

Startup & Emerging Business

As legal advisors to entrepreneurs, we know the economy is everchanging. New and emerging technologies offer tremendous opportunities and challenges for entrepreneurs. Hancock Estabrook attorneys are attuned to the needs of entrepreneurs as they navigate the early stages of their business. Our attorneys are active participants in the startup and incubator community, providing advice and counsel to startups across a wide range of industries, from the latest data-driven software companies and drone technology to biotech entities and brick-and-mortar 2.0 shops and retail.



We recognize that each line of business presents a unique set of challenges and have assembled a multi-disciplinary team of attorneys with corporate, intellectual property, labor and employment and healthcare experience who can meet the needs of our entrepreneurial clients.

Whether you are a student with the next great technology app or a physician with an idea for a world-changing medical device, we can help you get off the ground while protecting your assets.

Our services include assistance in the areas of entity selection, capital structure, founders' agreements, tax structures and obligations, employee stock option plans, intellectual property assignments, license agreements, employment agreements, seed financing, venture capital financing and regulatory compliance matters. Our attorneys 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 qualifying startups and early-stage companies to assist entrepreneurs in the most critical stage in their businesses.

Business and Capital Formation

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 advising clients through intricate issues concerning business formations including partnerships, limited liability companies, S and C corporations and alternative entity structures.

Financing

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

Hancock Estabrook regularly handles mergers, acquisitions, recapitalizations, reorganizations and leveraged buyouts for both public and private companies of all sizes. 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 and financial professionals to assure the needs of our clients are fully met.

Commercial Transactions

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

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

HealthCare

Healthcare startups are a vibrant part of the medical technology community, but often face additional regulatory hurdles. We advise healthcare startups on the complex challenges they confront, including:

- Pre-market approvals
- 510k approvals

- Confidentiality/HIPAA
- Stark and Anti-Kickback
- Research grants

Labor & Employment

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

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 intellectual property attorneys provide a broad range of services, including:

- Identification of intellectual property assets including digital 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