

The new economy presents tremendous opportunities and challenges for the next generation of entrepreneurs. Hancock Estabrook attorneys are attuned to both, and enjoy helping entrepreneurs navigate the early stages of their business. Hancock Estabrook attorneys are active participants in the startup community, and frequently serve as speakers and mentors at entrepreneurial events and programs.

Our attorneys provide advice and counsel to startups across a wide range of industries, from the latest data-driven software companies to biotech companies. We recognize that each line of business presents a unique set of challenges, and have assembled a team of lawyers with corporate, intellectual property, labor and employment and health care experience who can meet the needs of our entrepreneurial clients. Whether you are a student with the next great social media app or a physician with an idea for a world-changing medical device, we can help you get off the ground.

Our services include assistance in the areas of entity selection, capital structure, founders' agreements, tax, employee stock option plans, intellectual property assignments, employment agreements, seed financing, venture capital financing and regulatory compliance matters. Our lawyers also provide ongoing support to entrepreneurs as their businesses grow and mature. In addition, we are sensitive to the financial challenges faced by new entrepreneurs and are willing to discuss **alternative fee arrangements** for certain qualifying startups and early-stage companies to assist entrepreneurs in the most critical stage in their businesses.

## Business and Capital Formation

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Hancock Estabrook provides guidance to new ventures on such matters as tax ramifications, financing methods, capitalization and vesting of equity, protection of intellectual property and strategies to attract, motivate and retain key personnel.

Our attorneys are experienced in dealing with complex issues concerning partnerships, limited liability companies, corporations and alternative entities.

## Financing

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We represent businesses in various types of traditional and complex financing transactions, including:

- Convertible debt/equity transactions
- Venture financing
- Traditional commercial loans
- State and federal grants
- Equipment and lease financing
- Construction loans
- Industrial development and other tax-exempt bond financing

## Mergers and Acquisitions

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Looking to grow? Or for an exit? Hancock Estabrook handles mergers, acquisitions, recapitalizations, reorganizations and leveraged buyouts for both public and private companies. When structuring transactions, our attorneys are always cognizant of the tax, intellectual property, employment, environmental, pension, liability and related issues that may arise. We partner with accounting, financial and other experts to make sure our clients' needs are fully met.

## Commercial Transactions

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We regularly counsel businesses in all types of commercial transactions, both domestic and international. We have expertise drafting and negotiating various types of agreements, including:

- Sales and leases
- Manufacturing and distribution
- Franchising and licensing
- Protection and transfer of intellectual property

## Corporate Governance

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Formation of a new business entity is not a simple matter. We advise business entities and their individual decision-makers on matters including:

- Fiduciary duties and corporate governance
- Structure and operation of boards of directors and management committees
- Retention of valuation and other experts
- Retention and termination of key employees
- Non-competition and confidentiality agreements
- Compliance with antitrust, franchising and other laws

## Health Care

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Health care startups are a vibrant part of the new economy, but face additional regulatory hurdles. We advise health care startups on the complex challenges they confront, including:

- Pre-market approvals
- 510k approvals
- Confidentiality/HIPAA
- Stark and Anti-Kickback
- Research grants

## Labor & Employment

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When your business is ready to hire and retain talent, we offer a range of labor and employment services, including but certainly not limited to:

- Proper hiring practices consultations

- Drafting employment agreements
- Assistance in navigating anti-discrimination laws
- Wage and hour legal advice, such as overtime-eligibility determinations
- Creation of employee handbooks and other employment policies
- Guidance regarding the required posting and maintenance of information for employees

## Intellectual Property

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Often, a startup company's most valuable asset is its intellectual property. We help entrepreneurs and businesses identify their intellectual property assets, advise them how to protect that property, and, when necessary, help them enforce their rights. Our team of IP attorneys provide a broad range of services, including:

- Identification of intellectual property assets
- Trademark counseling, including advice regarding trademark selection and registrability with the United States Patent and Trademark Office (USPTO)
- Preparation and prosecution of applications for trademark registration through the USPTO
- Preparation and prosecution of applications for copyright registration through the United States Copyright Office
- Maintenance and renewal of IP registration portfolios
- Advice regarding trade secrets, work-for-hire issues and non-disclosure agreements
- Negotiating and drafting licensing and co-existence agreements
- Risk avoidance and minimization, including analysis of potential trademark and copyright infringement claims and defenses
- Enforcement, including trademark opposition and cancellation proceedings before the USPTO, alternative dispute resolution and negotiation, and civil litigation in federal and state courts

## START-UP NY Resource Page

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On June 24, 2013, New York Governor Andrew M. Cuomo signed into law legislation creating the SUNY Tax-Free Areas to Revitalize and Transform Upstate NY program (START-UP NY).

START-UP NY is derived from the Governor's proposed Tax-Free NY initiative and provides incentives designed to encourage certain types of new business in the State. Please visit our [START-UP NY Resource Page](#) to find an archive of relevant information relating to this initiative and how it could help your new business.