

Busy lawyer pens how-to book to benefit company executives

By Amanda Robert
Law Bulletin staff writer

Jotham S. Stein camped out at Caribou Coffee in the morning, moved to his office in the afternoon and returned to Caribou Coffee in the evening almost every day for 6 ½ months.

The end result? He finished his first book: "Executive Employment Law: Protecting Executives, Entrepreneurs and Employees."

"It took a lot of hours and it cost me a lot of pounds of weight — let's put it that way," said Stein, owner of the Law Offices of Jotham S. Stein, which has offices in Palo Alto, Calif., Chicago; and far west suburban Geneva. "I have a very active practice and all I did was practice and write this book."

Stein represents executives and entrepreneurs in their relationships with their companies and corporations, and in December 2009, he decided to provide his colleagues and clients with an easy-to-read guide to understanding those relationships.

"I think it will be very useful for anyone who practices in this field and wants to represent executives and entrepreneurs," he said. "You have to be aware of a lot of

things — if you're a lawyer — that happen all the time that are hurtful to the entrepreneur and executive.

"It also helps entrepreneurs and executives themselves, because although it's written from a lawyer's perspective, they really benefit by seeing how to protect themselves from losing money or equity or getting forced out of their companies."

David M. Lisi, a partner in the Silicon Valley office of Reed, Smith LLP, met Stein when they practiced together at Wilson, Sonsini, Goodrich & Rosati in Palo Alto in the '90s. Since he previously worked as a magazine journalist, he agreed to read Stein's book and give his impression as both a writer and a lawyer, he said.

"It's a nontraditional sort of legal resource in the sense that many legal resources that I consult as a lawyer are of the same format — they're dry and have lots of footnotes.

"Jotham felt strongly that he wanted to write something that was aimed at an average person, like a CEO who didn't have a legal education. And there are still plenty of footnotes in there for lawyers like me."

Stein

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In his book, Stein touches on a variety of issues involved in executive employment law, including how to draft contracts that affect executives during or at the end of their employment and how to negotiate their separation agreements.

He explains how entrepreneurs and executives can negotiate the playing field as well as which players typically become involved in those negotiations. He includes several chapters on employment agreements, detailing their purpose and provisions.

Stein also provides a practical twist to his book with sample documents and executive stories that illustrate situations faced by clients, he said.

"The stories bring to life things that really happen in the world," Stein said. "That is something that would be unusual in a law book and something that would be really helpful."

Kenneth A. Kuwayti, a partner in the Palo Alto office of Morrison & Foerster LLP, met Stein at Stanford Law School and also provided feedback on his book.

He found it relevant to his practice, since he often deals with commercial litigation and intellectual property cases that involve employment contracts, employment termination and mergers and acquisitions.

"A book like this is something I would be likely to consult when I have an issue arising," he said. "So I might look at a chapter on a particular topic in the way I would use a treatise."

For Lisi, the book's chapters on various employment agreements, negotiation examples and executive anecdotes stood out as especially relevant to his clients and their matters.

"It's for business people who know just enough about law to stub their toes, and hopefully this will keep them from doing that," Lisi said.

Stein never planned to write a book, and even after Oxford University Press approached him, it took him three months to accept the offer, he said.

He submitted his first manuscript in July 2010, but continued working on it through January to include the U.S. Securities and Exchange Commission's new rules related to "say on pay."

Stein released the final version of "Executive Employment Law: Protecting Executives, Entrepreneurs and Employees" in June.

"It's a great accomplishment to write a book, but it's an enormous amount of work," he said.

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