

Index of Articles

(vol XVII and succeeding issues)

ADR

- arbitration, pursuit of investors' claims XVI No 2, p. 5
- commercial dispute resolution, new horizons XXII No 2, p. 17
- mediation instead of litigation for resolution of valuation disputes XVII No 1, p. 15

Agriculture, Farm Security and Rural Investment Act of 2002 XXII No 3, p. 30

Antitrust compliance program for in-house counsel XXII No 1, p. 42

Assignments for benefit of creditors XIX No 3, p. 32

Attorney-client privilege. *See* E-mail

Bankruptcy

- default interest XXIII No 2, p. 47
- dividends and other corporate distributions as avoidable transfers XVI No 4, p. 22
- franchisors, using bankruptcy forum to resolve disputes XVI No 4, p. 14
- in-house counsel's survival guide for troubled times XXII No 1, p. 33
- intellectual property, protecting in bankruptcy cases XXII No 3, p. 14
- ordinary course of business XXIII No 2, p. 40
- overview of Bankruptcy Reform Act of 1994 XVI No 4, p. 1
- partners and partnership claims, equitable subordination XVI No 1, p. 6
- prepayment penalty provisions in Michigan, enforceability in bankruptcy and out XVI No 4, p. 7

Banks. *See* Financial institutions

Commercial litigation, electronic discovery XXII No 2, p. 25

Competitor communications, avoiding sting of the unbridled tongue XVIII No 1, p. 18

Confidentiality agreements, preliminary injunctions of threatened breaches XVI No 1, p. 17

Contracts

- liquidated damages and limitation of remedies clauses XVI No 1, p. 11
- setoff rights, drafting contracts to preserve XIX No 1, p. 1

Corporate counsel. *See* In-house counsel

Corporations. *See also* Nonprofit corporations; Securities 2001 amendments to Business Corporation Act XXI No 1, p. 28

- deadlocks in closely held corporations, planning ideas to resolve XXII No 1, p. 14

Delaware and Michigan incorporation, choosing between XXII No 1, p. 21

derivatives transactions, explanation of products involved and pertinent legal compliance considerations XVI No 3, p. 11

dissenter's rights: a look at a share valuation XVI No 3, p. 20

dividends and other corporate distributions as avoidable transfers XVI No 4, p. 22

employment policies for the Internet, why, when, and how XIX No 2, p. 14

insolvency, directors' and officers' fiduciary duties to creditors when company is insolvent or in vicinity of insolvency XXII No 2, p. 12

interested directors, advising re selected problems in sale of corporation XVI No 3, p. 4

Sarbanes-Oxley Act of 2002 XXII No 3, p. 10

shareholder standing and direct versus derivative dilemma XVIII No 1, p. 1

technical amendments to Michigan Business Corporation Act (1993) XVI No 3, p. 1

Creditors' rights. *See also* Entireties property

assignments for benefit of creditors XIX No 3, p. 32

claims in nonbankruptcy litigation XIX No 3, p. 14

cross-border secured lending transactions in United States and Canada, representing the lender in XVI No 4, p. 38

decedent's estates, eroding creditors' rights to collect debts from XIX No 3, p. 54

fiduciary duties of directors and officers to creditors when company is insolvent or in vicinity of insolvency XXII No 2, p. 12

judgment lien statute, advisability of legislation XXIII No 2, pp. 11, 24

necessaries doctrine, Michigan's road to abrogation XIX No 3, p. 50

nonresidential real property leases, obtaining extensions of time to assume or reject XIX No 3, p. 7

out-of-court workouts XIX No 3, p. 9

personal property entireties exemption, applicability to modern investment devices XXII No 3, p. 24

prepayment penalty provisions in Michigan, enforceability in bankruptcy and out XVI No 4, p. 7

receiverships XIX No 3, p. 16

trust chattel mortgages XIX No 3, p. 1

Cybercourt for online lawsuits XXI No 1, p. 54

Deadlocks in closely held corporations, planning ideas to resolve XXII No 1, p. 14

Delaware and Michigan incorporation, choosing between XXII No 1, p. 21

Derivatives transactions, explanation of products involved and pertinent legal compliance considerations XVI No 3, p. 11

Digital signatures XIX No 2, p. 20

Disaster preparations for law firms XXI No 1, p. 7

Discovery of electronic information in commercial litigation XXII No 2, p. 25

- Dissenter's rights: a look at a share valuation XVI No 3, p. 20
- Domain names—new domain names and strategic considerations XXI No 1, p. 48
- E-mail
- encryption and attorney-client privilege XIX No 2, p. 26
 - monitoring of e-mail and privacy issues in private sector workplace XXII No 2, p. 22
 - unencrypted Internet e-mail and attorney-client privilege XIX No 2, p. 9
- Employment. *See also* Noncompetition agreements
- internet policies: why, when, and how XIX No 2, p. 14
 - monitoring of e-mail and privacy issues in private sector workplace XXII No 2, p. 22
 - sexual harassment, employer liability for harassment of employees by third parties XVIII No 1, p. 12
- Empowerment zones, business lawyer's guide to XVII No 1, p. 3
- Entireties property
- exemption for personal property, applicability to modern investment devices XXII No 3, p. 24
 - federal tax liens XXIII No 2, p. 28
 - LLC interests XXIII No 2, p. 33
- Ethics, disaster preparations XXI No 1, p. 7
- Farm Security and Rural Investment Act of 2002 XXII No 3, p. 30
- Fiduciary duties of directors and officers to creditors when company is insolvent or in vicinity of insolvency XXII No 2, p. 12
- Financial institutions
- cross-border secured lending transactions in United States and Canada, representing the lender in XVI No 4, p. 38
 - federal legislation giving additional powers to banks and bank holding companies XX No 1, p. 1
 - Gramm-Leach-Bliley's privacy requirements, applicability to non-financial institutions XX No 1, p. 13
 - new Banking Code for new business of banking XX No 1, p. 9
 - revised UCC Article 9, impact on commercial lending XXI No 1, p. 20
- Franchises
- bankruptcy forum to resolve disputes XVI No 4, p. 14
 - less-than-total breach of franchise agreement by franchisor, loss or change in format XVI No. 1, p. 1
 - Petroleum Marketing Practices Act, oil franchisor-franchisee relationship XVIII No 1, p. 6
- Gramm-Leach-Bliley's privacy requirements, applicability to nonfinancial institutions XX No 1, p. 13
- In-house counsel
- antitrust compliance program XXII No 1, p. 42
 - survival guide for troubled times XXII No 1, p. 33
- Insolvency, directors' and officers' fiduciary duties to creditors when company is insolvent or in vicinity of insolvency XXII No 2, p. 12
- Installment contracts under UCC 2-612, perfect tender rule XXIII No 1, p. 20
- Intellectual property, protecting in bankruptcy cases XXII No 3, p. 14
- Interested directors, advising re selected problems in sale of corporation XVI No 3, p. 4
- Internet and technology. *See also* E-mail; Privacy
- corporate employment policies: why, when, and how XIX No 2, p. 14
 - cybercourt for online lawsuits XXI No 1, p. 54
 - digital signatures XIX No 2, p. 20
 - domain names—new domain names and strategic considerations XXI No 1, p. 48
 - Is It All Good? XXII No 2, p. 29
 - paperless office XXII No 2, p. 35
 - public records, using technology for XIX No 2, p. 1
 - year 2000 problem, tax aspects XIX No 2, p. 4
- Investing by law firms in clients, benefits and risks XXII No 1, p. 25
- Judgment lien statute, advisability of legislation XXIII No 2, pp. 11, 24
- Law firms, benefits and risks of equity arrangements with clients XXII No 1, p. 25
- Leases, obtaining extensions of time to assume or reject XIX No 3, p. 7
- Liens, special tools lien act XXIII No 1, p. 26
- Limited liability companies (LLCs)
- 2002 LLC Act amendments (PA 686) XXIII No 1, p. 34
 - buy-sell provisions of operating agreements XIX No 4, p. 60
 - entireties property XXIII No 2, p. 33
 - family property and estate planning, operating agreements for XIX No 4, p. 49
 - joint venture, operating agreements for XIX No 4, p. 34
 - manufacturing business, operating agreements for XIX No 4, p. 2
 - real property, operating agreements for holding and managing XIX No 4, p. 16
 - securities, interest in LLC as XVI No 2, p. 19
- Liquidated damages and limitation of remedies clauses XVI No 1, p. 11
- Mediation instead of litigation for resolution of valuation disputes XVII No 1, p. 15
- Mergers and acquisitions, multiples as key to value or distraction XXIII No 1, p. 31
- Necessaries doctrine, Michigan's road to abrogation XIX No 3, p. 50

- Noncompetition agreements
 geographical restrictions in Information Age XIX No 2, p. 17
 preliminary injunctions of threatened breaches XVI No 1, p. 17
- Nonprofit corporations
 lobbying expenses, businesses, associations, and nondeductibility of XVII No 2, p. 14
 proposed amendments to Michigan Nonprofit Corporation Act XVII No 2, p. 1, XXIII No 2, p. 70
 Sarbanes-Oxley Act of 2002, impact on nonprofit entities XXIII No 2, p. 62
 trustees, nonprofit corporations serving as XVII No 2, p. 9
 volunteers and volunteer directors, protection of XVII No 2, p. 6
- Ordinary course of business, bankruptcy XXIII No 2, p. 40
- Partnerships
 bankruptcy, equitable subordination of partners and partnership claims XVI No 1, p. 6
 interest in partnership as security under Article 9 XIX No 1, p. 24
- Perfect tender rule, installment contracts under UCC 2-612 XXIII No 1, p. 20
- Personal property entireties exemption, applicability to modern investment devices XXII No 3, p. 24
- Petroleum Marketing Practices Act, oil franchisor-franchisee relationship XVIII No 1, p. 6
- Preliminarily enjoining threatened breaches of noncompetition and confidentiality agreements XVI No 1, p. 17
- Prepayment penalty provisions in Michigan, enforceability in bankruptcy and out XVI No 4, p. 7
- Privacy
 drafting privacy policies XXI No 1, p. 59
 Gramm-Leach-Bliley requirements, applicability to nonfinancial institutions XX No 1, p. 13
 monitoring of e-mail and privacy issues in private sector workplace XXII No 2, p. 22
- Public debt securities, restructuring XXII No 1, p. 36
- Public records, using technology for XIX No 2, p. 1
- Receiverships XIX No 3, p. 16
- Sarbanes-Oxley Act of 2002 XXII No 3, p. 10
 nonprofit entities XXIII No 2, p. 62
 public issuers in distress XXIII No 2, p. 55
- Securities
 abandoned public and private offerings, simplifying Rule 155 XXI No 1, p. 18
 arbitration, pursuit of investors' claims XVI No 2, p. 5
 investment securities, revised UCC Article 8 XIX No 1, p. 30
 limited liability company interests as securities XVI No 2, p. 19
 public debt securities, restructuring XXII No 1, p. 36
 Sarbanes-Oxley Act of 2002, public issuers in distress XXIII No 2, p. 55
 SEC small business initiatives XVI No 2, p. 8
 small business regulatory initiatives, progress or puffery XVI No 2, p. 1
 small corporate offering registration XVI No 2, p. 13
 Uniform Securities Act, technical compliance is required XVII No 1, p. 1
 venture capital financing, terms of convertible preferred stock XXI No 1, p. 9
 what constitutes a security, possible answers XVI No 2, p. 27
- Sexual harassment, employer liability for harassment of employees by third parties XVIII No 1, p. 12
- Shareholder standing and direct versus derivative dilemma XVIII No 1, p. 1
- Special tools lien act XXIII No 1, p. 26
- Taxation
 federal tax liens and entireties property XXIII No 2, p. 28
 year 2000 problem XIX No 2, p. 4
- Technology. *See* Internet and technology
- Tools, special tools lien act XXIII No 1, p. 26
- Trust chattel mortgages XIX No 3, p. 1
- Uniform Commercial Code
 commercial lending, impact of revised Article 9 XXI No 1, p. 20
 compromising obligations of co-obligors under a note, unanswered questions under revised UCC Article 3 XVI No 4, p. 30
 demand for adequate assurance of performance XXIII No 1, p. 10
 forged facsimile signatures, allocating loss under UCC Articles 3 and 4 XIX No 1, p. 7
 full satisfaction checks under UCC 3-311 XIX No 1, p. 16
 installment contracts under UCC 2-612, perfect tender rule XXIII No 1, p. 20
 investment securities, revised Article 8 XIX No 1, p. 30
 notice requirement when supplier provides defective goods XXIII No 1, p. 16
 partnership interest as security under Article 9 XIX No 1, p. 24
 sales of collateral on default under Article 9 XIX No 1, p. 20
 setoff rights, drafting contracts to preserve XIX No 1, p. 1
- Valuation disputes, mediation instead of litigation for resolution of XVII No 1, p. 15
- Venture capital financing, terms of convertible preferred stock XXI No 1, p. 9
- Year 2000 problem, tax aspects XIX No 2, p. 4