

COMMENTS FROM THE PRESIDENT

Greetings:

By the time you get this newsletter our newly renovated web site is expected to be online. The roll-out date is March 1, 2014. The change to our web site has been several months in the planning under the leadership of Nick Bakatsias. Go to www.greensborobar.org to check it out.

Many of us use smartphones when we are out of the office. The new web site is designed to be user-friendly for the small screens of smartphones and tablets. Thus, when you log onto the web site, you will not need a microscope to read the display. Also, the navigation features will be readily available, so you can easily go to the specific pages on the web site that you want to see.

All of the old information that you are used to finding on the web site will be there, such as a calendar of events, copies of newsletters and memorials, committees, by-laws, and so on. The web site will continue as the official web site of the 18th Judicial District Bar as well as Greensboro Bar Association.

For the first time, we are putting the directory of our members online. The upgraded capabilities of the new web site will allow us to keep the directory current and available to our members and the general public.

Our hope is that each of you will submit a digital photograph suitable for posting in the directory. The type of photograph we need is the same kind of photograph that has been printed in past directories, usually referred to as a "corporate headshot." Please e-mail your photograph to directory@gsobar.com, and it will be posted promptly. If your information needs corrections, please e-mail the changes to Chris Gumbiner at greensborobar@bellsouth.net.

The plan is that the online directory will replace the printed directory, which was frequently out of date the moment it came off the press. The online directory will be much more convenient than the book because it can be accessed by wherever you are and just when you need it. Another advantage is that the web site directory will have much broader coverage than the book, since the public at large can locate the directory using a search engine on their web browsers. Your directory posting will have a link to your firm's web site, so your office information will be just a click away.

We can keep publishing printed directories every four or five years, but if this venture works as expected, the demand for that service may disappear entirely.

There is a tipping point for the online directory. The more information that is posted, the more people will come to rely on it as a reference. Be pro-active and make sure that your information is correct and that your photograph is posted.

Mike Micciche of Micciche Photography is the excellent photographer who took the photographs for our 2009 printed directory. Mike is offering a special deal for our members who need a current photograph. His price is \$75.00 plus tax for a standard corporate headshot, which will be yours to use for any purpose. Each session takes about thirty minutes. His studio is conveniently located at 3719-C West Market Street, at the corner of Holden Road. His web site is www.mikemicciche.com, and his telephone number is (336) 684-3535.

The developer who has upgraded our web site is Matthew Covington, an Elon Law graduate who is practicing with Cranfill, Sumner & Hartzog, L.L.P., in Charlotte. Matt specializes in workers' compensation. As you will see, he has done a fine job for us.

Vance Barron,
President of the Greensboro Bar Association.

DISPELLING MENTORING MYTHS

By Camille Stell

Show me a great attorney and I'll show you someone who had a great mentor behind them. Mentoring is an important part of the legal profession. Mentoring relationships help further the profession beyond what is taught in classrooms and builds life-long relationships. Those who would argue the relevance of mentoring in the profession have perhaps bought into some of the following myths about mentoring:

Myth: Mentoring is time consuming. In fact, many who participate in mentoring relationships say it takes less time than they expected. Often being available to answer specific questions is a part of mentoring that is beneficial to the mentee and does not require a lengthy time commitment from the mentor. Mutually beneficial relationships often grow out of mentoring relationships. In those cases the time commitment can increase. Mentor and mentee spend more time socializing and getting to know one another. The mentor often finds unexpected benefit – knowledge about a new subject matter, someone who can offer technology advice or just a new way to see old problems.

Myth: No one in my community needs mentoring. This relies on the idea that the mentor and the mentee must be in the same location. Years ago, several of our paralegal programs across the state began offering e-mentoring opportunities. Experienced paralegals from anywhere in the state could volunteer to mentor new paralegals or paralegal students from the ease of their computer. I was able to participate in the program and found myself reviewing resumes, offering interviewing tips and critiquing cover letters of paralegal students. It was a great way to connect with new people and offer guidance which I enjoyed sharing and was welcomed by the students.

Myth: I don't know enough to share. Experienced mentors are greatly needed. But often, someone with even a brief time in practice can provide guidance to a newbie. You forget how great your learning curve is. Within your first year, you have already learned how to set fees and navigate client relationships. This can be very helpful to someone just hanging their shingle.

It's often difficult to start a conversation with your mentor. Ask questions.

- What is the most important career advice you ever received?
- What do you wish you knew when you started?
- Is there anything different you would do in your career?

- What do you consider your greatest success?

Mentors, your mentees are not always going to be younger than you, but in some cases that is true and as a result, some generational differences often crop up. Here are a few tips for you to keep in mind about our youngest group of lawyers, the millennials and their strengths:

- Millennials value teamwork
- Millennials are technology savvy and enjoy social networking
- Millennials are accustomed to multi-tasking
- Millennials exhibit a strong work ethic but want to see a tangible pay-off
- Millennials have a healthy perspective on collaboration and teamwork
- Millennials have an entrepreneurial spirit

There are many resources available to those interested in becoming mentors as well as those who are looking for a mentor. The following are great starting points:

- NCBA Mentorship Program: <http://www.ncbar.org/about/ncba-mentorship-program>
- NC Court System website: This website offers a guide to mentoring programs in NC as well as a guide to developing a mentoring plan <http://www.nccourts.org/Courts/CRS/Councils/Professionalism/Mentoring.asp>
- NC Law Schools – many offer mentoring opportunities some are limited to alum/student relationships. Others offer local bar association involvement
- Risk management handout on mentoring available at the Lawyers Mutual website www.lawyersmutualinc.com

If you have experience, share it by serving as a mentor. If you are new to the profession, reach out to find a mentor. Mentoring perpetuates growth in the legal field; mentees often go on to become great mentors and both go on to become great attorneys.

Camille Stell is the Vice President of Client Services for Lawyers Mutual. Camille has more than 20 years of experience in the legal field and has learned many lessons in etiquette by reaching for the wrong napkin at networking events. Contact Camille at camille@lawyersmutualinc.com or 800.662.8843.



TEACHER SUPPLY WAREHOUSE PROJECT APPEAL LETTER

Greensboro Bar Association Members,

We are participating in Leadership Greensboro through the Chamber this year and are excited to be on a Teacher Supply Warehouse project team. The TSW is a project of Guilford Education Alliance. The TSW was established to meet both the needs of teachers and students, providing classroom supplies to Guilford County teachers at no charge. Since its inception, the TSW has provided more than \$2 million in new and recycled materials to schools in Guilford County.

With our team's assistance, GEA is focused on obtaining science, music and other art supplies, which are rarely donated. By promoting technology, innovation, and creativity to broaden the knowledge of our students, we help create a stronger workforce for our community's future. We will hold a special shopping day for teachers for these donated supplies on April 5th. Our ultimate objective is to create a sustainable supply of science, music and arts materials for the TSW.

We encourage you to consider donating any recycled, gently used supplies. All gifts are tax deductible. The top ten most requested items by science, music and art teachers are (1) basic art supplies, including water colors, visual art supplies and brushes, (2) musical instruments, including Orff instruments, (3) musical stands, (4) sheet music (band, choral & orchestra), (5) Bunsen burners, (6) glassware, including graduated cylinders, beakers & assorted clear pipes, (7) Legos, (8) microscopes and slides, (9) recycled materials, and (10) safety glasses. If you are interested in making a donation or would like a copy of the more extensive list or other information regarding the drive, please let us know. Our contact information is Margaret Chase, 336-378-1899, mchase@lawfirmrbs.com and Collins Pickup, 336-378-5459, collins.pickup@smithmoorelaw.com.

With corporate and community support for this project, we have a great opportunity to impact and expand the knowledge of our students and to support our teachers and their efforts in the classroom.

Thank you for your consideration and support,

Margaret Chase,
Associate at Rossabi Black Slaughter, PA, and
Collins Pickup, Of Counsel at Smith Moore Leatherwood LLP

WOMBLE CARLYLE GREENSBORO ATTORNEYS HONORED AS N.C. SUPER LAWYERS, RISING STARS

Four Womble Carlyle attorneys from Womble Carlyle's Greensboro office have been named to the 2014 lists of North Carolina Super Lawyers and North Carolina Rising Stars. Womble Carlyle attorneys honored by N.C. Super Lawyers are:

Jack B. Hicks — Intellectual Property
Stephen Shaw* — Intellectual Property
Ryan H. Stewart* — Business/Corporate
Thomas S. (Tom) Stukes — Health Care

* Denotes Rising Star

North Carolina Super Lawyers is a listing of the top five percent of lawyers in the state who have attained a high degree of peer recognition and professional achievement. The multi-step process involved soliciting nominations from attorneys across the state (lawyers were not allowed to vote for themselves), followed by a thorough case-by-case review of each nominee. North Carolina Rising Stars recognizes outstanding attorneys who are 40 or under, or who have been practicing for 10 years or less. No more than 2.5% of North Carolina lawyers are named to this list.

ISAKOFF JOINS HIGGINS BENJAMIN



Higgins Benjamin, PLLC, is pleased to announce the addition of **Peter D. Isakoff** to the firm. Prior to joining Higgins Benjamin, Peter served as a law clerk to The Honorable Robert N. Hunter, Jr., on the North Carolina Court of Appeals. Peter is a graduate of Duke University School of Law, where he was a Research Editor for the Duke Law Journal. He has been involved with helping local start-up enterprises in North Carolina and remains actively involved in community outreach. Peter's practice areas include: Business and Civil Litigation; Corporate Law; Estate Planning and Administration; Homeowners' Associations; and Real Estate.

OFFICE SPACES AVAILABLE

Beautiful two-room suite and one large office available for rent. All utilities and parking provided. Secure entry. Walking distance to all courts. 437 W. Friendly Ave.

Call for appointment: 272-3556 ext. 208

BRIAN BANKS TO SPEAK AT HEARTSTRINGS EVENT

Ashley Wall, Executive Director of Heartstrings and wife of Greensboro attorney Jon Wall of Higgins Benjamin, would like to announce that on Thursday, May 1, 2014, former NFL hopeful Brian Banks will be the keynote speaker at the organization's forthcoming Raising Hope with Heartstrings fundraising event, which will be held at the Empire Room in downtown Greensboro. Doors open at 6 p.m., and the program will begin promptly at 6:30 p.m., followed by a lively jazz reception and "Raise your Glass Raffle." Please call 336-335-9931 to learn about sponsorships, including a private VIP reception with Banks. Registration for the event will open March 17, 2014, at www.heartstringsupport.org.

More About Heartstrings

Heartstrings provides compassionate validation, bereavement education and hope to families who have suffered pregnancy, infant and child loss through distinctive peer-based support groups in Greensboro, Winston-Salem, High Point, and Kernersville as well as one-to-one peer mentoring. Heartstrings helps families right here in the Triad to know that they are not alone and to ultimately regain hope in their lives.

More about Brian Banks

Brian Banks was a phenomenal young athlete; a nationally ranked linebacker with a scholarship to attend USC and a promising future NFL career. However, in the summer of 2002, he was accused of sexually assaulting a high school classmate and faced a possible 41-year prison sentence. Eventually Banks agreed to a plea deal that included prison time, parole, and being branded as a registered sex offender.

After nine long years, his accuser contacted Banks in 2011 to resume their friendship. She visited Brian and admitted that she had fabricated the rape story, unaware that Brian and a private investigator were taping her confession. The California Innocence Project presented the evidence to the L.A. District Attorney's office, prompting an investigation that backed Brian's claims of innocence.

In light of this new evidence, Brian was exonerated on May 24, 2012. An emotional Banks was finally free of all charges against him after the district attorney said that Banks was wrongfully convicted. He broke down in tears in the courtroom.

Brian Banks signed with the Atlanta Falcons the following April as a free agent but failed to earn a spot on the Atlanta Falcons' 53-man roster. The 28-year-old rookie linebacker said playing in the pre-season was "one of the best moments of my life." Today Brian's mission is to help other wrongly-incarcerated people to receive justice through the California Innocence Project.

ASHLEY, SON MAKING A DIFFERENCE FOR SALVATION ARMY



Caleb Ashley, the son of Greensboro attorney Bruce Ashley, is on a mission. For the past two years, the 17-year-old pitcher for GC Heat (Guilford County Home Educators Athletic Teams) has raised money for The Salvation Army through CalebKs, which solicits donations for each strike out Ashley obtains during his high school baseball season. Through two seasons, Ashley has struck out 86 batters and raised approximately \$10,000 for The Salvation Army. This year, he wants to beat the numbers from the past two seasons and invites members of the Greensboro Bar Association, as well as others, to get involved. Please see the following YouTube link and consider joining CalebKs: <http://youtu.be/l3G7c9s4e6M>.

THREE GREENSBORO LAWYERS SELECTED FOR NCBA LEADERSHIP ACADEMY

Jon Ward of Pinto Coates Kyre & Bowers PLLC, Erin Reis of the U.S. Department of Housing & Urban Development, and Hannah Vaughn of Elon University School of Law were three of the 17 lawyers selected to the North Carolina Bar Association Leadership Academy's Class of 2014.

The Leadership Academy was implemented in 2011 under the direction of then-President Gene Pridgen by the NCBA's Young Lawyer Initiatives Task Force in cooperation with the Center for Creative Leadership, a world renowned leadership training organization headquartered in Greensboro. Pridgen and Patti Ramseur of Greensboro, a former chair of the Young Lawyers Division, serve as co-chairs of the NCBA Leadership Academy initiative.

The mission of the Leadership Academy is to help young lawyers become more effective leaders in their communities, whether their communities be the legal profession, their firms, legal departments and any other organizations with which they are associated, or their local, state, national or even international communities, or any other environments where lawyers regularly have calls or opportunities for leadership.

The first two sessions of the Leadership Academy will be held March 7-8 at the N.C. Bar Center in Cary. Session 3 (April 4) and Session 4 (May 2) will also take place at the Bar Center. Session 5 on May 30 will be held at the Center for Creative Leadership campus in Greensboro. The final session will be held on Friday, June 20, at the NCBA Annual Meeting in Wilmington, followed by a graduation presentation during the Saturday morning, June 21, General Session of the NCBA Annual Meeting.

The Leadership Academy is sponsored in part by a generous contribution made possible by the Willis Smith and Willis Smith, Jr. Justice Fund from the North Carolina Bar Association Foundation Endowment.

ELON UNIVERSITY SCHOOL OF LAW
CORDIALLY INVITES GREENSBORO BAR ASSOCIATION MEMBERS TO A
RECEPTION WITH THE

AMERICAN BAR ASSOCIATION SITE INSPECTION TEAM

MONDAY, MARCH 3, 2014

6:00 P.M. - 7:30 P.M.

ELON LAW SCHOOL WEAVER LOBBY

201 NORTH GREENE STREET

PLEASE RSVP BY WEDNESDAY, FEBRUARY 26 TO DLUNSFORD2@ELON.EDU

THE NEW NORTH CAROLINA LIMITED LIABILITY COMPANY ACT

North Carolina has rewritten its Limited Liability Company Act. New Chapter 57D replaced old Chapter 57C January 1, 2014.

A summary of the more important changes is provided below. For more information or assistance in organizing your company in light of these changes, please contact Mark Davidson, who served on the committee which drafted the new Act, at (336) 271-3126 or mdavidson@brookspierce.com.

Important Substantive Changes

- The new Act significantly expands the already generous freedom of contract afforded in the old Act. Under both the old and the new Acts, the parties can modify most of the rules by agreement. These rules are often referred to as "default rules" because they apply unless the parties provide a different rule in their agreement governing the company, known as an "operating agreement".
- Under the old Act many of the most important default rules could only be changed by written agreement. The new Act eliminates the writing requirement. Under the new Act, any default rule may be overridden in writing by an oral agreement, or even an agreement that is implied by the parties' conduct.

While the best practice will continue to be to have a written operating agreement especially when a default rule is to be overridden, the liberalization permitted by the new Act in establishing the existence of an agreement to override a default rule may help a party avoid being stuck with a default rule that is contrary to the "deal"

when the old Act would not have avoided that result.

- The new Act expands the rules that are subject to being overridden by agreement. In particular, the parties can eliminate the duties of those managing the company to act in the company's best interest and to use reasonable care, and eliminate liability for breach of those duties, subject to the limits that otherwise generally apply to the parties' ability to enter a contract, including the obligation of good faith and fair dealing and the requirement that contract terms not be unconscionable at the time the contract is made.
- Under the new Act a party's access to remedies in court may be enhanced or restricted by agreement.
- The new Act provides that penalties agreed by the parties to be imposed upon the occurrence of an event, such as a failure to contribute money to the company, will be enforceable in court even though general contract law would otherwise refuse to enforce them.
- Under the new Act a member may be prohibited by the operating agreement from bringing a "derivative action" in court to enforce the company's rights if the operating agreement provides an alternative remedy.
- Under the new Act a member may be prohibited by the operating agreement from bringing an action in court to dissolve the company in certain circumstances if the operating agreement provides

Continued on next page

an alternative remedy.

- The new Act authorizes a company to issue interests that only have economic rights and no rights to participate in management. The old Act may have allowed creation of such economics-only interests only through a member having both economic and management rights assigning the member's economic rights.
- The new Act does not require any managers. The old Act permitted management to be vested in persons other than managers, but may have required that there be at least one manager.
- Under both the old and the new Acts, a company cannot make distributions of cash or other property to its owners if following the distribution the company would be insolvent or, in the case of distributions following the company's dissolution, before first paying or making adequate provision for the company's liabilities. Under the new Act, these distribution limitations do not apply to distributions that constitute compensation for services or to payments made in the ordinary course of business under a bona fide retirement plan or other benefits program.
- The new Act establishes a procedure whereby a company may obtain judicial approval of a reserve for contingent liabilities or liabilities that may arise after dissolution. The Company's establishment of the reserve approved by the Court is deemed to satisfy the Company's obligations with respect to those liabilities.
- For the most part, the default rules themselves remain substantially the same under the new Act.
 - For economics, the default rule continues to be that ownership is in proportion to the values of the parties' respective contributions of cash, other property, services, or promises to provide cash, other property, or services, to the company.
 - For management rights, the default rule continues to be that each member has an equal vote, regardless of economic ownership. Based on our experience, this is the most problematic default rule because it is often contrary to expectations. While the new Act continues this default rule, it increases the ability of a party to establish the existence of an agreement to override it by allowing proof of an oral agreement or an agreement

implied by the parties' conduct, while under the old Act this default rule could be overridden only by a written operating agreement.

Changes in Format and Terminology

The new Act reflects important changes in format from the old Act.

- The old Act identified default rules with words such as "except as otherwise provided in an operating agreement". The new Act does not identify default rules in this manner, but instead provides in a separate section of the new Act that the new Act's provisions are default rules except to the extent provided otherwise in that section. This new format may mislead a person who is not aware of the new special section into thinking that a rule is not a default rule when in fact the rule is a default rule.
- The new Act adopts several new specially defined terms, some of which could be misleading if careful attention is not paid.
 - The new Act refers to a company that is formed under the new Act or the old Act as an "LLC", while referring to a company that is formed under the laws of another jurisdiction as a "foreign LLC". References in the new Act to "limited liability company" can mean either an LLC or a foreign LLC.
 - Under the new Act, the holder of an interest in the company that has rights to participate in management is a "member" while the holder of an interest having only economic rights is an "economic interest owner". An "interest owner" refers to a member or an economic interest owner, and "ownership interest" refers to all the rights held by an interest owner, whether economic rights or management rights.
- Instead of providing that certain actions must be taken in a reasonable manner, the new Act adopts a global "reasonable" modifier stating that its provisions "are to be applied in a manner that is reasonable under the circumstances".

Disclaimer: This Advisory is made available for educational purposes only, not to provide specific legal advice. By using the Advisory, you understand that there is no attorney client relationship between you and the firm. The Advisory should not be used as a substitute for competent legal advice from a licensed professional attorney in your state

FIXED FEES MAKE (MOST) CLIENTS HAPPY

Reprinted from Tom's LegalMarketingBlog.com dated February 7, 2014

By Tom Kane

It's been awhile since I wrote about flat fees as an alternative fee arrangement. I've covered the topic [many times on this blog](#). I don't see it as a current hot topic in the legal marketing press, but IMHO it is one that clients (at least non-BigLaw clients) are most interested in.

Think about it. Who likes surprises? No one, unless it's the lottery winning kind. I don't like bombshells when it comes to auto mechanics, plumbers, electricians, or even lawyers I've retained in the past. I want to know what things cost, or least a damn good estimate. Fixed fees are one way to avoid unpleasant surprises for your clients.

So, I was taken with [Patrick Lamb's](#) contribution to a free download on [Attorney at Work](#) entitled "[New Math, New Money: A Lawyer's Guide to the Changing Business of Law](#)." Lamb is a pioneer when it comes to opposing the billable hour. In the aforementioned download, he points out five client benefits with the use of fixed fees:

1. Saves client/in-house lawyer's time in reviewing bills;
2. Increases predictability in the cost of legal services;

3. Simplifies the client budgeting effort, particularly where the business and law firm have different fiscal years;
4. Increases client trust that they are not being taken advantage of; and
5. Clients don't worry about the number of lawyers or that too senior attorneys are working their matter.

In today's incredibly, competitive legal marketplace, it would be wise to improve your clients' experiences by offering fixed fees. They'll be a lot happier, at least most of them!



Tom Kane, a member of the Greensboro Bar Association and former NC Assistant Attorney General, has spent the past 25 years as an in-house legal marketer and consultant to law firms throughout the U.S. He is author of *LegalMarketingBlog.com* and *Letters for Lawyers: Essential Communications for Clients, Prospects and Others*, 2nd Edition published by the ABA. He can be reached at (336) 833-5450.

The Greensboro Bar Association, Inc.
Post Office Box 1825
Greensboro, North Carolina 27402