



SmartTask,
step-by-step
practical
guides

SmartTask & SmartTask Pro

Expert Practical Guides

SmartTask—Step-by-step practical legal guides with links to key treatise materials and primary sources in an easy-to-follow outline form.

Wolters Kluwer's Corporate Suite of SmartTasks is an excellent resource for Amending Bylaws, Forming a Corporation, Reviewing and Commenting on a Draft Form 10-Q or 10-K, Preparing a Schedule 13D or 13G, Selecting a Business Entity, and much more.

Plus, with **SmartTask Pro** you can leverage your firm's expertise by adding your firm's own practice notes or in-house documents, all protected by your firewall.

SECURITIES/CORPORATE LAW SMART TASK SUITE

- Amending Bylaws
- Amending the Articles of Incorporation (Charter)
- Board of Directors Meetings
- Compensation of Directors, Officers, and Managers
- Contested Elections
- Converting Business Entities
- Corporate Reincorporation
- Directors & Officers: Insurance, Indemnification
- Directors & Officers: Removal, Resignation, or Death
- Dissolving a Corporation
- Dissolving a Limited Partnership or LLP
- Dissolving an LLC—California
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- Dissolving an LLC—Maryland
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- Drafting an LLC Operating Agreement
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- Forming a Corporation—Michigan
- Forming a Limited Partnership or LLP
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- Forming an LLC—California
- Forming an LLC—Connecticut
- Forming an LLC—Illinois
- Forming an LLC—Maryland
- Forming an LLC—Massachusetts
- Forming an LLC—Michigan
- Forming an LLC—New York
- Inspecting Books and Records
- Issuance of Shares; Dividends, Redemptions, Stock Purchases, and Transfers
- Liability of LLC Members and Managers
- Liability of LLP Partners
- LLC Dissolution
- LLCs and Bankruptcy
- Preparing a Form 3
- Preparing a Form 4
- Preparing a Form 5
- Preparing a Form 8-K
- Preparing a Schedule 13D
- Preparing a Schedule 13G
- Responding to Shareholder Derivative Actions
- Reviewing and Commenting on a Draft Form 10-Q
- Selecting a Business Entity
- Shareholder Appraisal Rights
- Shareholder Meetings

Contact your Wolters Kluwer account manager for a demonstration of **SmartTask** and **SmartTask Pro**, and for a complete title list.

SECURITIES/CORPORATE LAW SMART TASK SUITE

Amending Bylaws

Step-by-step guide to amending corporate bylaws by incorporators, the board of directors, or shareholders from review of the Certificate of Incorporation to filing the amended bylaws in the corporate minute book.

Amending the Articles of Incorporation (Charter)

Step-by-step guide to amending articles of incorporation, from determining whether an amendment is required by state law, preparing and, if required, filing the restated articles of incorporation.

Board of Directors Meetings

Step-by-step guidance of the law governing annual and special meetings and including notice and other requirements.

Compensation of Directors, Officers, and Managers

Step-by-step guidance and review of the laws governing compensation of directors, officers, and managers, including case law history and analysis of the Business Judgment Rule.

Contested Elections

Step-by-step guide examining the background of and procedures for conducting corporate elections in general, the mechanics of contested elections versus uncontested elections, Section 225 summary proceedings for contested elections, and the standards of review for director fiduciary duties that apply in the case of corporate elections under Delaware law.

Converting Business Entities

Step-by-step guide for the process of conversions for several of the most widely used and most popular business entities in Delaware and New York.

Corporate Reincorporation

Step-by-step guidance detailing how to effect a reincorporation. Includes a discussion of conversions, reverse mergers, asset transfers, and more.

Directors & Officers: Insurance, Indemnification

Step-by-step guide to issues relating to indemnification of directors and officers, and D&O insurance. Also includes key takeaways including a recommendation as to what should be included in the employment agreements regarding indemnification.

Directors & Officers: Removal, Resignation, or Death

Step-by-step guide to key issues and actions to take when a director is removed, resigns, or dies.

Dissolving a Corporation

Step-by-step guide of tasks and issues relating to corporate dissolution from determining applicable state requirements to notice and filing obligations.

Dissolving a Limited Partnership or LLP

Step-by-step guide examining the liability of LLP Partners under several state statutes, with a particular focus on New York and Delaware.

Dissolving an LLC—California

Step-by-step guidance to dissolving a limited liability company in California.

Dissolving an LLC—Connecticut

Step-by-step guidance to dissolving a limited liability company in Connecticut.

Dissolving an LLC—Maryland

Step-by-step guidance to dissolving a limited liability company in Maryland.

Dissolving an LLC—Massachusetts

Step-by-step guidance to dissolving a limited liability company in Massachusetts.

Dissolving an LLC—Michigan

Step-by-step guidance to dissolving a limited liability company in Michigan.

Dissolving an LLC—New York

Step-by-step guidance to dissolving a limited liability company in New York.

Drafting an LLC Operating Agreement

Step-by-step guide covering key operational issues attorneys should consider when drafting their LLC operating agreements in any state.

Forming a Corporation

Step-by-step guide to forming a new corporation, from name and jurisdiction selection to drafting key documents including bylaws and articles of incorporation.

Forming a Corporation—Maryland

Step-by-step guide to forming a corporation in Maryland, including state specific requirements and practical guidance regarding drafting key documents including bylaws and articles of incorporation.

Forming a Corporation—Michigan

Step-by-step guide to forming a corporation in Michigan, including state specific requirements and practical guidance regarding drafting key documents including bylaws and articles of incorporation.

Forming a Limited Partnership or LLP

Step-by-step guide covering issues to consider and steps to take when forming a limited partnership (LP) or a limited liability partnership (LLP). Includes a discussion of the key differences between an LP and LLP, with a focus on New York and Delaware law.

Forming an LLC

Step-by-step guide to forming an LLC with a focus on Delaware and New York law. Includes drafting tips for drafting an operating agreement, preparing and filing a Certificate of Formation/Articles of Organization, and more.

Forming an LLC—California

Step-by-step guide to forming an LLC in the state of California. Includes guidance regarding name selection, articles of organization, operating agreement, and more.

Forming an LLC—Connecticut

Step-by-step guide to forming an LLC in the state of Connecticut. Includes guidance regarding name selection, articles of organization, operating agreement, and more.

Forming an LLC—Illinois

Step-by-step guide to forming an LLC in the state of Illinois. Includes guidance regarding name selection, articles of organization, operating agreement, and more.

Forming an LLC—Maryland

Step-by-step guide to forming an LLC in the state of Maryland. Includes guidance regarding name selection, articles of organization, operating agreement, and more.

Forming an LLC—Massachusetts

Step-by-step guide to forming an LLC in the state of Massachusetts. Includes guidance regarding name selection, articles of organization, operating agreement, and more.

Forming an LLC—Michigan

Step-by-step guide to forming an LLC in the state of Michigan. Includes guidance regarding name selection, articles of organization, operating agreement, and more.

Forming an LLC—New York

Step-by-step guide to forming an LLC in the state of New York. Includes guidance regarding name selection, articles of organization, operating agreement, and more.

Inspecting Books and Records

Step-by-step guide examining who has the right to inspect, the scope of the inspection, and key issues to consider when you receive a demand notice.

Issuance of Shares; Dividends, Redemptions, Stock Purchases, and Transfers

Step-by-step guide to issuing shares, dividends, redemptions, and stock purchases and others including practical considerations regarding stock transfer restrictions.

Liability of LLC Members and Managers

Step-by-step guidance examining liability of and fiduciary duties owed by managers and members in LLCs across key jurisdictions.

Liability of LLP Partners

Step-by-step guidance examining the liability of LLP partners under several key state statutes, with a particular focus on the New York and Delaware LLP Statutes.

LLC Dissolution

Step-by-step guidance to dissolving a limited liability company with a focus on Delaware and New York law. Includes guidance around events that trigger dissolution, as well as an analysis of some of the key takeaways and practical considerations.

LLCs and Bankruptcy

Step-by-step guide examining key bankruptcy issues affecting LLCs and some of the factors practitioners should consider while advising LLCs as clients.

Preparing a Form 3

Step-by-step instruction for preparing and filing a Form 3, the initial report to be filed by a Section 16 reporting person.

Preparing a Form 4

Step-by-step instruction for preparing and filing a Form 4, the filing required to report changes in beneficial ownership of a Section 16 reporting person.

Preparing a Form 5

Step-by-step instruction for preparing and filing a Form 5, the year-end report for transactions not reported on Form 3 or Form 4.

Preparing a Form 8-K

Step-by-step guide for preparing a Form 8-K. Includes an introduction to the purpose and content of a Form 8-K, as well as the customary processes for preparing and filing the document.

Preparing a Schedule 13D

Step-by-step instruction for preparing and filing a Schedule 13D, the long-form beneficial ownership disclosure statement.

Preparing a Schedule 13G

Step-by-step instruction for preparing and filing a Schedule 13G, the short form acquisition statement.

Responding to Shareholder Derivative Actions

Step-by-step guide to responding to shareholder derivative actions, including among other issues, standing requirements, demand, board recommendations, and settlement considerations.

Reviewing and Commenting on a Draft Form 10-K

Step-by-step guide for reviewing and commenting on a draft Form 10-K. Includes an introduction to the purpose and content of a Form 10-K, as well as the customary processes for preparing and filing the document.

Reviewing and Commenting on a Draft Form 10-Q

Step-by-step guide for reviewing and commenting on a draft Form 10-Q. Includes an introduction to the purpose and content of a Form 10-Q, as well as the customary processes for preparing and filing the document.

Selecting a Business Entity

Step-by-step guide examining the key factors to consider when choosing the appropriate business entity.

Shareholder Appraisal Rights

Step-by-step guide to shareholder appraisal rights with a focus on Delaware law. Issues covered include among others, corporate valuation methodology, and director appraisal disclosure duties.

Shareholder Meetings

Step-by-step guide to the laws governing shareholder meetings, including annual and special meetings, notice, voting, and other requirements.