

# The Legal and Practical Aspects of Restructuring Your Association's Staff

Tuesday, September 26, 2017

2:00 pm – 3:30 pm ET

## ASSOCIATION TRENDS

### Speakers

**Mark Dorsey, CAE**

CEO, Construction Specifications Institute

**Irving Washington, CAE**

Executive Director, Online Media Association

**Debra S. BenAvram, FASAE, CAE**

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## Restructuring Your Staff

- Internal and External Components
  - Growing
  - Contracting
  - Adding and Letting People Go
  - Employees and Contractors



## **Restructuring and The Legal Issues: What Are You Doing and Who Are You Talking To?**

- Restructuring/Reorganization/Layoff/Termination
- How to make the decision
  - Communicating with your lawyer and the attorney-client privilege
  - The discoverability problem: “everything you say and everything you write”



## Restructuring and The Legal Issues: Contractors vs. Employees

- The built-in tension
  - Contractors are part of your culture
  - Contractors looking like employees
- The distinction between contractors and employees
  - Employers tell employees when, where and how to work
  - Employees perform an “integral part” of the business
  - Contractors generally get paid per project
  - Contractors generally work for others
  - Independent Contractor Agreements
- When you get it wrong: the potential liability



## **Restructuring and The Legal Issues: Discrimination, Retaliation, Contracts, WARN**

- Disparate impact on protected categories
- Retaliation
- Contractual Issues
  - Oral promise?
  - Written agreements?
- WARN Act
  - Federal: employers with 100+ employees – 60 day notice
  - 18 States (including Maryland)



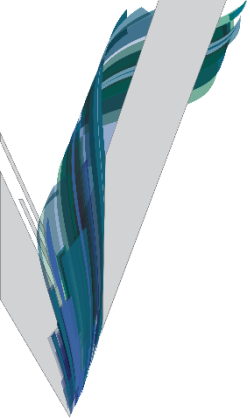
## **Restructuring and The Legal Issues: Documents to Review**

- Performance Evaluations
- Employment Agreements
- Other agreements with post-employment restrictions



## Restructuring and The Legal Issues: Documents to Prepare

- Separation Agreement
  - OWBPA “decisional unit” analysis
- Notices regarding benefits
- Return of IP and Association property
- Internal and External Messaging
  - Board
  - Staff
  - Vendors
  - Members
  - Press



# QUESTIONS?