

Corporate Law and Governance

Overview

Carlton Fields' corporate practice offers comprehensive business counseling, representing companies of all sizes and at every stage in their life cycle. We provide legal services to public and privately held corporations, partnerships, limited liability companies, and other forms of business organizations. Our clients are involved in virtually every sector of the economy.

Our general corporate law services include:

- Assisting with entity formation (e.g., choice of entity and state of organization, entity formation documents).
- Structuring boards of directors and managers (e.g., election and appointment of directors and managers, staggered boards, and cumulative voting issues).
- Advising on and preparing basic corporate documents (e.g., employment agreements; nondisclosure and confidentiality agreements; IP assignments; director and employee equity incentive plans).
- Advising on and preparing documents related to corporate action approval procedures; and extraordinary corporate transactions such as stock dividends and splits, redemptions, reorganizations, acquisitions, and dispositions; and dissenters' rights.

We also provide a full range of corporate governance services. These include advising boards of directors on a variety of issues such as their fiduciary duties; helping companies review and revise organizational documents; working with clients, especially public companies, to prepare committee structures and charters; advising public companies on the Sarbanes-Oxley Act and Dodd-Frank Wall Street Reform and Consumer Protection Act; director confidentiality policies; director and executive indemnification agreements; and structuring defensive mechanisms, including so-called poison pill plans.

Insights

02.20.2024

Best Practices for Officers, Directors, and Advisers Navigating Fiduciary Challenges Amid Economic Uncertainty

08.24.2022

Takeaways for Broker-Dealers After SEC's Reg BI Action

Law360

02.09.2021

The Corporate Transparency Act: What You Need to Know Pending FinCen Regulations

09.12.2017

Corporate Governance and D&O Indemnification

06.23.2017

Summary Judgment for Insurer in Annuity Sales Practices Action

06.23.2017

Recent Ninth Circuit Rulings Uphold Plaintiffs' Efforts to Predicate Claims on Alleged Insurance Code Violations — Likely More to Come

03.08.2017

Leasing Retail Stores in New York City

03.08.2017

China Tightens Regulations on Investing Insurance Funds in Shares of Listed Companies

04.01.2015

Recent Developments in Business and Corporate Litigation

03.25.2013

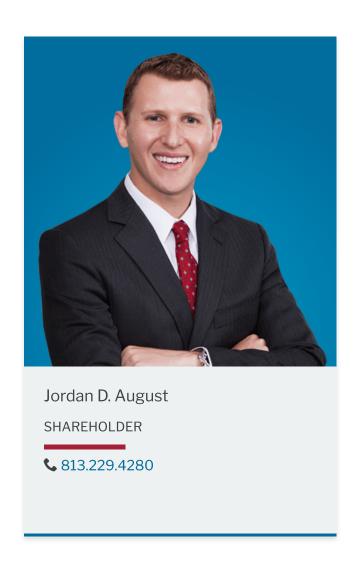
Annual Review of Developments in Business and Corporate Litigation

06.12.2003

Corporate, Securities, Taxation and Asset-Based Financing Newsletter - June 2003

Our Team

Key Contacts







Steven T. Anapoell SHAREHOLDER

Los Angeles

**** 305.530.4029



Frank A. Appicelli SHAREHOLDER

Hartford

\$860.392.5015



Joan K. Archer
OF COUNSEL

Los Angeles

**** 310.843.6376



Alexandra Beguiristain
ASSOCIATE

Miami

\$ 305.530.4024



David P. Burke SHAREHOLDER

\$ 813.229.4207



Siena Carnevale ASSOCIATE

New Jersey

4 973.828.2616



Mackenzie W. Collins
ASSOCIATE

Hartford

\$860.392.5016



Richard A. Denmon SHAREHOLDER

Tampa



Nathaniel L. Doliner SHAREHOLDER

\$ 813.229.4208



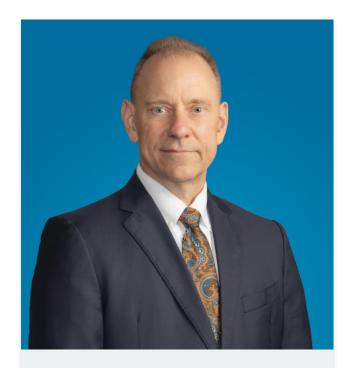
Linda L. Fleming
SHAREHOLDER

Tampa



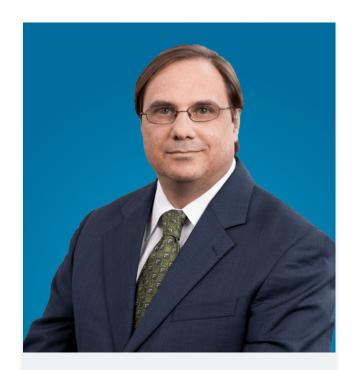
Robert S. Freedman SHAREHOLDER

\$ 813.229.4149



Joel B. Giles
SHAREHOLDER

Tampa



William Giltinan SHAREHOLDER

\$ 813.229.4241



Shannon B. Gray
OF COUNSEL

Tampa



Sameer Hussain
ASSOCIATE

Los Angeles

**** 310.843.6382



Cristin Conley Keane SHAREHOLDER

Tampa



William J. Kotapish
OF COUNSEL

Washington, D.C.

4 202.965.8154



Edgel C. Lester Jr.
OF COUNSEL

Tampa



Jin Liu SHAREHOLDER

Tampa

\$ 813.229.4209



Laurel Lockett
SHAREHOLDER

Tampa



Robert B. Macaulay SHAREHOLDER

Miami

4 305.530.4026



Andrew J. Markus
OF COUNSEL

Miami

**** 305.539.7433



Carlos A. Mas SHAREHOLDER

Miami

4 305.539.7375



Dennis J. Olle SHAREHOLDER

Miami

4 305.539.7419



Derek J. Padilla ASSOCIATE

\$ 813.229.4269



Donald R. Schmidt SHAREHOLDER

Tampa



Thomas V. Sjoblom SHAREHOLDER

Washington, D.C.

4 202.965.8132



Susan L. Spencer SHAREHOLDER

Atlanta

404.815.2663



Terresa R. Tarpley SHAREHOLDER

Atlanta

404.815.2662



Michael R. Tippett SHAREHOLDER

Atlanta

404.815.2731



Michael C. Vandormael
OF COUNSEL

Miami

**** 305.539.7270