

Corporate Governance

Baker & Daniels professionals work with boards of directors, board committees and executive officers of public and private companies on a variety of corporate governance matters. Our attorneys work closely with boards of directors and executives to fully understand the operations and structure of a company in order to provide relevant and tailored advice.

We frequently advise our clients on corporate governance matters including:

- Standards of conduct
- Liability issues
- Fiduciary obligations
- Executive compensation
- Nominating and removing directors and officers
- Code of ethics
- Charters for audits
- Corporate governance policies and guidelines

In addition, our professionals are well-schooled in assisting public companies in understanding, complying and staying up to date with the Sarbanes-Oxley Act of 2002 and related SEC rules. Our team also advises companies on unsolicited takeover proposals, including the adoption of articles of incorporation, charter of bylaw provisions and shareholder rights ("poison pill") plans. We also advise our clients on implementing appropriate structural defenses against such takeovers.

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