

CONTRACT: an agreement having a lawful object entered into voluntarily by two or more parties, each of whom intends to create one or more legal obligations between them.

What Value Does a Contract Have?

America is a great place to do business and succeed. Perhaps one of the most critical elements to the facilitation of such success is the contract. No matter your industry, field of specialization or the size of your company, contracts serve as an important way to protect your best interests during the course of business.

When a contract has been properly constructed and implemented, it carries the full weight of the law behind it, and when a breach of such an agreement takes place, Taylor Law is ready to represent your interests. Failure to do so could spell disaster for your bottom line.

There is no nationwide federal contract law. It varies from state to state, so it is important to have a local law firm for your business.



Contract Negotiations and Disputes

Contracts are a critical aspect in any business, and the careful drafting of these documents can assist business owners in avoiding costly disputes in the future. Preventing future problems and ensuring that if problems do arise that you and your business are protected in the contract is vital. The contracts should achieve the following:

- Outline agreements clearly and without confusing wording or terms
- List the remedies that the client has if the contracted firm or individual fails to uphold the terms of the contract

A top business litigation lawyer from Taylor Law provides the skill and experience to draft even the most complex contracts, such as:

- Real estate and leasing
- Construction
- Sales
- Distribution
- Confidentiality and non-compete agreements (common in Employment and Consulting Agreements)

Construction Litigation

If you are involved in the construction business, there are many points in which the law can affect your business. A construction litigation attorney can answer your

questions and provide representation to defend your interests, such as:

- Receiving payment for your work
- Getting permits for work that you need to do
- Defense against lawsuits from parties claiming your construction was faulty or not completed in time
- Labor disputes

Contract Preparation Services

We can assist you in the preparation of contracts. If the contract was prepared by another party we look for onerous terms buried in the fine print. We also negotiate for terms that promote you being paid on time and in full. In matters where the work has already been done and you have not been paid, we file mechanic's liens and, if need be, foreclose on the project.

Furthermore, we also have extensive experience in the following matters:

- Construction contracts (advising and drafting)
- Delay and defect analysis
- Claims concerning architecture and engineer design
- Bond and surety claims

What Exactly Constitutes a Breach of Contract?

Though contractual agreements vary widely in their nature and purpose, their basic goal is the provision of money, goods, ac-

tions, services, or promised refrain from action by one party to another. These items of value are called "consideration" in legal terms, and without them, a contract would not exist.

Perhaps a vendor has failed to meet an important deadline. Or maybe an employee has caused detriment to your company by breach of an employment contract or non-disclosure / non-compete agreement. From general contract disputes to tortious interference with a contract, Taylor Law Offices can fight for your legally enforceable rights and best interests while you focus on moving your company forward.



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Specializing in Business Tort and Construction Litigation

You may have begun to deliver on a profitable contract. Then, the other party breaches the contract for no apparent reason. You find later an unscrupulous person promoted the breach to the other party. In this situation, you may bring an action against the unscrupulous person for tortiously causing the breach of contract. We are also ready to represent you in other business tort litigation, such as:

- Misrepresentation
- Interference with a prospective business advantage
- Unfair trade practices

Construction Litigation

We have the experience, legal knowledge and deep familiarity with the construction industry to effectively negotiate contracts or skillfully argue cases in court for the following professionals:

- Developers
- Contractors
- Subcontractors
- Owners
- Design professionals

We specialize in construction contracts, and can answer your questions and provide representation to defend your interests.

How to Avoid Litigation

Corporate and business disputes can drain your time, energy and resources. No matter how complex a disagreement seems, your legal team can pursue the best course of action toward resolution. Many matters, though they seem virtually impossible to resolve outside of the courtroom, can actually be settled through mediation or other methods of alternative dispute resolution (ADR), saving your company time and money.

When Litigation is Necessary

While amicable ends to disputes are always preferred, your attorney can also fight tenaciously for your interests at trial when necessary. Whatever your specific needs merit, procuring the counsel of a skilled law firm



can allow you to focus on what is most important to you—running a successful business.

Commercial Landlord/ Tenant Litigation

From late rent to property damage disputes, we resolve landlord-tenant issues.

As a landlord or tenant, your property or place of business is important to you. In the course of a commercial lease, it is not uncommon for a dispute to occur. If it does, please contact us immediately. The attorney you choose should have ample experience in litigation and landlord-tenant matters.

Our firm has successfully assisted many businesses, stores, restaurants, and other types of commercial establishments with landlord-tenant litigation. We urge you to speak with an attorney from our firm immediately, if you are having difficulties in any of the following areas:

- Missed rent payments
- Breach of lease
- Overcharged rent disputes
- Property damage disputes

- Evictions
- Collections

Commercial landlord-tenant laws encompass the legal relationship between a landlord and its business tenants. There is a marked difference between the relationship of a landlord and residential tenant and an owner of a rental property and its business tenants. Having an attorney that is thoroughly grounded in these differences can save you costly mistakes and wasted time in the future.



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5 = 10 1/4 inches

EMPLOYMENT: a relationship between two parties, usually based on a contract, one being the employer and the other being the employee.

Employment and Consulting Agreements

It's important to know that people who work for you may fall into different legal categories. A consultant, for example, is someone who gives expert or professional advice on a matter to the benefit of the company.

An employee is someone who is hired by a company or person for a fixed amount of payment in exchange for his or her service at the company.

Consulting contracts generally lay out the professional services that the consultant will provide for an agreed upon fee. This is not done as an independent business, such as when the individual is an independent contractor.

Keeping employees happy is more than putting up motivational posters in the breakroom.

Employment and Labor

Are you ready to manage a workforce? Fueled by the best intentions and seemingly endless energy, as a successful business endeavor grows and evolves, it will likely require the employment and efforts of an expanding workforce.

It is the clear understanding of every good owner and manager that maintaining healthy employer-employee relationships is of the utmost importance. Not only are matters of employee morale and governmental compliance on the line, so is the ultimate success of your endeavor.

There are also occupational health and safety laws businesses must follow. For example, employers have the responsibility to



provide a safe workplace that does not have serious hazards and must follow all OSHA safety and health standards. OSHA's Recordkeeping Rule requires employers in higher-hazard industries with more than ten employees to keep accurate and complete records of work-related injuries and illnesses.

- Protecting trade secrets and confidential business information
- Compliance with wage & hour and family leave laws

We also provide vigorous defense against harmful claims and lawsuits when they do occur. Because we realize that no matter how many Ts are crossed and Is dotted, litigation still may happen. We'll be prepared, so you can focus on business, not business law.

How To Limit Your Liability

We can help expanding businesses limit their liability in these two basic ways:

- Construct corporate procedures and policies relating to employment
- Construct personnel systems and practices fair and legal to all concerned

With the help of a legal team well-versed in matters of business law, you can receive the help you need with such important issues as:

- Development of handbooks, policy manuals and drug testing plans
- Construction of contracts for employees and independent contractors
- Assistance with terminations, releases and severance plans
- Keeping your enterprise in compliance with local, state and federal regulations and laws



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Business, Corporate and Partnership Disputes

Maintaining healthy communication and relationships within a business or corporate endeavor could not be more important to the success of a company. Unfortunately, many times a dispute will arise either externally or internally. Such matters, when not expediently and fully resolved, can lead to the financial demise of an entity.

Two of the most common reasons that business partnerships fail are:

1. Failure to make an adequate plan.
2. Failure to have a written partnership agreement that outlines in detail the partnership structure.

Since business relationships are of such importance, gaining the assistance of a Taylor Law can be critical to your company's success. Your attorney can alleviate a great deal of the stress involved in facilitating an end to conflicts and disagreements between the following entities:

- Businesses. If you have a business to business (B2B) relationship with a mom and pop shop or any larger company, disagreements and misunderstandings can happen.
- Corporations. LLC, INC., whatever the case is, a corporation is at-the-ready to lawyer up and make things costly for you.
- Partnerships. No matter how much you see eye-to-eye with your business partner, staying on the same page 100% of the time is difficult.

Even great partnerships can lead to conflict because everyone is a chief, or thinks they are.



Business Dissolution

Ending a business relationship does not have to start more problems. We understand that your business may have been a disappointment or because of disputes with your partners must be dissolved. You may have your attention on the next thing you intend to do in life and find the matters of business dissolution an unwelcome burden.

We can help facilitate your business dissolution. Our goal is to see that your dissolution is completed with no further liabilities or obligations. It is extremely important that this major transition in your business is

handled with the utmost care and attention to leave you free of unexpected financial obligation in the future.



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What is a Non-Profit?

A non-profit organization, (also known as a non-business entity) is created to raise money to support a charity, a cause or a public institution. A non-profit actually does seek to generate a profit, but the funds are designated to benefit the cause, rather than the owners. A non-profit can have paid employees and all of the same expenses as a for-profit business, but, because it serves a public purpose, any money generated can be sales, property and income tax exempt at the state and sometimes federal level.

If you are considering starting a non-profit business, Taylor Law Offices specializes in turn-key packages to file the correct applications in the state of Idaho as well as with the IRS.

For example, you must formally define your non-profit organization in terms of:

- Who are the founders
- How will you be managing the organization
- How will the funds be used and the use reported
- Tax status of the donor base

You will need to define your organization in terms of its purpose with a mission statement. Consider that you need a business plan, just like a for-profit business. Non-profits can be organized with or without members. There are basically two types of non-profits.

- Membership, with an elected board



- and regular meetings
- Board-only, with a self-selected board

We offer a free consultation to discuss the requirements and where your organization fits and how you can qualify for tax-exempt status. We can provide you with a checklist of do's and don'ts for non-profits including what you will need to file at tax time, which changes if you raise more than \$50,000 a year. Also, there are reporting forms which you are required to make available to the public.

Call Taylor Law Offices for more information and schedule an appointment to discuss your non-profit organization or idea.



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