

Welcome from LegalCORPS President Genereux!



I'm excited to welcome you to LegalCORPS' first newsletter. This is a great opportunity to celebrate the LegalCORPS initiative, explain our services, and thank those who participate in our mission to serve nonprofit organizations and small businesses in our state. We welcome your feedback on the newsletter itself and on the LegalCORPS program.

In just over two years, LegalCORPS has grown into a valuable resource that has provided legal assistance to nearly 150 microenterprises and nonprofits in Minnesota. LegalCORPS began in large part to serve a void in transactional pro bono. Oftentimes, new businesses simply "don't know what they don't know." That is where we come in. Our experience has shown that becoming involved in early stages helps to avoid costly legal missteps, while facilitating the growth of these businesses. So, too, we help small nonprofits keep up with the many legal issues that affect their ongoing work serving their communities.

We have been fortunate to attract a core group of volunteer attorneys who serve our clients with skill and enthusiasm. We have had success in attracting funding from generous donors. We are creating new relationships in the community. Yet, there is much more to be done. The challenge is how to build upon our early successes. Thanks in part to funding from the Lawyers Trust Account Board and the Legal Services Advisory Committee, LegalCORPS has reached out into Greater Minnesota, replicating our work in the metro area. We still need to connect more effectively into the many diverse ethnic communities across the state and assist the businesses developed in them and the nonprofits that serve them. As with our efforts in Greater Minnesota, we need to be proactive in communicating what we can do to help.

Our partnership with the Small Business Planning Center has been very rewarding. We discuss this hands-on collaboration in depth in this issue. Additionally, the Minnesota Justice Foundation provides an invaluable service pairing law students with our LegalCORPS attorneys. An interview with MJF director and LegalCORPS board member Janine Laird is on page 2. Directly below, with the help of two Fredrikson & Byron attorneys, we address the somewhat thorny terrain of immigrant startups – an area in which we receive many questions. CLE announcements, a list of our contributors, and donation information are also mentioned in this newsletter.

Thanks for your interest in LegalCORPS, and we hope you enjoy our articles.

Joe Genereux is a Deputy Managing Partner and chair of the Commercial & Banking practice group at Dorsey & Whitney LLP.



LEGAL TIP *Can immigrants start a new business in the U.S.?*

The influx of immigrants to Minnesota poses an interesting legal question — what laws affect their ability to own and operate a business? Attorneys Debra Schneider and Jessica Sherman, both of Fredrikson & Byron, P.A., helped us sort out this unfamiliar territory.

Generally, individuals do not need to have full U.S. citizen status to own a United States business. Permanent residents, non-resident aliens, or temporary visa holders generally may own partnerships, limited partnerships, limited liability partnerships, C corporations, or limited liability companies formed under the laws of a state in the United States. However, there are some restrictions on individuals who are not U.S. citizens or U.S. permanent residents owning shares of stock in a S corporation. Sherman recommends that when individuals are deciding which type of business entity to use for their business, that they take into consideration federal and state tax laws and state laws that govern the type of business entity that they choose, and pay special attention to certain restrictions and rules relating to U.S. citizenship or U.S. permanent residency if a S corporation is the entity of choice.

Yet just because a business has been set up for a foreign national does not mean that other legal concerns do not persist. Businesses may need a federal Employee Identification Number (EIN) when hiring employees and in many instances to setup bank accounts. This requirement can be complicated by the fact that the EIN application form requires a principal officer's, general partner's, or business owner's Social Security Number (SSN). An entity can address this issue if one of its principal owners is a U.S. citizen with a SSN.

One question that may arise is when is it necessary to learn of the immigration status of a potential business owner. Normally, it will not arise during the course of legal representation, but may be brought up by the new business owner, when information is requested, such as social security numbers. In that regard, Schneider, who is an immigration attorney, says that she recommends business attorneys advise clients to talk over status concerns with an immigration attorney. There may be nonimmigrant visa categories available that apply to the formation of the new business, such as an E visa, or immigrant options, such as an EB-5 investment. Individuals setting up businesses who do not currently have legal status in the United States may face unique difficulties in both the business operation arena and under immigration law.

CLE Events

January 16: Nonprofit 101 & How to Supervise a Law Student
3-5 pm, Fredrikson & Byron

January 23: Business Law 101 & How to Supervise a Law Student, 3-5 pm,
Dorsey & Whitney

February 20: Employment Law for Nonprofits & Board Liability, 3-5 pm,
Robins, Kaplan, Miller & Ciresi

March 13: Immigration Law in the Small Business Context
3-5 pm, Faegre & Benson

April 17: Commercial Leasing
3-5 pm, Lindquist & Venum

Coming in May 2007: Cross-Cultural Concepts in Business
3-7 pm, Midtown Global Market with volunteer reception

All CLEs are free to LegalCORPS volunteers. RSVP to info@legalcorps.org. Check www.legalcorps.org for more details.

LegalCORPS + SBA Business Planning Center

Connecting to the small business world...



Helping entrepreneurs achieve their dreams.

With the joint collaboration of LegalCORPS and the Small Business Administration (SBA), entrepreneurs can receive free legal advice to further their business goals. Every Tuesday from 4-7 pm, a LegalCORPS volunteer attorney meets with 3-5 clients in private half-hour segments. The purpose is to answer general business-related questions that are of a legal nature.

Clients typically inquire about which business entity they should register as, various leasing issues, sales contracts, as well as intellectual property concerns such as trademarks and patents. For many clients this is their first encounter with an attorney, according to Tom Trutna, Manager of the Business Planning Center in St. Paul, where the clinic is held (see map). Trutna says attorneys can have a certain mystique about them. "It's not always the easiest thing to talk to an attorney," Trutna says of the clients. "But, soon they find out that attorneys are normal people."

In order for a potential client to receive the benefits of the clinic, they must first qualify within the set income and revenue parameters of LegalCORPS. The respective business should begin, however, by contacting Trutna, who has over twenty years experience as a private business owner and has taught various business plan courses to budding entrepreneurs. It is important that entrepreneurs develop a business plan before seeking legal advice in order to clearly identify their potential legal issues. Trutna went on to say that this is how the SBA reaches out to the community. "I have a blast doing what I do."

Indeed, the center's main focus is to assist in the business plan creation process. This endeavor is made possible by computers loaded with business plan software, all of which is donated by manufacturers. In fact the center was almost shut down, but with the help of 15 area banks and the aforementioned manufacturers, this center has survived for over eight years with no tax dollar support. LegalCORPS is pleased to work with the center and the attorneys who staff the clinic enjoy the volunteer opportunity.

Clinic Information

Microenterprises and startups are welcome to attend our weekly clinics held in St. Paul. These clinics are held in conjunction with the Small Business Planning Center.

SBA Business Planning Center

2324 University Ave W
St Paul, MN 55114
(651) 209-1884



Spotlight on Community Partners *Janine Laird, MJF*



As a LegalCORPS community partner, The Minnesota Justice Foundation (MJF) serves the greater good by pairing eager law students with volunteer attorneys on LegalCORPS cases. MJF Executive Director and LegalCORPS board member Janine Laird spoke with us about her organization's role...

MINNESOTA JUSTICE FOUNDATION LegalCORPS: Why is it important for attorneys to work with students?

Janine Laird: It's helpful for attorneys to have assistance, and for students to try out new legal skills. It's important for students to see attorneys doing pro bono, giving students a glimpse into how pro bono can work within the structure of a law firm. Furthermore, it is a rare opportunity to work with an attorney from the private sector. As for the attorney, working with a student can remind them of their days of idealism. We were all new at one time and benefited from someone showing us the way. Attorneys get to take part in a tradition of showing newcomers the mysteries of the practice. And it's not as challenging as one might think. Students are bright, they add value to the transaction.

LC: How does an attorney supervise a student?

JL: Initially there should be a person-to-person meeting. Then afterwards they can work by email or phone. Attorneys should want to clarify what the student's skills are, and then check with the student to see if the project fits within their comfort zone. Attorneys should offer to be available if a student gets stuck partway through the project. Set clear expectations. Offer reasonable feedback after the work is done. This is because students want to learn. But, be patient. Some students like to over-ask. Students are rule followers. They want to do it right. Be patient with questions.

LC: How does an attorney get a volunteer?

JL: All an attorney has to do is ask LegalCORPS. Then LegalCORPS contacts MJF, which has a database of students. Attorneys can be choosy - they don't have to take first volunteer, but can screen for someone who has dealt with non-profit issues or taken certain classes for instance. We have students tripping over themselves to get involved in transactional work.

LC: Any lasting thoughts on this program?

JL: The experience provided to students is immeasurable. The comments we receive from clients are profound and deep. What lawyers give, they get back tenfold. Everyone gets something good out of it!

MJF at a Glance

The Minnesota Justice Foundation was incorporated in 1982 by Minnesota law students concerned about their role within the community. For 24 years MJF has secured legal aid for thousands of under-represented Minnesotans through coordinating the efforts of volunteer law students and attorneys.

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<http://www.mnjustice.org/>

LegalCORPS Wishes to Thank These Individuals & Groups Who Help Make Our Efforts Possible:

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[Click here to donate](#)

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600 Nicollet Mall, Suite 390A
Minneapolis, MN 55402



*LegalCORPS
Co-Founder Jim
Baillie*

LegalCORPS Co-Founder Inducted into Twin Citian Volunteer Hall of Fame

LegalCORPS would like to recognize the lifelong efforts of our co-founder, Jim Baillie, and congratulate him on his induction into the Twin Citian Volunteer Hall of Fame. Jim was honored September 19, 2006 at the Minneapolis Institute of Arts by Mpls-St. Paul Magazine and Associated Bank. Jim has served as past chair for the ABA's Standing Committee on Lawyer's Public Service Responsibility. He is also a past-president of the Hennepin County Bar Association and Minnesota State Bar Association. Baillie is currently vice-president of the LegalCORPS Board of Directors.

LegalCORPS Board of Directors (as of November 1, 2006)

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	Dale White, small business consultant
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About LegalCORPS

LegalCORPS assists eligible nonprofit corporations and microenterprises in Minnesota to obtain free legal assistance on business-related, transactional matters. Its mission is to strengthen the nonprofits and microenterprises that serve and support Minnesota's low-income communities by providing them with the legal advice that they could not otherwise afford to purchase. Our goal is to provide an ever-increasing quantity and quality of pro bono legal services to client organizations throughout the state of Minnesota, so that they can better focus their efforts on serving their clients.

LegalCORPS partners with [Volunteer Lawyers Network](#) (VLN) for screening of eligible clients and case placement with volunteer attorneys. In addition to representation, brief phone advice and clinic appointments are also available.

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