

The Advisor

Thompson & Thompson, LLC Attorneys at Law

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Ensuring your wishes come true

What do a fairy godmother, Aladdin's lamp and a wishbone have in common? They're all things you **don't** need to ensure your wishes come true as long as you have a comprehensive estate plan.

An estate plan is the best way to make sure your wishes, or intentions, for your assets are carried out. Just remember to keep the plan updated! Your family and finances can



change a lot in one year — new children, new spouse, former spouse, new assets, different priorities — and those changes should be reflected in your estate plan.

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Estate Planning

The Schiavo case: importance of a living will

With the recent national spotlight on the Terri Schiavo case, many people have realized the importance of having a living will.

Whether you are for or against the removal of artificial nutrition and hydration if you

are in a permanently unconscious or vegetative state, your intention should be written in a living will — and, therefore, made clear to those responsible for you. A living will is the only document that legally can enforce your intentions about artificial life support.

Attorney Greg Thompson can draft a living will for you or help you learn more about it.



Can they keep a secret?

As a typical business owner, Linda frequently meets with potential customers, hires new employees or consultants, and discusses new opportunities with business allies. Much of the information she shares with these people is confidential — things that may give her an edge over her competitors.



To protect these trade secrets, Linda simply requests potential customers, new employees and third-parties to be discreet with her information.

But what if a client decides to do business with Linda's competitor? What if her alliance with a strategic partner ends? What if her employee quits? Is there anything stopping them from disclosing her confidential plans, pricing, methodology, etc.?

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Spring clean your business with a legal review

Business owners: Get ready for spring cleaning! Along with sorting out old files and dusting behind your computer, make sure your business operations are tidied up and in perfect working order with an annual legal review. Having an annual legal review is not only good risk management, it will help you better organize company goals for 2005.

Generally, a review covers three areas: ownership, transactions and human resources.



Ownership — Are your assets protected?

You should review your company's legal organization (e.g., sole proprietorship, partnership, etc.) to ensure that it still meets your current business status. Don't forget to consider this year's future goals for growth. If you have significantly expanded or reduced your business, added employees or made other changes, you should verify that your original business form still works for you.

Is your corporate or company record book up-to-date? Are your ownership documents complete? Have you recorded all minutes, meetings and major decisions affecting the business?

Is your intellectual property (e.g., trade names, logos, etc.) protected?

Transactions — Is your business subject to unnecessary risk?

All businesses have vendors and customers/clients. Make sure your purchases and sales contain contract terms that are most favorable to you. You may need to consider developing contracts for your clients so that



you are best protected. A review of your transactional documents can assess these issues, find risk and minimize it in your day-to-day business activities.

Thinking of moving offices or expanding? If so, have you reviewed your lease?

Human Resources — Are you susceptible to this fastest growing area of liability?

Do you have employees or consultants working for you? If so, you are exposing yourself to employment claims, a growing area of liability. Review your hiring practices and your employment manual (if you don't have one, you should).

Are your concerns with key employees addressed in writing? Are you complying with all applicable federal and state employment laws?

Rebecca Thompson is ready to help tidy up your business for spring. Call Rebecca now to schedule your annual legal review.

How good landlords avoid bad tenants

Investing in real estate has become one of the safest and best investments. That's why many people have chosen to buy property and take on the life of a landlord.



Many new or prospective landlords think back to days when they were renters or hear stories about how easy it is to make money renting properties.

However, most are unaware of and have not experienced the darker side of the real estate rental business — bad tenants.

Bad tenants come in a variety of forms, such as the tenant who doesn't pay on time or at all, the tenant who destroys the property, or the tenant who continually disturbs neighboring tenants.

Good landlords take every precaution to avoid these pitfalls. Here's how:

1. Conduct a background check on prospective tenants. This includes having them fill out an application and getting their credit information, employment information, prior landlords' names and contact information, and personal references. The key is following up. Call the people listed on the application, obtain credit reports, and then determine if the applicant is the type of tenant you want.

2. Have your new tenant sign a written lease. At a minimum, the lease should include the term of the lease, what the payments will be, when payments are due, what late fees will be assessed, and any occupancy limitations. Also, the lease language needs to be compliant with Ohio landlord/tenant law. Many people have gone to the Internet to find "that perfect lease," but if the lease is not tailored to Ohio law, you may find yourself holding an unenforceable document.

If you have questions about becoming a landlord, if you are a landlord and have a residential or commercial lease that has not been updated recently, or for more information about Ohio landlord/tenant law, call attorney Greg Thompson.

...wishes come true

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Ask yourself these questions:

1. Has anything in my life changed that would affect who my assets would go to?
2. Do I want my assets going to that person?
3. If my assets would happen to go to a minor, do I want to have some control over those assets through a trust for the benefit of the minor?
4. If I have children, have I made it clear who I want to act as guardian of my children if something happens to me?
5. Have I made it clear who would have authority to make financial and health care decisions on my behalf if I become incapacitated?
6. Have I established an estate plan that will allow a quick and easy distribution of my assets and not subject my survivors to a prolonged probate process or estate administration?

If you or anyone you know has questions about a current estate plan or establishing a new one, please call attorney Greg Thompson.

Can they keep a secret?

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Using confidentiality agreements

If you're like Linda, you can take extra precautions to protect your company's sensitive information by having colleagues sign confidentiality agreements.

Although the common law in Ohio and federal law may protect your trade secrets, confidentiality agreements ensure maximum protection. These agreements are very common in business transactions today. They often are discussed or signed prior to or at an

initial meeting. If you are beginning a new contract with a client, you may choose to include a confidentiality clause in the agreement.

Confidentiality agreements can be unilateral (one-sided) or mutual (protecting both parties). They define what business information is considered confidential, how the information can and cannot be used, how long the confidentiality obligations exist, what legal rights the parties have if a violation occurs, and other key terms.

To learn more about protecting your company's confidential information, contact attorney Rebecca Thompson.

For counsel on estate planning, elder law, small business, corporate law or any of the topics covered in this issue of *The Advisor*, contact Rebecca or Greg Thompson.

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