

# The Business of Marijuana

*in Northern California*



JANUARY 17 & 18,  
2019

MARINES' MEMORIAL  
CLUB & HOTEL

San Francisco, CA

Available Via:



Live  
Webcast

## ACCREDITATION

**CA CLE** 10.25 General & 1.0 Ethics Credits

**OR CLE** 10.0 General & 1.0 Ethics Credits

**WA MCLE** 10.0 Law & Legal & 1.0 Ethics Credits

## Seminar Overview

This seminar will cover topics directly relevant to California's medical and adult-use cannabis laws and Northern California commercial cannabis businesses, including the state licensing structures and regulations under the Medical and Adult-Use Cannabis Regulation and Safety Act, local government regulations, emerging aspects in cannabis business and contracts and litigation, the legalization and regulatory process so far in California, intellectual property, and investment and banking issues. Attendees will hear directly from leading practitioners and operators about the changes and progress toward the end of prohibition.

### Who Should Attend:

Accountants  
Attorneys  
Banker/Creditors  
Financial Planners  
Insurance Professionals  
Real Estate Brokers  
Government Employees

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**Marijuana**  
**Thursday, January 17, 2019**

**9:00 Introduction and Overview**

**PST**

**Nicole Howell Neubert**, Program Chair  
*Clark Neubert LLP*

**9:10 Overview of State Law & Regulations**

The Medicinal and Adult-Use Cannabis Regulation and Safety Act (MAUCRSA); Implementing Regulations (emergency versus non-emergency regulations); The State agencies: California Department of Food and Agriculture (CDFA), Bureau of Cannabis Control (BCC), California Department of Public Health (CDPH); Local permitting

**Joanna Hossack**  
*Clark Neubert LLP*

**Nicole Howell Neubert**  
*Clark Neubert LLP*

**10:30 Break**

**10:45 Federal Law Update: Cannabis Banking Updates**

Review of the 2014 Department of Treasury guidelines for banking the cannabis industry. Have these guidelines provided any clarity to the banking industry? What steps must financial institutions take to follow these guidelines (and what can your client expect)? It's now 2019, are the 2014 guidelines still relevant? What pending federal legislation addresses banking for the cannabis industry?

**Kathryn L. McCall**  
*Sideman Bancroft LLP*

**11:30 Cannabis Business Litigation and Case Law Update**

An overview of the common types of disputes that cannabis businesses face, including new types of claims stemming from the new regulations and local government issues; How litigating on behalf of cannabis business clients is different and how practitioners, the judiciary, and insurers are dealing with the normalization of cannabis litigation.

**Katy M. Young**  
*Ad Astra Law Group LLP*

**12:30 Midday Break**

**1:45 California Cannabis Water Right, Licensing Requirements and Legal Issues**

Sustainable groundwater supplies are what cannabis growers count on. You will learn about the physical and legal vulnerabilities and their solutions to effectively manage groundwater at the farm, data gathering, strategy and proactive behavior.

**Stephen J. Baker, PG, HG**, Founder  
*Operation Unite*

**2:45 Break**

**3:00 Real Estate and Land Use**

Analysis and compilation of a cannabis leasehold in California; Various leasehold issues for a cannabis tenant; Escape clauses; Cannabis zoning in the typical general plan; Navigating cannabis land use disputes; Landlord liability, locally and federally; Non-conforming uses and what they mean for cannabis businesses and their commercial leases

**Daniel E. Dersham**  
*Harris Bricken*

**Julie A. Hamill**  
*Harris Bricken*

**4:00 Ethical Considerations and Legalized Marijuana**

Investing in marijuana businesses; Conflict waivers; How to advise clients in the cannabis space considering federal illegality; Cross-border transactions; Implications for an attorney's use of legal cannabis

**Omar Figueroa**  
*Law Offices of Omar Figueroa*

**5:00 Adjourn**

**Marijuana**  
**Friday, January 18, 2019**

**9:00 Introduction and Overview**

**PST**

**Nicole Howell Neubert**, Program Chair  
*Clark Neubert LLP*

**9:05 Investing in the Cannabis Industry**

Investor and founder protections; Mandatory disclosures; Managing confidentiality obligations; Ownership transfers

**Beau Epperly**  
*Epperly & Elam LLP*

## 10:00 Intellectual Property – Branding and Trademarks

Selection, registration, and enforcement of trademarks for cannabis products at the state and federal level; Licensing of cannabis trademarks; Expansion into other states

**David Schnider**  
*Nolan Heimann LLP*

## 10:45 Break

## 11:00 Taxes and the Treatment of Cannabis Income

Update on IRC 280E; Emerging case law; California State taxes and new trends; Good accounting methods and how to behave in the tax realm if you do not have access to banking

**Jaime J. Santos**  
*Jaime J. Santos, Esq.*

## 11:45 Supply Chain Deal Structures

How are businesses navigating the supply chain? A discussion of shared spaces, equipment leasing, manufacturing agreements, licensing agreements, and more; The creative ways that partnerships are formed between brands and state licensees and how and where new cannabis regulations apply to these agreements

**Christina Sava**  
*Anthony Law Group*  
**Christopher J. Wood**  
*Wykowski Law*

## 12:15 Midday Break

## 1:30 Insurance in the Cannabis Industry

What types of insurance do cannabis businesses need? What are the obstacles to getting it? You will examine how the federal status of cannabis impacts the availability of insurance options and the adequacy of coverage provided thereunder, as well as the enforceability of cannabis policies and the way their terms are interpreted.

**Jason M. Horst**  
*Horst Legal Counsel*  
**Ambere St. Denis**, Chief Executive Officer  
*Crimson Business Insurance Agency*

## 2:00 Case Studies: Boots on the Ground in the Industry - Overview of Experiences Locally and in Other States

Industry issues and perspectives from actual licensee applicants and ancillary businesses; Relationships between licensees, including logistics and dynamics of contracting for goods and services; Regulatory compliance priorities; Navigating state agencies as a licensee

**Brian F. Elliott**, Founder  
*Fire & Emergency Services Consulting*  
**David Hua**, Co-Founder & CEO

## 2:45 Break

## 3:00 Hemp Update

Legal and primary genetic differences between cannabis and industrial hemp, and why they matter; How the Federal government currently treats industrial hemp and progress being made at the Federal level; Status of California's industrial hemp program; Legal issues surrounding cannabinoids derived from industrial hemp; Similarities and differences of California's industrial hemp law when compared to other states that formally permit the cultivation of hemp; The future of hemp in California

**Joy Beckerman**, Principal Industrial Hemp Specialist  
*Hemp Ace International LLC; Kingston, NY*

## 3:45 Adjourn

## Faculty - Marijuana



**Nicole Howell Neubert, Program Chair**, partner with Clark Neubert LLP, is one of California's most effective and respected cannabis business and regulatory attorneys. Her experience advising hundreds of successful cannabis operators through the corporate, transactional, and regulatory dynamics of California's complex market illustrates her dexterity across legal and strategic arenas.



**Beau Epperly**, partner with Epperly Elam LLP, advises startup-business clients in all aspects of the startup cycle; from formation to exit. He guides mature companies through complex securities and tax regulatory matters. He and his team have led a wide variety of complex and unique funding deals for startups and recapitalization funding for existing businesses.



**Stephen J. Baker, PG, HG** is the founder of Operation Unite. He has provided articles in The Union newspaper that discuss water resources in the cannabis industry, conducted environmental surveys at cannabis cultivation locations in California and provides groundwater management for specific cannabis businesses.



**Omar Figueroa**, principal attorney with Law Offices of Omar Figueroa, has spent two decades at the vanguard of California cannabis law and is widely respected as an industry expert. As author of Cannabis Codes of California, the first comprehensive book of the state's cannabis laws, he frequently appears in media coverage as an advocate for the industry.



**Joy Beckerman** is the Principal Industrial Hemp Specialist at Hemp Ace International LLC, a New York-based consulting, legal support, expert witness, and brokering firm serving the global community. She is the President of the Hemp Industries Association, and sits on the National Board of Directors of NORML.



**Julie A. Hamill**, attorney with Harris Bricken, practices land use, real estate, local government and business law. She helps clients obtain land use approvals and entitlements, including conditional use permits, regulatory permits, use determination letters and development agreements.



**Daniel E. Dersham** is an attorney with Harris Bricken. His practice centers on commercial litigation and commercial real estate transactions. He regularly represents commercial landlords and tenants in negotiating and structuring leases, tenant build-outs, and new construction.



**Jason M. Horst**, principal with Horst Legal Counsel, is among the foremost experts on the intersection of insurance law and the cannabis industry. He offers a range of risk management services to clients in and servicing the cannabis industry, including counseling related to insurance placement, risk transfer strategies, and preparing insurance specifications.



**Brian F. Elliott** is the founder of Fire and Emergency Services Consulting. He is a retired Fire Chief, licensed Community College Instructor, Cannabis code compliance professional, former Hazardous Materials Response Team supervisor, member of California Fire Chiefs Association Fire Prevention Officers Division, and a National Fire Protection Association active member.



**Joanna Hossack** is a cannabis business attorney with Clark Neubert LLP. She advises the firm's clients on matters of entity formation, corporate governance, business transactional matters, local permitting and state licensing with a particular focus on the water law and environmental issues facing commercial cannabis operators.



**David Hua** is the Chief Executive Officer and Co-Founder of Meadow, a software company specializing in California cannabis, and Y-Combinator's first start-up to operate in the cannabis space. He has dedicated the last 4 years to bridging the divide between cannabis and technology. He has partnered with dispensaries and delivery services of all sizes across California, utilizing technology to scale with demand from legalization, maintain compliance with local and state regulations, and create operational efficiencies to thrive in the regulated industry.



**Ambere St. Denis** is the Chief Executive Officer and founder of Crimson Business Insurance Agency. She started Crimson to help underserved business owners make savvy decisions about their coverage. Her professional background includes 15 years of hospitality/restaurant experience, so she truly "gets" the challenges businesses face and how insurance can protect them.



**Kathryn L. McCall** is a partner at Sideman & Bancroft LLP and head of the firm's Cannabis Industry Team. She advises cannabis companies on entity formation and governance, business financing, operational concerns and commercial agreements, and mergers and acquisitions.



**Christopher J. Wood**, principle attorney at Wykowski Law, is at the forefront of taxation and corporate law matters facing the cannabis industry. He has served as counsel in some of the industry's most important deals, including numerous mergers and acquisitions, debt financings, IP transactions, and corporate governance issues.



**Jaime J. Santos, Esq.** is a solo practitioner currently practicing in Oakland, CA. She advises companies on transactional and tax matters across a wide range of industries including manufacturing, retail, and services. After law school she spent years honing skills at premier firms, including Heller Ehrman and Orrick.



**Katy M. Young** is a founding partner of Ad Astra Law Group LLP. Her areas of practice applicable to the cannabis industry are business and real estate litigation, including partnership disputes, breach of contract, investor issues, business torts, landlord/tenant matters, and general counsel work.



**Christina Sava** is the managing attorney with Anthony Law Group. With a thorough understanding of the new regulatory landscape in California, Christina helps clients understand the regulatory process, create professional local and state permit applications, and bring their businesses into compliance.



**David Schnider**, partner with Nolan Heimann LLP, is a lawyer and business executive with over 15 years of experience specializing in intellectual property, licensing, and contract negotiations. He has worked with growers, distributors, and service providers to understand the complicated federal and state registration system and to obtain registrations for their trademarks.

# Marijuana

## Credits

### **CA CLE**

The Seminar Group is a State Bar of California approved MCLE provider; therefore, this course is approved for 10.25 general and 1.0 ethics CLE credits (Live Credits for In Person Attendance & Webcast).

### **OR CLE**

This course has been approved by the Oregon State Bar for 10.0 general and 1.0 ethics CLE credits (Live Credits for In Person Attendance & Webcast).

### **WA MCLE**

This course has been approved for 10.0 hours of law and legal CLE credit and 1.0 hours of ethics CLE credit by the Washington MCLE board. (Live Credits for In Person Attendance & Webcast). Self-Study credit will be available, specific credit amount to be determined.

**The Seminar Group is an accredited sponsor with the Washington State Bar**

## Location

### **Marines' Memorial Club & Hotel**

609 Sutter Street  
San Francisco, CA 94102

Phone: 800-562-7463

The Seminar is located in the Commandants room. Please call the venue for directions/questions

#### **PARKING**

Public Parking is available on Shutter Street and Taylor Street.

## Fees

### **Live Seminar:**

Attorney	\$749.00
Government / Tribal / Non-Profit	\$649.00
Other Professionals	\$649.00
Student / Professor	\$549.00
Day One	\$520.14
Day Two	\$416.11

### **Live Webcast:**

Attorney	\$749.00
Government / Tribal / Non-Profit	\$649.00
Other Professionals	\$649.00
Student / Professor	\$549.00
Day One	\$520.14
Day Two	\$416.11

### **On Demand:**

All Sessions	\$749.00
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### **Materials Download:**

All Sessions	\$229.00
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### **Printed Materials:**

All Sessions	\$259.00
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[www.TheSeminarGroup.net](http://www.TheSeminarGroup.net) or call our office at 800-574-4852 or 206-463-4400. You can also contact us at [info@theseminar.com](mailto:info@theseminar.com) or by mail to The Seminar Group, P.O. Box 523, Vashon, WA 90870.

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