

# MCKEE LAW OFFICE

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## **Strategic Counsel Program**

McKee Law Office created its Strategic Counsel Program in 2006 to assist growing businesses minimize their new legal exposure without the constant worry about legal fees. For a fixed amount of \$10,000, McKee Law Office will provide strategic corporate counsel and legal services for 12 months. Under the Program, you can aggressively grow your business with the resources of a full-service law firm and the unique ability to predict legal fees.

### **Services Offered Under the Program**

Under the Strategic Counsel Program, we will assist you in examining the following legal issues and in preparing and filing, where appropriate, documents that meet your corporation's needs:

### **Legal Audit and Risk Management Action Plan**

The Legal Audit is a 20-point checklist and is designed to help you evaluate your legal health, risk and vulnerability to lawsuits. It is intended to cover specific issues that are common to growing businesses. For example, do your sales contracts stipulate that a lawsuit can be brought only in the county where your business is located? Do you regularly document decisions made regarding employees, in order to defend potential discrimination claims? In addition to identifying potential areas of risk, we will devise a risk management action plan to avoid those legal problems. The Audit allows you to control the future while eliminating the unknown.

### **Intellectual Property Protection**

After a thorough understanding of your business goals, we conduct a comprehensive analysis to determine the best vehicle to protect your intellectual assets—such as copyrights,

trademarks, patents, or trade secrets. In addition, we will enforce and protect those assets from theft and infringement. We will advise you about how to register your business' intellectual property at the state, federal and international levels, along with completing the registration, assignment, or licensing of those assets.

## **Continuing Corporate Maintenance (CCM)**

We established this service to provide business compliance solutions to private companies. The Continuing Corporate Maintenance (CCM) service ensures that you meet necessary legal formalities by providing our clients with a registered agent, corporate meetings and stock transfer services. As the corporation's board of directors and shareholders take actions throughout the year, we will prepare the necessary minutes and consents of the directors and shareholders. We will also attend directors' and shareholders' meetings if you wish.

CCM includes the following services:

- Prepare standard annual meeting minutes for shareholders and directors of corporations.
- Act as your company's Pennsylvania Registered Agent.
- Provide an annual company audit and compliance questionnaire to identify compliance issues and keep the corporate records accurate and current.
- Maintain a compliance calendar for all your annual report and franchise tax filing deadlines.
- Make conference room facilities available for meetings.

CCM allows you to save time while we manage your bureaucratic and administrative paperwork.

## **Business Licenses and Permits**

We will assist the corporation in filing the necessary applications to do business with federal, state and city authorities. These can include:

- Philadelphia Business Privilege License Application
- Application for Internal Revenue Service Employer Identification Number
- Pennsylvania Business Authority License
- Registration with the Department of Health and Professional Licenses
- Applications to do business as a Foreign Corporation (if you wish to do business in other states)
- Certification as a Minority-Owned, Woman-Owned, Veteran-Owned, or Disadvantaged-Owned business

## **Employment Matters and Employee Policies**

We will advise you of how similar companies structure employment arrangements and compensation and how they attract and provide incentives for employees and independent contractors. We can then assist you in preparing appropriate:

- Employment Agreements for Key Employees, perhaps with noncompetition provisions
- Independent Consulting or Contractor Agreements
- Confidentiality and Nondisclosure Agreements for Employees and Consultants
- Stock Repurchase Agreements
- Section 83(b) Elections
- Employee Handbook
- Sexual Harassment and Discrimination Policy

## **Employee Stock Option Plan**

Frequently, growing companies wish to offer stock options as an incentive for some or all of their employees. Under the Program we will advise you about the necessary steps to adopt a stock option plan, the advantages of such a plan, and what numbers of shares are routinely subject to plans. If the board of directors decides the corporations should grant stock options, for an additional \$1,000, we will prepare a standard Stock Option Plan and Stock Option Agreement and help the corporation file for exemptions under federal and appropriate state securities laws.

## **Unlimited Consultation and Strategic Advice**

Under this Program, you can call or schedule meetings with us at any time to discuss corporate matters, upcoming strategic decisions or general business concerns. One goal of the Program is to encourage business owners to seek legal advice prior to acting; this can help avoid future legal problems. Therefore, we encourage you to take advantage of the Program and call whenever you have a question. As a member of the Program, you will receive a return phone call or e-mail the same day. This service helps you to respond quickly to the changing market and to take advantage of new opportunities. Remember that you can chat online, privately with your attorney every Monday through Friday from 8 am to 8 pm at [www.McKeeOffice.com](http://www.McKeeOffice.com)

## **Quarterly Growth-Strategy Meetings**

We will meet quarterly with you and your advisors to examine the market and develop a plan to position your company to take advantage of emerging trends. The goal is to ensure that while your business grows, you do not incur additional legal vulnerabilities. We encourage you to invite your management team, your insurance advisory, your accountant, and your financial advisor to the quarterly meeting. We will gladly host the meeting, either in-person, via video conferencing, web conferencing, or telephone conferencing.

## **Online Client Extranet and Virtual Office**

Designed to be secure and efficient, our client extranets provide a common workplace knowledge depository. We can share and store legal documentation, corporate and transactional information, contracts, engagement letters, service level agreements, invoices and other records for later use and review. The extranet also provides a virtual library of answers to a whole range of basic legal questions. Improve workflow management and stop wasting time looking for that critical document or e-mail. You can manage your project from the convenience of your desktop. All documents, research and communications related to your company are organized in one place. Use our extranet to securely and safely house all aspects of your legal projects. Our online client extranet provides convenient, 128-bit encrypted access to your legal documents, 24 hours per day, from the comfort of your desk.

## **Controlled Fee Guarantee**

We offer preferred member billing rates and flat fee billing, and we reduce our standard rate by the 30% member discount on all your future legal work. Before beginning any project, we provide you with a detailed budget and timeline, which enable you to conduct a thorough cost-benefit analysis prior to the engagement. As a reminder, our firm does not charge for telephone conversations, photocopying, long distance charges, online computer services or fax services.

## **Fees, Disbursements and Monthly Reports**

While the Strategic Counsel Program covers legal services, it does *not* include filing fees. Each month you will receive a written report detailing all actions taken on your company's behalf, along with an invoice for any filing fees. We never charge for copying, postage, phone calls,

long-distance charges, or other incidentals. If you ever have questions regarding these amounts, please call your principal attorney immediately.

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**Eligibility**

If you have been in business for at least 3 years, and are a closely-held business, you are eligible to apply for our Strategic Counsel Program. It is designed to help businesses who are in the growth-stage, position themselves for success.

We are extremely excited to offer this unique program to you. This service saves you time and anxiety over the growth of your business because you are making the smart decision to retain a full-time attorney today. I am happy to meet with you in person to discuss the program's benefits. Feel free to call me anytime at 1-800-224-1985.

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