

Key legal options to structure a Single Family Office and create robust and legally binding governance and succession rules

> Key governance and succession issues that a family needs to consider in creating a Family Office

> Key legal options to structure a Family Office: Family Office Company, Private Trust Company (PTC) "Single Fund", "Multi-Fund" or "Hybrid Fund" Family Office Trust, Reserved Power Family Office Trust.

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Zac is a Partner with Spencer West LLP a UK International Law Firm. Zac is also Head of International Private Wealth with Spencer West's alliance firm Gateway Law Corporation in Singapore. Zac is resident in Singapore. Zac has over 20 years post qualification private client experience in all areas of international private client law including cross border trust and estates, tax, family, divorce and succession laws. Zac has particular expertise advising in relation to family business governance and succession planning, and is regularly engaged by a number of leading business families and entrepreneurs based in North Asia, Southeast Asia and Middle East. Zac also has extensive experience advising in relation to creation of Single Family Offices, typically undertaking a "Lead Counsel" role working closely with family members and supporting professionals, including various jurisdiction tax counsels, lawyers and fiduciary service providers. Zac is regularly instructed and retained by leading private banks, multi-family offices and trust company service providers. Zac is admitted to practice in England and Wales, British Virgin Islands (non-practising) and Anguilla (non-practising) and is a registered foreign law in Singapore. Zac has previously chaired a number of international committees, including Singapore Business Families Special Interest Group and BVI Law Reform Committee.

Single Family Offices continue to be a key area of interest for international private clients. However, many clients face challenges evaluating and understanding the purpose of a Family Office, the options available to structure the Family Office, and the need to create robust and legally binding governance and succession rules. In this talk each stage in the evaluation of a Family Office will be considered, from initial consideration of the role and purpose of the Family Office, through to the key governance safeguards that will need to be considered, ending with a detailed review of the principal options available to structure and establish a Family Office Trust.

CREATING A SOUND GOVERNANCE FRAMEWORK

Which rules are needed to create a sound governance system that is able to easily transition and scale between successive generations of the family?

This section will describe the key governance objectives that will need to be taken into account in creating a Family Office, including creation of a representative, transparent and accountable governance system.

- **Creating a formal family decision making body**, such as a Family Council, including membership and suggested decision making powers of the Family Council;
- **Types of decision making powers**
- **Corporate governance rules:**
 - best practice director appointment and removal guidelines rules
 - interaction governance rules between the Family Council and directors;
- **Best practice governance rules:**
 - income distribution
 - salary payments
 - capital benefits
- **Best practice investment guidelines and rules:** need for investment management accountability and control;
- **Best practice dispute management and avoidance rules and guidelines.**

MAIN OPTIONS AVAILABLE: FAMILY OFFICE COMPANY OR FAMILY OFFICE TRUST?

Which Family Office legal structure to choose: Family Office Company or Family Office Trust; and which type of Family Office Trust?

- Shareholders Agreement (Family Office Company) or Family Office Trust: Advantages and disadvantages of each solution
- Assessment of the different Family Office Trust structures
 - Assessment of a private trust company (PTC)

structure involving a single trust, a multi-fund trust

- Assessment of a hybrid where a Family Office Trust and individual family member(s) both hold shares in the FO Company.
- Assessment of a Family Office Trust constituted as a reserved powers trust administered by a professional licensed trust company

DRAFTING REQUIREMENTS FOR EACH MODEL OF POSSIBLE STRUCTURE

Drafting and structuring requirements to apply the required governance framework to each type of structure:

- **Practical governance of Family Office Company:**
 - Key terms of a shareholder agreement
 - Should provisions be contained in share class right?
 - Succession to share ownership of the FO Company
- **Practical governance of a Family Office Trust: PTC structure or hybrid**
 - Key trust drafting considerations:
 - . Establishing power holding bodies, such as a committee of protectors or enforcers or a family council,
 - . The basis on which members are appointed and removed
 - . The capacity in which powers are held.
 - **Practical governance of a Family Office Trust constituted as a reserved powers trust** administered by a professional licensed trust company
 - Application of the governance framework
 - Creation of decision or co-decision and supervisory bodies, such as a committee of protector or investment protectors
 - Key drafting provisions.

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PRACTICAL INFORMATION

Venue
Zurich Sheraton Hotel
Pfingstweidstrasse 100, 8005 Zurich

Visio conference on Zoom
The Zoom link and the documentation will be sent to the participants on 14 March in the afternoon. Academy & Finance provides technical assistance before and during the conference.

How to register
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Fees
560 CHF (+ VAT 7.7%)
Additional registrations from the same company: - 50%

Registration and payment
Payment is made by bank transfer or by credit card. Credit card payments will be debited immediately upon receipt of card details. In any case, we will send you an invoice by email.

Substitution & cancellation policy
Substitutions from the same company are accepted at any time. Cancellation requests must be received in writing, by fax or by post up to the following dates end of business :
• 8 March refund of 100%
• after 8 March no refund will be made for cancellation.

REGISTRATION FORM

I register for the seminar “Key legal options to structure a Single Family Office and create robust and legally binding governance and succession rules” in Zurich on wednesday 15 March 2023

I will attend in the conference room I will attend online on Zoom

FIRST PARTICIPANT

Full name.....
Position.....
E-mail.....

SECOND PARTICIPANT (-50%)

Full name.....
Position.....
E-mail.....

Company.....
Address.....
Postcode..... City.....
Tel Mobile.....

Person to which the invoice must be sent for payment:

Name..... Email.....
Bank transfer Mastercard VISA AMEX
Credit card No : ____/____/____/____ Expiry date : ____/____
Cardholder.....
Date Signature.....

The organisers reserve the right to amend the programme if, despite their best efforts, circumstances oblige them to do so.

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