

In This Issue

[Business](#)

[Labor & Employment](#)

[Resources](#)

[Healthcare](#)

[Paradigm Magazine](#)

[Tax Law](#)

[Intellectual Property &
Technology](#)

[Primerus Client Resource
Institute](#)

[Upcoming Events](#)

[Real Estate & Leasing](#)

Business

AUSTRALIA

The Consequences of a Trustee Being Deregistered

[Selwyn Black, Esq.](#)

Carroll & O'Dea Lawyers

Sydney, Australia

The recent matter of *Re Cooper Street Property Trust* [2016] VSC 756 is a reminder that a well drafted trust deed can protect the assets of a trust if something should happen to the trustee.

[Full Article](#)

BRAZIL

Brazilian's Corporate Reorganization Record

[Marina S. Caramuru, Esq.](#)

Barcellos Tucunduva Advogados

Sao Paulo, Brazil

According to the Financial Times, in 2016, world trade has had the worst year since the 2008 financial crisis. In addition, the International Monetary Fund (IMF) has recently warned that it is prepared to lower the world growth forecast for the year.

[Full Article](#)

BRAZIL

40 Years of Brazilian Corporation Law

[Flavia Cantinho Pinheiro, Esq.](#)

Barcellos Tucunduva Advogados

Sao Paulo, Brazil

Brazilian Corporation Law (Law # 6404 of December 15, 1976) was enacted during the military dictatorship at a time of economic growth, almost simultaneously with Law # 6385 of December 7, 1976 which created *Comissão de Valores Mobiliários* - CVM (Security Exchange Commission of Brazil), agency which holds the primary responsibility for regulating the securities industry, the nation's stock and options market, among other activities and organizations, including the electronic securities markets.

[Full Article](#)

GERMANY

German Shops Required to Act: Electronic Cash Registers Need Retrofitting

[Johannes Fein, Esq.](#)

WINHELLER Attorneys at Law & Tax Advisors

Frankfurt, Germany

For companies working with cash registers there will be a major novelty as of 01/01/2017: All electronic cash registers need to be retrofitted or exchanged. In the future, every business transaction required to be registered has to be recorded by the cash register separately, completely, accurately, and in a timely and orderly manner.

[Full Article](#)

GERMANY

Advertising by Newsletters - The Double Meaning of "Double Opt-In"

[Dr. Astrid Plantiko](#)

WINHELLER Attorneys at Law & Tax Advisors

Frankfurt, Germany

Nearly every company uses newsletters to inform its current and potential customers about news, special offers etc. However, sending out newsletters is not quite as simple as it may appear at first glance. Because sending out newsletters is not allowed, unless customers have expressly consented to receive them.

[Full Article](#)

NETHERLANDS

Good Governance: Make Sure Agreements With the Sole Shareholder are Laid Down in Writing!

[Thomas Schutte, LL.M.](#)

Russell Advocaten B.V.

Amsterdam, Netherlands

Companies are required to lay down activities with their sole shareholder in writing. Otherwise the sole shareholder risks that agreements concluded with the company can later be successfully annulled (mostly by the trustee in a bankruptcy). As a consequence, an already provided management reimbursement might have to be paid back.

[Full Article](#)

NETHERLANDS

Contracts: Compensation in the Event of Overdue Payment - What Can You Claim?

[Reinier W.L. Russell, LL.M.](#)

Russell Advocaten B.V.

Amsterdam, Netherlands

Creditors are entitled to statutory (commercial) interest over the period a defaulter is too late making payments. In addition, a penalty for overdue payment may be included in the contract. Can a creditor claim both, the contractual penalty and the statutory (commercial) interest?

[Full Article](#)

UNITED STATES

Class Action Waivers: To Waive or Not to Waive?

[Adam J. Shafran, Esq.](#)

Rudolph Friedmann, LLP

Boston, Massachusetts

Class action waivers are becoming increasingly prevalent in employment contracts due to their ability to make it more difficult for employees to assert class action lawsuits against their employers.

[Full Article](#)

Healthcare

UNITED STATES

The "Internet of Things" Benefits and Challenges Health Care

[David E. Restrepo, Esq.](#)

Iseman, Cunningham, Riester & Hyde, LLP

Albany, New York

The Internet of Things (IoT) is a term used to reference the ability of various everyday objects to connect to the internet through the transfer of data. It includes products or systems connected to technologies or networks which allow the transmission and receipt of data without human interaction.

[Full Article](#)

UNITED STATES

DEA Announces Updates to Renewal Process

Richard A. Mitchell, Esq.

Iseman, Cunningham, Riester & Hyde LLP

Albany, New York

Beginning January 2017, the Drug Enforcement Administration (DEA) will no longer send its second renewal notification by mail. In place of a postal mail notice, an electronic renewal reminder will be sent to the email address associated with the DEA registration.

Full Article

Intellectual Property & Technology

HONG KONG

Proving Goodwill of Get-up Without Brand Name - Not Impossible But Very Difficult

ONC Lawyers

Hong Kong, Hong Kong

Passing off is a cause of action to claim against a trader who take advantage of the existing reputation of another's business (the claimant) by misrepresenting his goods and services as related to that of the claimant's business.

Full Article

HONG KONG

Utmost Caution in Bidding on a Competitor's Trade Name(s) as Internet Search Keywords

ONC Lawyers

Hong Kong, Hong Kong

It is not uncommon that undertakings in the same business have adopted similar trade names and co-existed for years. In such cases, the law makes available to an undertaking the defence of honest concurrent use against its competitor, who has registered its trade name(s) as trade mark(s), in the latter's claims of trade mark infringement.

Full Article

Labor & Employment

GERMANY

No Need to Specify Amount of Bonus Payments in German Employment Agreements

Dr. Eric Uftring

WINHELLER Attorneys at Law & Tax Advisors

Frankfurt, Germany

Amounts of bonus payments need not be finally specified in the employment agreement. However, employers, who reserve the right to determine the amount at their equitable discretion, open up the possibility of a judicial review and determination of the bonus amount. This can be derived from a current ruling of the Federal Labor Court.

[Full Article](#)

HONG KONG

Can an Employee be Dismissed to Avoid Bonus Payments?

[ONC Lawyers](#)

Hong Kong, Hong Kong

Introduction Incentive bonuses, being part of the remuneration package, will always be significant to an employee. However, an employee may be terminated prior to the bonus payment date and thus no bonus payment will be received.

[Full Article](#)

NETHERLANDS

Personnel: How to Dismiss Employees with Immediate Effect?

[Gelske M. Speerstra, LL.M.](#)

Russell Advocaten B.V.

Amsterdam, Netherlands

When can you dismiss an employee with immediate effect? How do you do this? And what happens if the employee challenges the dismissal?

[Full Article](#)

PUERTO RICO

Major Labor Reform in Puerto Rico: The Approval of the Labor Transformation and Flexibility Act

[Odemaris Chacón, Esq. and Yasthel González, Esq.](#)

San Juan, Puerto Rico

On January 26, 2017, the governor of Puerto Rico, Hon. Ricardo Rosselló, signed into law the "Labor Transformation and Flexibility Act", better known as the Puerto Rico Labor Reform Act (hereinafter "the Act").

[Full Article](#)

UNITED STATES

Ban the Box: Breaking Down the "Los Angeles Fair Chance Initiative for Hiring" Ordinance

[Olivia Goodkin, Esq.](#)

The Bennett Lawfirm, P.A.

Los Angeles, California

Mayor Eric Garcetti recently signed into law legislation seeking to protect employment applicants from discrimination based on their criminal convictions. Here is what you need to know about the new law going into effect on January 22, 2017.

[Full Article](#)

UNITED STATES

The Landowner vs. the Owner of the Oil and Gas

[Paul Yagelski, Esq.](#)

Rothman Gordon

Pittsburgh, Pennsylvania

Although the landowner owns the surface of his land, the landowner does not always own the rights to the underlying oil and gas. What happens when the owner of the oil and gas decides to develop the oil and gas underlying the surface of the landowner's land?

[Full Article](#)

Real Estate

NETHERLANDS

Real Estate: Brochure Offers No Warranty

[Ynze Kliphuis, Esq.](#)

Russell Advocaten B.V.

Amsterdam, Netherlands

When purchasing or leasing residential or commercial real estate the dimensions of the building are an important aspect. Can you rely on the information provided by the seller or real estate agent?

[Full Article](#)

Tax Law

AUSTRALIA

High Court Clarifies What Is A Unit Trust

[Selwyn Black, Esq.](#)

Carroll & O'Dea Lawyers

Sydney, Australia

The recent High Court decision in *ElecNet (Aust) Pty Ltd v Commissioner of Taxation* [2016] HCA 51 provides useful guidance as to what constitutes a unit trust under the *Income Tax Assessment Act 1936* (Cth) (ITAA).

[Full Article](#)

Paradigm Magazine



The **2016 Fall Paradigm Magazine** delivers articles regarding developments and trends in legal issues relevant to corporate clients around the world, while showcasing Primerus members as leaders with the expertise to assist clients with any legal needs they may have. It is published twice a year and mailed to Primerus members as well as clients around the world.

If you would like to be added to our hard copy mailing list please include your mailing address in a brief email to Joan Bartosh at jbartosh@primerus.com.

The Primerus Client Resource Institute

The Primerus Client Resource Institute (PCRI) is the client section of the Primerus membership intended for in-house counsel, risk managers, claims managers, and corporate executives who are responsible for the legal affairs of their companies. Given the challenges of doing business in today's fast-paced, global economy, it has never been more important for companies around the world to develop trusted relationships with law firms that offer high quality legal services at reasonable fees. Primerus seeks out, screens and audits our firms to make sure we have only the finest, so companies in need of legal services can call upon any Primerus lawyer with complete confidence that he or she is reasonably priced, highly competent, and worthy of your trust.



The PCRI was created with the help of some long-standing Primerus corporate clients, and offers in-house counsel and corporate executives an opportunity to connect with not only great law firms and lawyers, but also with other similarly situated in-house and corporate professionals.

Membership Benefits:

- There is no cost to join
- Free 30-minute legal consultation phone call with any Primerus member, anywhere in the world
- Assistance in finding the right Primerus lawyer(s) to meet your needs
- Access to free Primerus educational webinars
- Access to the PCRI Listserv to communicate with other PCRI members

It's Easy to Join the PCRI

Click below to complete a brief online application. Once submitted, membership applications are reviewed and approved by the Primerus Client Resource Institute Executive

JOIN THE PCRI TODAY

Resources

Legal Articles

Compendiums:

- [A Survey of the Law of Legal Malpractice - A Professional Liability Practice Group Compendium - September 2015](#)
- [A Survey of The Law of Non-Contractual Indemnity and Contribution - Products Liability Practice Group Compendium - April 2015](#)
- [Compendium of Principles of Law Regarding Bad Faith in the Fifty States and D.C. - 2013 Edition](#)
- [A State by State Update of Tort Reform - 2013 Edition](#)
- [Principles of Law Regarding Establishment and Operation of a Business in Various Countries Compendium - International Transactional Services Practice Group - March 2012](#)
- [Doing Business in the Asia Pacific Region](#)

Primerus Xpress Archives

[Find a Primerus Member Law Firm](#)

[Primerus Client Resource Institute](#)

Upcoming Events

Managing Legal Challenges in a Global Economy Legal Seminar

Thursday, March 2, 2017, 8:00 am - 1:00 pm

Offices of ONC Lawyers, 19th Floor, Three Exchange Square, 8 Connaught Place, Central, Hong Kong

Presented by the International Society of Primerus Law Firms & the Association of Corporate Counsel

For program details and to register, contact Chad Sluss at csluss@primerus.com, or 616.454.9949.

About Primerus

Primerus is a society of the world's finest independent, boutique law firms. With nearly 200 member firms in more than 40 countries, Primerus provides clients easy access to the right lawyer, with the

right skills, in the right location, and at the right cost.

We seek out, accept and retain only the best firms for membership. Each firm is screened to ensure its commitment to excellence as embodied in the Six Pillars: Integrity, Excellent Work Product, Reasonable Fees, Continuing Legal Education, Civility and Community Service. After more than 20 years, in which Primerus has experienced tremendous growth in membership and expansion of services, we have never wavered from this commitment, and we never will.

[Click Here](#) to visit our website and learn more.

[Video: Why Hire a Primerus Lawyer?](#)

[Testimonials - Video Gallery](#)

[Find a Primerus Law Firm](#)

[Contact Us!](#)

Legal Disclaimer: The general information contained in this e-Newsletter is intended for informational purposes only. It is not intended to be legal advice, and should not be construed as legal advice or legal opinion on any specific facts or circumstances. You should consult legal counsel regarding your individual circumstance.

[Contact Us](#) | Toll Free: 800.968.2211

