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Sabrina Fiorellino

sfiorellino@casselsbrock.com 416 642 7455

Positioning Your Company for Growth

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Introduction



- This presentation
 - Overview of do's and don't's
- Future presentations
 - February 23, 2010: Packaging and Labelling, hosted by Catherine Dennis
 - March 31, 2010: Protecting Your Intellectual Property, hosted by Len Glickman

Overview



- Incorporation
- Protecting your intellectual property
- Employment issues
- Packaging and labelling
- Advertising and marketing
- Licensing agreements
- Doing business on the internet

Incorporation



DO

- Consider whether or not to incorporate. If you do incorporate, decide where to incorporate
 - Advantages and disadvantages
 - Federal versus provincial incorporation

Incorporation



DON'T

- Do not simply incorporate without considering other legal obligations
 - Envision your future
 - Organize your company
 - Remember the administrative aspects of incorporation

Intellectual Property



DO

- Protect your intellectual property
 - Trade-mark
 - Copyright
 - Industrial design
 - Patent

Intellectual Property



DON'T

- Do not forget the limits of intellectual property protection
 - Useful articles
 - Territorial limitations
 - Enforcement

Employment



DO

- Hire employees or independent contractors as required and follow laws accordingly
 - Independent contractors
 - Employees

Employment



DON'T

- Do not treat true employees as independent contractors
 - Consequences of incorrectly defining employment relationships
 - Things to consider when drafting an agreement

Packaging and Labelling



DO

- Know the basic packaging and labelling requirements for all places where you sell goods
 - *Textile Labelling Act*
 - *Consumer Packaging and Labelling Act*
 - Customs tariff
 - *Competition Act*

Packaging and Labelling



DON'T

- Do not make false or misleading representations on packaging and labels
 - Civil penalties
 - Criminal penalties
 - Seizure of goods

Advertising and Marketing



DO

- Ensure proper advertising and marketing for your brand
 - *Competition Act*
 - *Canadian Code of Advertising Standards*
 - *Ontario Consumer Protection Act*

Advertising and Marketing



DON'T

- Do not make false representations
 - Civil penalties
 - Criminal penalties
 - Rescind purchases

Licensing Agreements



DO

- Consider all aspects of granting a license and/or obtaining a license
 - The agreement
 - Exclusivity
 - Time
 - Territory
 - Third parties
 - Termination
 - Payment
 - Representations and warranties
 - Indemnity

Licensing Agreements



DON'T

- Do not give sweeping rights away without consideration
 - Traps
 - Use of rights
 - Audits
 - Performance
 - Change of control

Internet



DO

- Strongly consider the use of social media and e-commerce
 - Social media
 - E-commerce
 - Sales
 - Consumers

Internet



DON'T

- Do not lose control over it!
 - Risks of using social media
 - Issues surrounding e-commerce in the fashion industry
 - Four e-commerce strategies

Conclusion

- Future presentations
 - Product safety
 - International trade
 - Environmental issues facing the fashion industry

Sabrina Fiorellino

Sabrina is an associate in the Business Law Group and the Fashion Industry Practice Group.

Before joining Cassels Brock as an associate, Sabrina worked as both a summer student and articling student at the firm. During this time, she worked on various matters and transactions within the Business, Entertainment and Securities practice groups. Her experience with the Business Law Group and Fashion Industry Practice Group includes conducting research on intellectual property and fashion law issues, assisting with various aspects of merger and acquisition transactions involving both public and private companies and drafting a variety of commercial agreements.

While in law school at the Osgoode Hall, Sabrina was a caseworker with the Osgoode Business Clinic, a clinic primarily operated by law students to assist low-income entrepreneurs in developing and expanding their businesses. She is also the head volunteer for a charity called Empowerment Through Achievement (Vaughan).





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