

Corporate Governance

Clark Hill's full-service approach provides corporate governance counsel to protect and defend our clients' interests. We help companies, family businesses, emerging enterprises, and nonprofits navigate their legal and fiduciary obligations. Our subject matter experts ensure corporate officers understand and comply with governance regulations and standards so that they ultimately achieve their business goals.

Our proactive approach to corporate controls, compliance, and planning helps us to foresee and guard clients against legal issues that would adversely affect their business operations or value. Good governance is always important but can become critical while navigating business milestones like capital funding, stock offers, mergers, and leadership changes. We have experience advising boards and management on measures they can implement to protect their company's best interest in these and other circumstances. Additionally, we regularly provide counsel on matters in which management or other directors may have conflicting interests.

Our full-service team can provide proactive advice and documentation on the following:

- Board committee charters
- Codes of ethics
- Conflicts of interest
- Cybersecurity compliance and protection
- Disclosure controls, policies, and procedures
- Director independence
- Director nominations and elections
- Employment regulations
- Executive compensation
- Fiduciary duties
- Shareholder rights and communications
- Political activity and contribution compliance

When the unpredictable does happen, we have the expertise and experience to guide companies through the investigation and defense of serious allegations. These include but are not limited to the following:

- Accounting irregularities
- Government agency inquiries and actions
- Public corruption
- Securities fraud
- Tax fraud
- Whistleblowers

We will investigate and respond to allegations of wrongdoing on behalf of our clients. Our experience includes:

- Internal investigations
- Grand jury investigations
- Avoidance of indictments
- Enforcement proceedings
- Trial management and litigation

Confidentiality throughout this process is paramount. We are sensitive to our clients' needs during information-gathering. Ethical behavior is integral to our DNA. We will uphold our professional responsibilities and initiate reporting structures that preserve attorney-client privilege and client confidentiality.

When a resolution is not possible, we are fully prepared to defend our clients in court. Our attorneys have the experience and judgment to zealously defend and represent our clients should litigation result.



Corporate Law Leaders

Jarrold J. Duffy
+14123942560
jduffy@clarkhill.com

Patrick Owens
+12146514796
patrick.owens@clarkhillstrasburger.com

Corporate Law Areas of Practice

Closely Held Business Entities
Corporate Finance
Crowdfunding & Unregistered Offerings
E-Commerce & Technology
Emerging Growth/Venture Capital
Executive Compensation
Fund Formation & Compliance
General Tax Planning
Joint Ventures
Mergers & Acquisitions
Private Equity
Securities Regulation
Supply Chain Agreements
Tax Exempt and Charitable Organizations
Technology Protection and Transfer