

Entrepreneurship and Innovation Law Clinic

Annual Report 2016-17

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A letter from the Director

I am delighted to report the accomplishments of the Entrepreneurship and Innovation Law Clinic (EILC) during the 2016-2017 academic year. EILC students provided more than 2,620 hours of services, worth approximately \$287,600 in billable hours, to 27 small businesses, community organizations, nonprofits, and individual entrepreneurs and innovators throughout West Virginia.



The EILC represented clients on a number of transactional and intellectual property matters including:

- Advising an organization dedicated to promoting sustainable agriculture as an economic driver in West Virginia on corporate structuring options, including methods to best capture diverse funding pools.
- Drafting Employee Handbooks and Employment Contracts for a small business.
- Helping establish a nonprofit dedicated to providing holiday presents and school supplies for children in Columbia.
- Assisting an entrepreneur establish a woodworking business in Wirt County.
- Advising 8 clients on brand protection, including applying for Trademark Registration with the United States Patent and Trademark Office.
- Filing 4 provisional patents for student entrepreneurs throughout the State.
- Assisting a Farmer's Cooperative in applying for special Federal Tax Exempt status with the IRS.

The complex and varied practice of Business Law includes facilitating clients' transactions, optimizing clients' corporate governance arrangements, and designing protections for their clients' property and investments. Successful business lawyers must master the applicable substantive law as well as how to navigate such laws to meet their clients' needs, including embracing innovative legal and business solutions. The EILC gives law students the opportunity to learn the theory, skills, and practice methods of business lawyering through reflective, supervised practice for our clients. In the Clinic, students learn not only the facets and nuances of the law, but also how to best serve clients with the necessary professionalism and passion.

We are proud to support economic development in our great state by providing legal services to the next generation of entrepreneurs and innovators who are dedicated to making a social and economic impact in West Virginia. I look forward to future semesters as challenging and rewarding as my first year with the EILC.

Priya Baskaran
Associate Professor of Law
Director, Entrepreneurship and Innovation Law Clinic

CLIENT PROFILES: SPROUTING FARMS AND PRODUCTIVE LABS



SPROUTING FARMS

Sprouting Farms, an Appalachian craft, resource and training center in Talcott, West Virginia, helps budding farmers hone their skills and launch their businesses while also increasing local food production.

The project is implemented by Downstream Strategies, a West Virginia-based environmental consulting firm.

The firm found that, even with local food hub projects popping up throughout the state, many areas do not have enough farmers — and, as a result, enough product — to meet the increasing demand for locally-produced food.

◀ **Amanda Harris and Greg Grim, Sprouting Farms apprentices, at work in a field of cabbage.**

"Research shows that there are a lot of West Virginians interested in starting a farm, but there are little resources available to them," said Annie Stroud, food system coordinator for Downstream Strategies and member of the Sprouting Farms Implementation Team. "This is especially true for folks who don't already have family property or land where they could work."

Sprouting Farms seeks to change that by offering a mix of resources and programming on its 80-acre site for new and established farmers in Summers County and the surrounding region.

The farm's leasing program offers land and unheated greenhouses called high tunnels to existing farmers and community members looking for more space to grow their product.

Its apprenticeship and incubator programs offer new and beginning farmers access to land, education, mentorship and resources to help start their businesses.

The apprenticeship program features an eight-month farm business course and hands-on training to build business-related skills and specialized production techniques. The incubator program offers continued mentorship and resources as new farmers gain experience and experiment with their crops to see what works for them.

Participating farmers can also take part in a resource sharing program that provides access to storage facilities and farm tools.

Sprouting Farms worked with the Entrepreneurship and Innovation Law Clinic to file its application for 501(c)(3) status and develop its board of directors to help it begin implementing its programs.

"The Entrepreneurship and Innovation Law Clinic was instrumental in shepherding Sprouting Farms through the process of developing and submitting our 501(c)(3) application."

Clinic staff and students also researched challenges around non-profit development and provided guidance and support throughout the board development process, Stroud explained.

To sustain its programming, Sprouting Farms runs a production farm onsite. It partners with outside organizations in an aggregated selling model to help area farmers scale up their production with a reduced risk to meet larger wholesale markets.

"There's definitely a demand for local food, both on the individual consumer level and in the larger wholesale market," said Stroud. "We want Sprouting Farms to help fill the hole in farm production in West Virginia and keep income in the state going directly to its residents."

PRODUCTIVE LABS

Productive Labs, a Limited Liability Corporation (LLC) formed by seven West Virginia University Ph.D. STEM students, is working to speed up a tedious process with Rapid Rack.

Scientific research labs use pipettes to transport liquids or chemicals, and removable pipette tips are used to measure a precise volume of what goes into a pipette. The tips are discarded and replaced after every use to avoid cross contamination.

"We go through so many of these pipette tips in just one day of doing experiments in the lab. To have easy access to the tips, we usually put them into gridded racks. But we have to load the racks by hand, which could take hours away from research time," explained Alice Han, a chemistry Ph.D. student and founding member of Productive Labs.

Rapid Rack is a device that speeds up the pipette-loading process so lab workers can spend more time on research.

Han and her peers formed Productive Labs as part of a group project. They were all new to the concept of business planning, so they worked with WVU's Launch Lab, a partner with the Entrepreneurship and Innovation Law Clinic (EILC), to help them navigate the process of developing their company.

Once their business plan was in place and their Rapid Rack prototype was developed, Productive Labs entered the West Virginia Collegiate Business Plan Competition and made it to the final round.

Finalists in the competition are paired with the EILC to help them navigate the legal process of establishing their company. The Clinic



▲ A prototype of Rapid Rack is housed in the Launch Lab at West Virginia University.

worked with Productive Labs on operating agreements and helped them register their name, form their LLC and file their patent for Rapid Rack.

With the legal aspects of their business squared away, Productive Labs continues to develop its product with the peace of mind that their ideas are protected, Han said.

"There are so many students at WVU with great ideas and innovations, but the legal process is a huge aspect of entrepreneurship that students might not have previous experience with," she said. "Having the Entrepreneurship and Innovation Law Clinic on our side helps make this big, complicated process seem much more simple and more feasible for people who are new to business planning."



PREPARING STUDENTS FOR TRANSACTIONAL PRACTICE

“West Virginia needs entrepreneurs, big and small. One of my former clients owns a start-up business in a small town in West Virginia and has a few employees. He came to the EILC to start his business, and he came back to us when he wanted to expand and hire more employees. According to him, none of it would have been possible if not for the student-attorneys at the EILC.”

Carl Shaffer

Class of 2017

“Clinic is one experience that I will never be able to replace. The practical experience is invaluable. The work sets you up for actual issues that you will deal with in the real world, and not just a hypothetical situation that you see on a law school exam. The ability to work with clients on real issues helped me see just how passionate clients can be. Clinic helped me develop skills when it comes to talking to clients, and also helped me learn how to better adjust on the fly. I feel that clinic simply gives you an advantage over those who did not take clinic.”

Logan Williams

Class of 2017

WVU**LAW**

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