



**PARDALIS & NOHAVICKA, LLP**  
ATTORNEYS

**Protect Your Business & Brand  
Workshop and Networking Happy Hour**

Thursday, October 26th, 2017

WeWork Grand Central

212-213-8511

[pnlawyers.com](http://pnlawyers.com)

# Pardalis & Nohavicka, LLP

## PNLAWYERS.COM

Manhattan Flagship  
950 3rd Ave., 25th  
Floor  
New York, NY 10022

212-213-8511

Astoria Flagship  
3510 Broadway, Suite  
201  
Astoria, NY 11106

718-777-0400

WeWork Office  
135 E 57th St., 14th  
Floor  
New York, NY 10022

212-213-8511

*Pardalis & Nohavicka* is a boutique full service law firm with flagship offices in Manhattan and Astoria. We represent business owners and individuals in an eclectic array of matters including civil litigation, criminal cases and business transactions.

Our mission is to approach each matter with the utmost in ethical standards and integrity. We cannot help but consider it a professional honor to be entrusted with your business and personal matters.

**[contact@pnlawyers.com](mailto:contact@pnlawyers.com)**

**Joseph D. Nohavicka, Esq.**

Senior Partner

Intellectual Property Roundup



# IP Protection

Don't get two years into your business and then find that you have to change the name of a popular product or even your entire company because someone has just realized that you're using a variant of their name and wants to sue you. Do your homework (most can be done online) and get a trademark or copyright before you start rolling with it.



# IP Protection

## *Difference between TM and Copyright*



### TRADEMARKS

- Protects words, phrases, slogans or logos that are actually in use in commerce.
- Serves as a source identifier connecting a particular good/service to its owner.
- Must renew 6 years after registration, then every 10 years.
- Downfall of not registering: can't sue for damages caused from "consumer confusion."

### COPYRIGHT

- Protects "original works of authorships" in "tangible form" (no ideas!).
- Gives authors the right to control their works in anyway they see fit.
- For individuals, lasts for life of the author, plus 70 years; no need to renew.
- Downfall of not registering: can't sue for infringement of "substantially similar" works.

# IP Protection

*Logo mark and Word mark*

Many people do not understand that they should apply for two different TM's.

You will often be quoted a fee for a mark and later get told you may need both or find out when it is too late.



**Elleana Maidiotis, Esq.**

Attorney

Protecting Your Company and  
It's Information



# Partnerships

**Formation:** Most people form LLC up front but, Corp can be much cheaper and just as effective in the beginning.





# Partnerships

**Agreements:** shareholder or member operating agreement outlining the relationship of the parties and the terms of the venture..

- ❖ What do the parties get and under what terms?
- ❖ What happens when one of the partners wants to exit?
- ❖ Are there minimum financial contribution requirements?
- ❖ Are there sweat equity provisions?
- ❖ What happens if more money is needed?
- ❖ What happens if a partner gets hit by a bus?
- ❖ Does ownership goes to a spouse, does the spouse have a say in management decisions?
- ❖ Vesting of shares?



# Partnerships

**Uncomfortable questions**, but it's much easier to address these up front than it is when you're making lots of money.

**There is No Tomorrow – Document everything:** Stay Organized from the Beginning.

Taking the time to get your paperwork in order ahead of time pays off big as your company grows, so make sure that you get all of your initial legal work correctly pulled together. This includes offer letters, confidentiality agreements, option agreements and, most importantly, initial customer contracts.

# Employees

Some of your most favorite employees today will not always work out in the long run. Be sure to document the relationship well.

- Well-written offer letters outlining the terms of employment and pay.
- Very important to have non-competition, non-solicitation and non-disclosure agreement.
- Including agreement to arbitrate clauses.
- Keep signed copies somewhere safe.
- Formally document reviews and disciplinary write-ups.
- Diligence upfront will save you a lot of time and money in the future.
- As the company grows you will want to have employee handbooks as well.

# Service Agreements

Realize the importance of having contracts with vendors, clients and employees.

Some deals on a handshake may never lead to any serious legal problems, but it will make for plenty of headaches.

You need to have something in writing to outline terms and conditions.

This protects both **you** and the other side.



# Independent Contractors

Independent Contractors with access to sensitive information such as code, website data, customer lists and pricing info should be subject to NDA and non-compete language in their agreements.



# Independent Contractors

Independent Contractors who you are contracting to build or design something for you. Should have clear language that the IP or the rights in the work or anything created on your time or dollar are yours.

- ❖ If your company is being contracted to develop or work for someone else, you want similar language but you want language that say you own the rights in the work or at a minimum until you are paid in full.

# Independent Contractors

**Clear language** that they are Independent Contractors and not employees and clarity as to that relationship.



- Employee
- Independent Contractor

# Legal Counsel

You do not need an attorney for everything. If you educate yourself about legal issues in your industry, you will know when you do need to include an attorney--and save a lot of money. But do not mistake your Google search with our law degrees and our own experience in business.





**Ariadne Panagopoulou, Esq.**  
Attorney

Labor and Employment



# Representation for Employers

It is important to be aware of changing laws as an employer to protect yourself and your business

Knowing the Law In Regards to:

- Minimum wage
- Overtime hours
- Overall workers' rights



# Changes in Labor Law Landscape

- 2022: \$15 per hour (State Minimum Wage increase)
- Jan 1, 2018: Paid maternity leave (New York State Paid Family Leave Program)
- 2010: Under FLSA, most interns at for-profit companies considered employees: usually subject to minimum wage and overtime requirements



# Employer-Based Representation

Our services for representation for employers are as follows:

- Creating employee handbooks & manuals
- Overall defense against cases by employees regarding wage and hour claims
- Charges of discrimination



# As an employer, there are important things to keep in mind in order to protect yourself and prepare for future issues...

- Employee Handbooks: policies for family and medical leave, equal employment and non-discrimination, and worker's compensation policies
- Employment Agreements: choosing proper way to designate your employees, length and term of employment, and what employees' overall duties will be
- Severance Agreements:
  - Monetary amounts
  - Non-compete provisions
  - Non-solicitation provisions



PARDALIS & NOHAVICKA, LLP  
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SAVE THE DATE!

November 30th

Speed Consultations & Networking

Happy Hour

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