

THE LEGAL GUIDE TO START-UP VENTURE CAPITAL

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the date?

Registration includes
120-day access to the
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materials.

The VC ecosystem is booming. It is a diverse and complicated area, with multiple players, shifting processes, and intricate rules and regulations.

This new, unique course from OsgoodePD will provide you with the knowledge and skills to confidently advise investors, investees, and other key players and to navigate the VC process.

You will get a step-by-step guide, and learn:

- Tips and tactics when negotiating, structuring, and drafting the documentation
- Due diligence process tips in VC, from the investor and investee side
- Key steps in early-stage investing
- How to navigate privacy and confidentiality challenges
- Vital considerations when strategizing financing arrangements and planning priced rounds
- Common employment issues for start-ups, including important tax implications

PROGRAM CHAIR

Konata Lake
Torys LLP

REGISTRATION OPTIONS

Thursday, January 19, 2023:
Online (Live)
9:00 a.m. – 4:30 p.m. ET

OR

Thursday, March 9, 2023:
Online (Replay)
9:00 a.m. – 4:30 p.m. ET

Register today at:

[osgoodepd.ca/
venture-capital](https://osgoodepd.ca/venture-capital)

THE LEGAL GUIDE TO Start-Up Venture Capital

With VC's rapid growth and with startups as one of the fastest growing sectors of the economy, both are playing a vital role in spurring innovation and presenting enormous opportunities for entrepreneurs, business people, and investors, as well as their legal advisors.

The VC and start-up world is a sophisticated ecosystem with multiple players and complex rules and regulations. In order to competently advise or practice in this field, you must know how to navigate the intricate processes and required documentation.

Over the course of one intensive day, this unique new OsgoodePD program will give you a comprehensive, practical understanding of the key stages involved in creating new startups and securing and harnessing venture capital funding.

You will get a step-by-step guide to navigating the VC process, including how to structure, negotiate and draft key agreements and documents, so you have the requisite knowledge and skills to confidently advise investors, investees, and other key players navigate the VC process.

Topics Include

- Getting into position for a VC financing arrangement
- The due diligence process in VC, from both the investor and investee side
- Understanding priced rounds: documents, process, and rights and governance
- Employment and compensation essentials for start-ups

PLUS! Get hands-on instruction in structuring, negotiating and drafting VC agreements and documents and a valuable guide to navigating the VC ecosystem.

Who Should Attend

- Lawyers working in venture capital and private equity
- Business lawyers advising startups and small/medium sized enterprises
- Lawyers advising investors active in, or contemplating entering, the VC space
- Entrepreneurs who want to understand the VC process
- Financial services lawyers
- Finance professionals

Register today at:

osgoodepd.ca/venture-capital

Agenda

9:00 a.m.

Course Introduction

Konata Lake

Torys LLP

9:10 a.m.

Positioning for VC Financing

Kyle Lavender

LaBarge Weinstein LLP

The opening session will delve into the nuts and bolts of getting a venture capital arrangement started, providing a crucial overview of vital considerations including:

- Key issues in company formation
- Founders' stock arrangements
- Employee equity and vesting

10:10 a.m.

Break

10:25 a.m.

The Diligence Process and Early Stage Investing

Tyler Cassack

Torys LLP

Julia Johnson

Senior Legal Counsel, Ada

Mohammed Muraj

Torys LLP

Taking a comprehensive look at the early stages of venture capital arrangements, this session will discuss:

- Diligence (including IP)
- Angel and seed financing rounds
- Convertible notes and SAFEs

Priced rounds are equity investments where the investors are issued stock at an agreed upon share price. The next three sessions will take a deep dive into the documentation required, as well as the essential considerations and elements.

11:25 a.m.

Key Aspects of Priced Rounds, Part 1: The Documents

Konata Lake

Torys LLP

This first session focused on Priced Rounds will begin with a thorough overview of key documents, including:

- Principal documents
- Ancillary documents
- Closing process

12:00 p.m.

Lunch

1:00 p.m.

Key Aspects of Priced Rounds, Part 2: Governance Rights

Jessica He

Fenwick & West LLP

James Smith

Upside Venture Law

Picking up from the previous session, these experts will look at the factors relevant to corporate governance when it comes to addressing priced rounds and what needs to be included or negotiated, including:

- Board composition
- Veto rights
- Information rights
- Voting thresholds

2:00 p.m.

Break

2:15 p.m.

Key Aspects of Priced Rounds, Part 3: Economic Rights

Julien Bourgeois

Dentons

Mike Hollinger

Dentons

Completing the learning of Priced Rounds and the various elements and issues you need to know, this session will focus on the key economic rights involved in priced rounds, analyzing:

- Priced Rounds – Key Economic Rights
- Liquidation preference
- Conversion right
- Anti-dilution protection

3:15 p.m.

Break

3:30 p.m.

Employment Essentials and Resulting Tax Implications for Start-Ups

Ellie Kang

Torys LLP (New York)

Kelly Kwan

General Counsel, Clutch

Tom Stevenson

Torys LLP

The program concludes with coverage of issues that venture capital structures and start-up companies must normally address in the course of hiring and paying employees. We will examine different approaches to compensation and employee stock ownership, as well as key taxation elements.

With the key role played by U.S. markets in venture capital, we will also look at how and where U.S. tax laws may affect startups.

- Employment basics for startups
- ESOP
- Taxation from the employee's perspective (options, restricted shares etc.)
- U.S. issues in taxation that often impact startups and VC structures:
- 409A valuation
- 83(b) elections



Chair

Konata Lake
Torys LLP

Faculty

Julien Bourgeois
Dentons

Kelly Kwan
General Counsel, Clutch

Tyler Cassack
Torys LLP

Kyle Lavender
LaBarge Weinstein LLP

Jessica He
Fenwick & West LLP

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Tom Stevenson
Torys LLP

Ellie Kang
Torys LLP (New York)

Registration Details

Fee per Delegate: \$795 plus tax

Newly Licensed*: 50% off regular price plus tax

**This fee applies to newly licensed professionals within the past 2 years*

Fees include attendance and electronic program materials. Group discounts are available. Visit www.osgoodepd.ca/group-discounts for details. Please inquire about financial assistance.

Program Changes

We will make every effort to present the program as advertised, but it may be necessary to change the date, location, speakers or content with little or no notice. In the event of program cancellation, York University's and Osgoode Hall Law School's liability is limited to reimbursement of paid fees.

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Substitution of registrants is permitted at any time. If you are unable to find a substitute, a full refund is available if a cancellation request is received in writing 14 days prior to the program date. If a cancellation request is made with less than 14 days' notice, a \$75 administration fee will apply. No other refund is available.



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(6h 10m Substantive; 25m Professionalism)




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