## **National Guides**



# Littler on Corporate Restructuring: Employment & Labor Law Implications

Scope of Discussion. Because of the potential liabilities, the employment and labor law implications of mergers, acquisitions, and asset sales must be anticipated and analyzed before a commitment to enter any such transaction is made. This publication addresses the employment law issues facing corporate purchasers and sellers and identifies the steps a purchaser, seller, or successor needs to take to protect itself from incurring the liabilities of the other. The publication also addresses the unique and complicated legal issues that may arise when the transaction involves employees represented by a union. A review of typical conditions under which various obligations may arise, and steps to help minimize or avoid those obligations, is also included.

The focus of this publication is federal law.

### 1. EMPLOYMENT & LABOR LAW IMPLICATIONS OF CORPORATE RESTRUCTURING

- 1.1 Introduction
- 1.2 Different Corporate Transactions
- 1.3 Importance of Due Diligence Review
- 1.4 Employment & Labor Law Issues Commonly Facing a Purchaser or Seller
- 1.5 Employee Benefit Issues in Acquisitions & Mergers

### 2. ADDITIONAL LABOR LAW IMPLICATIONS OF CORPORATE RESTRUCTURING

- 2.1 Introduction
- 2.2 How a Nonunion Company Becomes Bound to a Collective Bargaining Obligation Through a Merger or Acquisition
- 2.3 Arbitration of Single Employer & Successorship Issues
- 2.4 Enforceability of a Successors and Assigns Clause
- 2.5 Discriminatory Refusal to Hire Predecessor's Employees
- 2.6 Duty to Bargain in Advance of Merger or Acquisition
- 2.7 Relocation of Operations: Effect on Bargaining & Contractual Obligations
- 2.8 Merger of Units

### 3. PRACTICAL GUIDELINES FOR EMPLOYERS

- 3.1 Buyer's Due Diligence: Guidelines
- 3.2 Industrial Relations Review

