

INTRODUCTION

KABOOM!

Your business has just run into a legal landmine. Now the business is in free fall and you're scrambling to save what you can.

Do you know what?

This collision could have been avoided.

You could have followed your dream and desire, not been dragged down by obstacles that could destroy everything you've worked for and everything you've ever wanted.

But how?

The stories you'll read in this book come from the lessons I've learned as a woman in business who just happens to also be an attorney. I've found, during over twenty years of experience as a business and trial lawyer, that most business owners and senior managers make the same avoidable mistakes. Over and over again, my cases fell into a certain pattern.

So, what's this pattern I noticed?

Two friends start a business without a written agreement

because they trust each other. Later, disagreements arise. Now, the parties aren't so friendly, and trust is broken. If the parties can't drain the emotion from the situation (and it's very difficult), a "corporate divorce" is likely. Everyone loses everything. The business falls apart, and the owners are out looking for jobs again. There are a million reasons (to be clear, read "reasons" as "excuses") for not getting the help we need:

- The business is just "a hobby."
- We have a limited start-up budget and we'll get around to it when we have profit.
- The business might not work out, so why not wait and see before spending the money.
- We can't afford an attorney.
- We found a form online, and that's good enough.
- My partner, client or employee is my best friend, spouse, friend of a friend, etc., and I trust them.
- We'll be able to work out any problems.

These excuses aren't good enough. In fact, these excuses can be very costly.

When people use them, they are building a business with a cracked foundation. At some point that cracked foundation will crumble, and all that's been built upon it will crash to the ground. Business owners, especially in the start-up and grow phases, are worried about every penny spent. They don't realize that legal fees are more an investment in an insurance policy than a simple expense. Would you go without insurance? Of course not. But people go without legal counsel. You get long-term value from

the investment in a lawyer and critical foundation documents, just like you do with an insurance policy.

Your business can avoid the disastrous pattern I see over and over again in my practice as a business lawyer and litigator. And that's why I wanted to write this book for you. I'm tired of seeing the heartbreak of business owners who've lost everything due to mistakes that could've been avoided. In this Do-It-Yourself ("DIY") society, legal resources are very limited for small to mid-sized businesses. It has become my mission to demystify all that fancy legal mumbo jumbo and help businesses leverage the law. Now, don't get me wrong. No book, no matter how amazing, will prevent you from hitting every legal landmine that may be in your path.

Okay, I have a confession to make.

Yeah, I know—a lawyer making a confession; who'd have thunk it?

The idea of writing about the law for real businesspeople, much less speaking about the law at conferences, didn't occur to me until 2013. So what changed?

In 2012, I ran headlong into a legal landmine. I nearly sank my legal career. All because I made the #1 mistake in business: I didn't get the agreement in writing because my new business partner was a friend of a friend, time was short, and fear was calling the shots. Sound familiar? Isn't that what I just told you not to do? Yup.

The lightbulb moment for me was when that verbal agreement fell apart. I had an advanced degree in not making the mistakes I'd made. I'd been advising people not to make these mistakes for *seventeen years* and litigating the fallout when my clients did. Yet I'd ignored my own advice and was now paying

the price.

You don't really understand what someone else goes through until you experience something similar. With the realization that I'd made a terrible mistake, a potentially career-ending mistake, came the humiliation, the feeling stupid, the shattering of my confidence. After all, if I couldn't make the right choices in my own life, how could I presume to advise other people facing the same obstacles?

I never saw the hit coming. Life is like that. We almost never have warning of the moments that bring us to our knees. How in the world are business owners going to see the landmines in the road to success when they don't even know the warning signs? Heck, I knew the warning signs and the problems still snuck up on me when I should have seen them coming.

The Internet has made us a DIY society. Want to build a bookcase? There's a video or blog post on that. Want to create a fire pit? Same thing. Want to know if your runny nose is just a cold or the symptom of a new plague? Yup. Check the Internet. Want to run a business? Hold on. Before you reach for that keyboard, you need to realize that when it comes to legal information—really, any services-based information—you don't know what you don't know.

For example, you might have heard that when partnering with another business, or even considering partnering, you need a non-disclosure agreement (NDA). But as it is so often, common wisdom—get an NDA—is less than half the story. While a good NDA prevents your potential business partner from telling anyone the information you give them, this type of restriction alone won't prevent them from using the information or cutting you out of the final deal with the end client. Many times, you

need a non-circumvention agreement as well as an NDA. Be honest; do you know what a non-circumvention agreement is? Did you know there was such a thing? If you don't know what you're looking for on the Interwebs, you won't find it.

The game of business is stacked in favor of the house. Here, the house is the more established business that has spent its time and money ensuring that it has the best possible armor to protect it against legal landmines. This too has to stop.

“Wait, wait, wait,” you say. “That’s easier said than done.”

It is. Depending on the stage your business is in, it might take months to ferret out all the legal landmines buried in your contracts and operations. It’s a drag, but don’t let that overwhelm you. All journeys start with a first step. This book is designed as your first step to creating untouchable back office operations. Knowing you’ve done everything you can to plan for the unexpected and repel most attacks gives you the confidence to stand tall in business and realize your dream. In this book, we’ll go over the main legal landmines that exist for every business and how to avoid them.

As my friend and the business coach who started me on this particular path of my journey, Darnyelle Jervey, says, “You can’t see the picture if you’re the frame.” In an art museum, you can’t stand inches from the work and appreciate it. You have to step back. The same thing is true in business. When you’re too close to it, you can’t see the landmine until it’s far too late and it’s blown up in your face. Your business needs an outside advocate, a trusted advisor who can see what you can’t. I’m ready when you are. If not me, then find someone. Don’t go it alone in business. There are plenty of competent, passionate professionals who are there to help you if you just ask.

Women are less likely to ask for help and more likely to make the mistakes we're going to look at in this book than their male peers. After all, we value relationships and being liked over success. Our male counterparts choose success nearly every time.

There's a dirty truth out there that we, as a society, sweep under the rug and pretend doesn't exist. While business is hard, some people try to knock you down just because you're a woman. Every one of you has a story in which someone put landmines in your path simply because you're a woman, or know a woman this happened to. Gender discrimination hasn't stopped; it's just become more subtle. The reality is, women face different challenges as employees, executives and business owners. Women in business don't have to give up their identity to succeed. But we do have to make sure we're playing on the same field. We need to stop letting fear of being not liked or being considered a battle-axe stop us from living fully in personal life and business. We need to stop hurtling headlong into the business minefield.

I want to save business owners the heartache of watching their dreams die. I want to help you shift your mindset and protect yourself in business. I want to help you pull on your big girl panties (okay, or boxer briefs—with or without superhero emblem—if you're a man) and think like an entrepreneur. I want you to see the minefield before you hit it and know when to ask for help. I want you to see that you can be successful in business.

In this book, I'll share ways you can spot the minefield and protect your business from the most common mistakes that turn business owners like you into clients for my law practice. I'm here to empower you, so you know you have the right protection

and can stand tall. (Okay, at five feet four inches, I only stand so tall, but I make the most of it. In court, opposing counsels—attorneys representing the other side—think I’m six feet tall and wearing six-inch heels). Standing tall is a matter of moving confidently in your power.

When you can’t stand tall, whether it’s because you’ve just been knocked to your knees or you’re too busy, frustrated or distracted by life, I’m here to fight for you and lead you back to your source of power.

Every time I speak at conferences or networking groups, several people will approach me and say things like, “I wish I’d known you *before* ...” or “I wish I knew this *before* ...” Those comments don’t surprise me. I’ve had hundreds of clients over my more-than-twenty-year legal career say the same thing. Sometimes they went wrong because they relied on a piece of common wisdom that turned out to be nothing but an urban myth. Most people are surprised when I tell them that disputes *between* business owners are the number one reason for the failure of businesses that could have been or were profitable. I’ve helped many companies survive these disputes and thrive after one owner has left the business. I’ve helped dozens of companies in litigation protect their confidential information from misuse by their former employees. Many of these disputes could have been avoided if the parties involved had known certain legal concepts or taken certain actions *before* problems came up.

What the conference attendees, and my clients, needed to know *before* became the tips for this book and my video series. I’ve helped hundreds of businesses through the legal minefield over the years. When I’ve worked with companies *before* the

problem, I've been able to save my clients hundreds of thousands of dollars in collective litigation expenses.

Women-owned businesses are the future. Even during the recession, women were starting businesses at a rate that outpaced their male counterparts. According to the American Express Open 2016 State of Women-Owned Business Executive Report, between 2007 and 2016 the number of women-owned businesses increased by forty-five percent, compared to just a nine percent increase among all businesses. Business revenue for women-owned businesses has increased thirty-five percent in the same time period.

But sadly, most women-owned business are smaller than male-owned businesses. Most women don't go big. We don't make more than a job for ourselves because doubts about our self-worth, fear and guilt plague us. I struggle with the little voice that whispers "not good enough" every day. I worry about cheating my husband and sons out of time with me. And you know what? My boys, all three of them, are the first ones to champion what I'm doing They have my back. Whatever your reason for not playing big, for not being all you can, *it stops now*.

Your future is two steps ahead of you. Let me help you take the first step. Once you do, you'll see all the resources and people there to help you with the second one.

You have power. Realize it. Grab it. Life's waiting for you. Are you ready?