

# THE PROBLEM/CONUNDRUM/SOLUTION

- Entrepreneurs, Executives, Founders and Employees from the CEO on down the organization get fired all the time, especially in dynamic Silicon Valley.
  - What separates those suffering at the end of a professional relationship from those with leverage is what they do before it begins.
- Firing – Can be good, bad, or horrible.
- Economically irrational firings happen all the time.
- Wrongdoer (if there is one or more) – Could be the person who stood up at the fired individual's wedding.

# ABOUT THIS PRESENTATION

- Broad-based presentation
- Areas of Concern for Entrepreneurs and Executives and Their Counsel
  - Negotiating “professional prenuptial agreements” (offer letters, employment agreements, change in control agreements and management carveout agreements).
  - Important facts, terms and conditions
    - \* Capitalization Table \* Liquidation Preferences \* Severance packages \* Equity Protection \* Protecting bonuses \* Squeeze outs \* Terminations/demotions/diminution of responsibilities \* Non-Compete Clauses/Agreements
- Severance Agreements
- Equity Agreements
- Change in Control Agreements
- Management Carve Out Agreements
- Q&A