

LAPP, LIBRA, THOMSON, STOEGBNER & PUSCH, CHARTERED

One Financial Plaza, Suite 2500
120 South Sixth Street
Minneapolis, Minnesota 55402

Telephone (612) 338-5815
Facsimile (612) 338-6651
Website: www.lapplibra.com

Newsletter: Fall 2007

Dear Friends:

This Newsletter will update you about our Firm, the legal services we provide, our attorneys, and certain developments in the law that you may find interesting.

Our Firm: Lapp, Libra, Thomson, Stoebner & Pusch, Chartered provides thoughtful and careful solutions for our clients' diverse legal needs. We are grateful for the opportunity to serve our clients, and we work hard to use our legal experience and knowledge on their behalf. Please call us if we can help with any of your legal issues.

Meet Greg Pusch: Greg is a shareholder in the firm's corporate and business law department and serves on the firm's management committee. He has been practicing law since 1984, mainly in the areas of corporate law, corporate finance, general business law and real estate. He represents a variety of businesses and individual clients providing them with full service legal representation on a broad range of corporate and commercial matters including business start-ups, corporate finance, mergers and acquisitions, business recapitalizations and restructuring, shareholder disputes, general tax issues and real estate leases.



Greg has extensive experience in preparing and negotiating documents for a wide variety of sophisticated business transactions including commercial loans, business acquisitions and divestitures, equipment and real estate lease transactions, employment and independent contractor arrangements, distribution and licensing transactions, shareholder and buy-sell agreements and technology utilization and transfers. His experience includes advising boards of directors, senior management and shareholders on corporate governance, shareholder relations and fiduciary duty issues.

Greg graduated cum laude from St. John's University in Collegeville, Minnesota in 1980 with a degree in government. In 1984 he received his J.D., cum laude, from the University of Minnesota where he participated in the International Moot Court program and served as a legal writing instructor. He is a member of several bar organizations and has been admitted to practice before the United States Tax Court as well as the state and federal courts in Minnesota.

Greg lives near Lake Harriet in Southwest Minneapolis with his wife Katy and his two daughters, Jessica and Jenny. When not practicing law, Greg enjoys coaching youth hockey, spending time at

the cabin and training his golden retriever Brooks. He is also involved in church, community and educational activities.

Employment Law Group: Dick Thomson, Amy Schwartz, Jeff Timmerman, and Greg Pusch offer thoughtful, sophisticated counsel to our clients on employment law. Strong business and corporate growth requires sound employment practices and efficient conflict resolution procedures and processes. Our extensive employment law experience allows us to assist employers and executives with employment planning and dispute prevention through a variety of means. We draft employment contracts for employers and executives and provide advice on COBRA rights, covenants not to compete, employee handbooks or manuals, and separation or employee termination matters.

When employment disputes go beyond negotiations, our trial lawyers apply our business litigation talent and skills to the pursuit or defense of lawsuits on behalf of employers and executives. We successfully handle employment litigation cases regarding covenants not to compete, employee disloyalty, misappropriation of trade secrets by employees and claims of discrimination and harassment. Our employment law experience is a key component of our overall business and corporate law practice, permitting us to offer full service solutions and advice to clients in all aspects of business ownership and operations.

We represent both employers and employees in nearly every aspect of employment law. Our employment law attorneys bring a common sense approach to resolve employment law issues and to provide sound legal advice and creative solutions for our clients' employment law matters.

If you are faced with any employment law issue, or would like advice regarding employment law matters, please call us at (612) 338-5815.

Notice of Employee Rights: Jeff Timmerman reports that a new law that takes effect on January 1, 2008, will change the notice employers are required to provide to job applicants upon hire. Minnesota Statutes, Section 181.9631, entitled "Notice of Employee Rights," requires employers to provide written notice to a job applicant upon hire of the applicant's rights and remedies with regard to his or her personnel records. Minnesota law currently provides an exhaustive list of what an employer should, and should not, include in an employee's personnel file, and it's important to keep separate those records which an employee is entitled to review, from those which an employee is not entitled to review. If you have questions on the requirements of this new provision or other employment law issues, please call one of our employment law attorneys.

Real Estate Law Update: Dave Libra advises that many new or updated real estate laws were adopted this year to address problems currently in the headlines, including:

- **Predatory Lending:** Prohibiting arranging mortgages without verifying the borrower's income and ability to repay, creating an agency relationship between mortgage originators and borrowers requiring the broker to act in the best interest of the borrower, and restricting predatory and subprime loans.
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- **Freedom to Breathe:** Expanding the controversial prohibition on smoking in public places.
- **Construction Law:** Changing the insurance requirements for building contractors and adjusting the statutes of limitations in the complicated area of construction warranties.
- **Homesteads:** Expanding the homestead exemption, including an increase in the amount from \$200,000 to \$300,000 for urban homesteads, and from \$500,000 to \$750,000 for agricultural homesteads.
- **Equity Skimming:** Clarifying and expanding the protections relating to transactions with persons in foreclosure proceedings.

If you have questions or need legal advice on real estate matters, please call **Dave Libra, John Stoebner, or Robert Richert.**

Announcements:

- Congratulations to our attorneys, **Jeff Timmerman** and **Amy Schwartz**, on their recent marriage. Jeff and Amy were married on September 1, 2007, in Minneapolis. The marriage creates a dynamic legal team for the Firm, and we are pleased to share in their happiness.
 - **Dave Libra** recently participated in a continuing legal education seminar sponsored by the National Business Institute: “**Commercial Leasing: Handling Common Client Issues**”. Dave’s presentation was the **Impact of Bankruptcy on a Real Estate Lease** covering the rights and remedies of the parties when a landlord or tenant files bankruptcy and practical lease drafting tips. In uncertain economic times, it is essential for a commercial lease to address the potential effects of a bankruptcy filing. Dave is a Minnesota State Bar Association Board Certified Real Property Law Specialist and he regularly represents both landlords and tenants in negotiating, drafting and reviewing commercial leases and related documents.
 - On June 4, 2007, the legal newspaper, *Minnesota Lawyer*, ran a front page story featuring LLTSP shareholder **Ralph V. Mitchell**. **Ralph** achieved a significant victory in the Minnesota Court of Appeals in a recent decision concerning the recovery of attorneys’ fees in marital dissolution cases. In this case, a mother of three pursued funds owed under the dissolution decree for nearly ten years, through a bankruptcy, a dispute with her former attorney, a partnership dissolution, and beyond. She was awarded not only all of the funds owed to her under the decree but also conduct-based post-dissolution attorneys’ fees and costs in excess of \$94,000. In affirming the award of these fees, the Court of Appeals held for the first time that a party to a dissolution proceeding may recover conduct-based attorney’s fees incurred in a proceeding ancillary to the dissolution if (a) the ancillary proceeding is sufficiently related to the dissolution; (b) the party’s participation in the ancillary proceeding was necessary to protect an interest awarded in the dissolution; (c) and the former spouse’s conduct in the ancillary proceeding supports a conduct-based fee award..
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- **Robert L. Richert** recently participated in the seminar “**Drafting Commercial Real Estate Leases: The Ins and Outs of Protecting Your Interests**” sponsored by the National Business Institute. Robert’s seminar topics included Construction Provisions (including ADA Issues), Brokerage Considerations, Estoppel Certificates, Memorandum of Lease, Subordination, Nondisturbance and Attornment Agreements (SNDAs), and Lease Amendments. In a recent article published in the *City Pages*, **Robert** commented on a case involving a residential tenant’s claim for the reimbursement of rent paid to a landlord who had failed to maintain his rental license in Minneapolis.
- **Ralph Mitchell** has been selected by the Independent Community Bankers of Minnesota to be a presenter in an upcoming round table consisting of Ralph and other blue ribbon panelists on the topic of problem loans.

Our Attorneys:

William S. Lapp
David A. Libra *
Richard T. Thomson
John R. Stoebner *
Gregory D. Pusch
Julia A. Christians

Ralph V. Mitchell
Robert L. Richert +
Amy L. Schwartz
Jeffrey A. Timmerman #

* Minnesota State Bar Association Board Certified Real Property Specialist

+ Also licensed in Wisconsin

Also licensed in Florida

We strive to provide you with “Excellent, Efficient and Economical” legal services. Thank you for your confidence in trusting us with your important legal matters in the past. We also appreciate your referrals of friends and relatives to our Firm. If we can be of assistance on any legal matter, please contact us.

If you have any comments on our Newsletter or want to change your address, to receive our Newsletter by e-mail, to add anyone to our Newsletter list, or to be deleted from our Newsletter list, please e-mail us at: receptionist@lapplibra.com.

Best Wishes,

Dave Libra

This Newsletter is published to inform our clients and other readers about our law firm and legal developments. The information in this Newsletter is only a general summary and is not intended, and should not be relied upon, as legal advice. If you have any questions, please contact one of our attorneys at 612-338-5815.

SuperLawyers: **Bill Lapp** (*Business & Corporate, Mergers & Acquisitions*), **Dave Libra** (*Real Estate, Business & Corporate, Estate Planning & Probate*), **Dick Thomson** (*Business Litigation, Employment & Labor*), **John Stoebner** (*Bankruptcy & Creditor/Debtor Rights, Real Estate*), and **Julia Christians** (*Bankruptcy & Creditor/Debtor Rights*) were recently named as “Super Lawyers” by Minnesota Law & Politics, Twin City Business and Mpls/St.Paul Magazine. Less than six percent of Minnesota lawyers receive this annual designation, which is based on a survey of over 20,000 lawyers and a blue ribbon committee.



STANDING (ltoR): Amy L. Schwartz, John R. Stoebner*, Gregory D. Pusch, Julia A. Christians*, Robert L. Richert, Ralph V. Mitchell, Richard T. Thomson*
 SEATED: Jeffrey A. Timmerman, William S. Lapp*, David A. Libra*
 *Chosen as 2007 Super Lawyer

YOUR TRUSTED BUSINESS LAWYERS

Since 1970, Lapp, Libra, Thomson, Stoebner & Pusch has provided thoughtful and careful solutions to our business clients' diverse legal needs. Our clients trust and rely on our prompt, efficient, and flexible client service, wide-ranging legal knowledge, and, above all, our record for superior results. We are committed to excellence.

OUR PRACTICE AREAS We focus on serving our clients in the following areas:

- Business Litigation
- Corporate and Business Law
- Commercial Real Estate
- Employment Law
- Business Bankruptcy and Creditors' Rights
- Banking Litigation
- Real Estate Litigation
- Estate Planning

OUR PEOPLE Our lawyers are widely known as leaders in their practice areas, and our talents and accomplishments are recognized by our peers and clients.

We are committed to providing each of our clients with the personal attention of superior attorneys who have extensive relevant knowledge and experience.

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ATTORNEYS AT LAW

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**BANKRUPTCY
BUSINESS & CORPORATE
COMMERCIAL LITIGATION
EMPLOYMENT**

**REAL ESTATE
SECURITIES
TAX LAW
WILLS, TRUSTS & PROBATE**