the I-129 Forms. The worksheet or questionnaire will also provide support for employers in case of a USCIS audit.

Moreover, we recommend that employers conduct a systematic inventory of their technology and products to determine if any are controlled by EAR and/or ITAR, as well as ascertain the foreign national employees to whom such technology and technical data will be "released". Another good practice is for employers to regularly identify any controlled technology that was created by third parties, such as customers or vendors, which will be accessible to foreign national employees. Access to third party technology may also require receipt of an export license from the third party. An analysis should also be conducted as to whether internal training or education should be provided to HR or internal legal personnel that will work on visa applications. These measures, as well as other pro-active steps, are essential for ensuring compliance with deemed export controls, applicable immigration laws and for completing the new I-129 Form in an accurate and complete manner.

**For more information, please contact:** *Jayson D. Glassman* of Steel, Doebley & Glassman, P.C. and *David W. Engstrom* of Thorp Reed Armstrong, LLP. Mr. Glassman may be contacted at (215) 486-4177 or [jglassman@sdglawgroup.com](mailto:jglassman@sdglawgroup.com) and Mr. Engstrom may be contacted at (215) 640-8546 or [dengstrom@thorpreed.com](mailto:dengstrom@thorpreed.com).

[1] The new I-129 Form is available at [www.uscis.gov](http://www.uscis.gov).

[2] See 15 C.F.R. § 734.2(b)(2)(ii) (EAR); 22 C.F.R. § 120.17(a)(4) (ITAR).

[3] See 15 C.F.R. § 734.2(b)(3) (EAR); 22 C.F.R. § 120.17(a)(1) & (4) (ITAR).

[4] The Commercial Control List can be found here: <http://www.access.gpo.gov/bis/ear/pdf/indexccl.pdf>; the U.S. Munitions List can be found here: [http://www.access.gpo.gov/nara/cfr/waisidx\\_99/22cfr121\\_99.html](http://www.access.gpo.gov/nara/cfr/waisidx_99/22cfr121_99.html).

[5] See 15 C.F.R. § 764.3 (EAR); 22 C.F.R. §§ 127.3 & 127.7 (ITAR).

## SOLO PRACTITIONERS, POWERS OF ATTORNEY AND THE NEED FOR PLANNING FOR INCAPACITY



My husband and I received a telephone call from a cousin inviting us to use his ex-brother-in-law's time-share in Colorado. We had one week's notice to prepare. Both my husband and I are solo practitioners. As an estate planner, my first thought was "What happens to us if we get hurt or incapacitated or worse, have a life ending accident?" Have you ever thought about what would happen to your law practice if you suddenly became incapacitated or worse?

If you are small business owner, particularly an attorney with a solo practice, there are specific tools designed to protect both clients and family members upon your incapacity or death. Of particular importance for solo practitioners are ethical and professional obligations owed to clients and the duty to protect clients' interests in the event of incapacity. For example, a missed court appearance, filing deadline or missed statute could

prejudice or damage a client and lead to a malpractice action.

Once such tool is a valid Power of Attorney instrument ("POA"). A POA is a long-time friend to an estate planner and in some cases, more important than a Will. By preparing a POA, the "Principal" appoints an "Agent" to step into his or her shoes and handle almost any matter that the Principal can handle (with some exceptions such as preparing a new Will or Codicil). An effective POA includes by reference all of the statutory provisions (see Chapter 56 of the Probate Estates and Fiduciaries ("PEF") Code, 20 Pa. C.S.A. §§5601, et seq.). The POA may be drafted in a way to tailor the more narrow provisions to meet certain needs. A POA is a very potent instrument and should be given to who is capable of handling the decisions and responsibility that come with serving as an Agent, particularly an Agent who may manage a law practice.

The beauty of a well-crafted POA for a solo practitioner is that the instrument can be designed to include a provision specifically concerning "business powers." Within a "business powers" section, a solo practitioner should consider naming a specific lawyer who will deal with business issues, as opposed to a spouse, life partner or child who may be named as the general agent under the POA instrument. The Principal should keep in mind that any limited agent or co-agent named in the POA to assist with the law firm management should have the ability to sign checks, handle IOLTA accounts, manage employees and generally conduct the business of the firm. A caveat to this is that a solo attorney should maintain complete files for each client including any strategic notes and important facts so that a client's interests will be sufficiently protected and an agent/lawyer can have access to necessary file information.

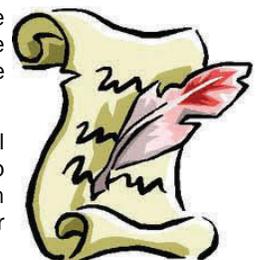
The "business powers" section of a practitioner's general power of attorney should establish the scope of the co-agent attorney's duties under the POA. For example the language in this section can be very broad such as "I name Attorney X as my limited (or Co-) Agent to take all steps and remedies necessary or appropriate for the conduct and management of any business or business interests and personal affairs, including my law practice, and for recovering, obtaining and holding all real or personal property including debts, interest, demands, duties, sums of money or any other things whatsoever, as aforesaid, that are thought to be due, owing, belonging or payable to me in my own right or otherwise. To manage any corporation, limited liability company (whether member managed or manager managed), partnership, proprietorship, S corporation, or other business in which I have an interest for such time and in such manner as my agent may deem advisable; to sell, liquidate, reorganize, incorporate or otherwise restructure any such entity or interest therein at such time and on such terms as my agent deems advisable; and to enter into partnership agreements, shareholders' agreements, operating agreements or similar agreements or modifications thereof on such terms as my agent deems advisable." Language could be included to permit the attorney agent, as well as the general agent, to sign tax returns (payroll returns, unemployment compensation, partnership returns, personal returns and even pension reporting forms). Or, the provision can be drafted to be narrower depending on an attorney's particular practice, needs, and concerns.

The limited agent or Co-Agent can be appointed to act without the general Agent or the POA instrument can direct that the "limited agent" must act with the approval of the General Agent. Thus, a spouse, life partner, or child can be appointed as Agent and another attorney or law firm can be named to serve as Co-Agent or limited agent. These arrangements should be in writing to the Agent stepping in to run the firm. This could include the preparation of form letters whose purpose it is to advise clients and business contacts of changes and of contact information.

An attorney's family members should also be made aware of these provisions, and especially if a family member is named as the general agent under the power of attorney document. In addition, compensation of the attorney acting as a limited agent for business purposes should be outlined in the power of attorney document itself.

As concerning your IOLTA account, only another attorney may hold the power to gain access to this account; therefore, add an attorney-in-fact to your IOLTA account. If there is no attorney-in-fact, the Pennsylvania Rules of Disciplinary Enforcement (Rule 321) require that a conservator be appointed, which could be a lengthy process. Furthermore, once appointed, the conservator is charged with reassigning your client files to other attorneys, quickly, so that the clients' interests are protected. This means that when you return to your practice, your client files may have been reassigned.

Of course, have a Will with a provision such as "In addition to the powers conferred by law, my personal representative shall have the power to retain any interest which I have in any business and to continue to operate the same during the administration of the estate". Protecting Your Practice: Hope for the best, but plan for the worst, The Pennsylvania Lawyer, March/April, 2008, Ellen Freedman. In addition, be certain that your



## SOLO PRACTITIONERS, POWERS OF ATTORNEY AND THE NEED FOR PLANNING FOR INCAPACITY (CONTINUED)

Will permits the personal representative, during the course of the estate's administration, to continue to incur and pay expenses related to your practice.

An additional tool is not a specific legal instrument but rather an administrative one: maintain an updated office procedures manual outlining the procedures to be undertaken by employees in the event of the attorney's incapacity. The office manual at my firm includes passwords, professional affiliation account numbers, insurance information, office supply account numbers, mailing procedures, estate planning instrument processing procedures, website information, billing procedures, telephone numbers of my tech and host companies, contact information for my bookkeeper and payroll service, office rental (or lease) information, and even the office dress code. We update our manual at least monthly. Other administrative considerations include adequate malpractice insurance, purchase of a tail policy on retirement or sale, an updated computer back-up system, and easy access to client deadlines and client contact information.



The very basic tools mentioned herein are not difficult or time consuming to implement. Sometimes the first step in implementing a plan is the most difficult, but perhaps it will be easier to think of the plan as your most important client. When the needs of your most important client are addressed, taking care of all other clients is easier. You may even have time for an unscheduled vacation.

**Authored by:** Rise P. Newman, Esquire is the principal of Law Offices of Rise P. Newman, LLC. She concentrates her practice in estate administration, probate, estate planning, elder law, and guardianship work. Ms. Newman is a former co-chair of the Philadelphia Bar Association's Elder Law Committee and currently serves on the executive board of the Philadelphia Bar Association Probate & Trust Section board member of Philadelphia Estate Planning Council. Ms. Newman is a member of both the Philadelphia and Pennsylvania Bar Associations and is a frequent lecturer for NBI, National Business Institute.

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## COLLABERATIVE PRACTICE TRAINING

"Collaborative Practice is the fastest growing Dispute Resolution process. This remarkable growth is driven by the essence of the process: the parties, attorneys and allied professionals agree that they will work together rather than resorting to the courts to help the parties resolve their disputes. The Collaborative Law Association of Southwestern Pennsylvania is holding training for this exciting practice on May 12 and 13, 2011. Visit [www.CLASPLAW.org](http://www.CLASPLAW.org) for more detail."

"Collaborative Law Association of Southwestern PA (CLASP) has changed its By-Laws as of January 1, 2011 to open its membership to non-attorneys, such as Mental Health Professionals and Financial Planners, trained in Collaborative Law. Visit [www.CLASPLAW.org](http://www.CLASPLAW.org) for more information."



## ANNOUNCING A CHANGE OF MAILING ADDRESS FOR FOIA REQUEST



The Internal Revenue Service has almost completed modernizing Freedom of Information Act (FOIA) and Privacy Act case processing with the implementation of AFOIA, Automated Freedom of Information Act.

Due to the volume of correspondence and payments we receive, we changed the FOIA mailing address. Effective April 1, 2011, please send all FOIA correspondence and payments to:

Internal Revenue Service  
 Disclosure Scanning Operation - Stop 93A  
 Post Office Box 621506  
 Atlanta, GA 30362-3006

AFOIA allows us to centralize receipt of requests and electronically process and distribute them throughout the country. The implementation of this automated processing is an initial step towards compliance with President Obama's open government initiative.

## MEMBERSHIP ANNOUNCEMENTS



**Lee Applebaum, Esquire** a partner at Fineman, Krekstein & Harris, co-authored "Getting to Yes in Specialized Courts: The Unique Role of ADR in Business Court Cases,"

with the Honorable Ben F. Tennille, Chief Judge of North Carolina's Business Court and Professor Anne Tucker Nees. The article was published in Volume 11 of the Pepperdine Dispute Resolution Law Journal. Lee is a national authority on business courts, the immediate past Chair of the ABA's Subcommittee on Business Courts and among the few lawyers named an Honorary Charter Member of the American College of Business Court Judges.



**Phyllis Horn Epstein, Esquire** participated as a speaker and course planner for the Seminar "LLCs: From Formation to Special Uses" for the

National Business Institute this past December 2010. Her presentation included a discussion of complex tax issues affecting the use of LLCs. On April 15, 2011 Phyllis participated in the Penn State University Smeal College of Business Conference for Women speaking on matters of employment law including the Title VII, Family Medical Leave Act, and Equal Pay Act.

and finance. She is an active member of the Bucks County Bar Association, serving as Chair of its Women Lawyers Division. She is co-founder and past chair of its Business Law Section. Murray is also a member of the American Bar Association, Pennsylvania Bar Association, and Philadelphia Bar Association. She serves on the boards of the Bucks County Symphony and the Bucks County Children's Museum.



**Albert S. Dandridge, III, Esquire** will receive the John Stephen Baerst Award for Excellence in Teaching at Boston University's 2011 commencement ceremonies.



**Joanne M. Murray, Esquire** of Antheil Maslow & MacMinn LLP, a law firm headquartered in Doylestown, Pennsylvania was elected to serve as

Secretary of the Bucks County Bar Association at its annual meeting in December. Murray concentrates her practice in the areas of business law, business transactions, contracts, banking

## STRATEGIC COMMUNICATION IN CLIENT REPRESENTATION, NEGOTIATIONS, THE OFFICE AND BEYOND SEMINAR

Thorp Reed & Armstrong, LLP and Francis Cauffman Architects in partnership with Letterman White Consulting and the Commercial Real Estate School of TriState REALTORS® Commercial Alliance are hosting a seminar entitled "Strategic Communication in Client Representation, Negotiations, The Office and Beyond" on April 26, 2011. This program has been approved for 3.5 CLE credits. For more information, visit the Events page at [www.thorpreed.com](http://www.thorpreed.com).



## COMMITTEE CHAIRS

### Antitrust Law

Gerard A. Dever, Chair  
[gdever@finekaplan.com](mailto:gdever@finekaplan.com)

### Banking & Commercial Finance

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### Bankruptcy

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### Business Litigation

E. David Chanin, Chair  
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### Business Organizations (Corporate Law)

Eric Marr, Chair  
[Eric.Marr@dbr.com](mailto:Eric.Marr@dbr.com)

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## BUSINESS LAW SECTION: WHO ARE WE?



As the largest substantive law section in the Philadelphia Bar Association, the Business Law Section, through its many committees, promotes the objectives of the Association and the interests of business law practitioners in the fields of corporate, banking, securities, intellectual property, municipal finance, and related areas of the law. The Section, made up of in-house, government and private practice business lawyers, sponsors numerous committees which provide important networking and continuing legal education opportunities for Section members. The Business Law Section advocates legislative changes in Harrisburg under the umbrella of the Association.

## MISSION STATEMENT

It is the mission of the Communications Committee of the Business Law Section of the Philadelphia Bar Association to foster improved communication among its members in the furtherance of the goals of the Section. To this end, The Insider provides a forum for professional and open exchange among the Section membership on all issues related to its members

and the law. The Insider shall be utilized for the following purposes:

- To publicize opportunities and events that may be of interest to the Section membership;
- To provide information to the membership on topics that may be of general interest;
- To reach a wider audience and increase the visibility of the Section;
- To inform the Section membership of its projects and goals;
- To share information with the Section membership regarding accomplishments of members and public figures.

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The Business Insider is a publication of the Business Law Section of the Philadelphia Bar Association. The purpose of the publication is to facilitate communication among the membership of the Section on topics and events of general interest to business law practitioners. The editors of The Insider reserve the right to accept or reject any submission and to edit any

submission to ensure its suitability for publication, its adherence to the Mission Statement of the Communications Committee, and its furtherance of the objection of the Business Law Section.



**From the Editor**

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