

# INTRODUCTION TO THE 2025–2026 EDITION

**Texas Practice Guide: Business and Commercial Litigation** is a how-to guide for Texas practitioners concerning business and commercial litigation. It includes step-by-step analysis of business and commercial litigation matters; easy-to-use forms, checklists, and practice tips; as well as citations to leading and most recent case law to give you the latest information available.

New features in this 2025-2026 Edition include:

- Statutory updates regarding covenants not to compete with partnerships after withdrawal; recordkeeping requirements and rights to examine books and records of corporations, limited partnerships, and limited liability companies; liability of corporate shareholders, partners in limited partnerships, managers of limited liability companies, and shareholders of close corporations; company agreements and powers of limited liability companies; class voting on amendments to corporate certificates of formation; the authority of committees of corporate directors; requirements for the validity of corporate transactions involving interested directors or officers; the required vote for acts of corporate shareholders; standing of corporate shareholders to bring derivative proceedings; and application of the business judgment rule to derivative proceedings.
- New Cautions and Practice Tips regarding recent United States Supreme Court and Texas Supreme Court cases addressing whether certain threshold arbitrability questions are for arbitrators or courts to decide; the arbitrability of disputes arising from the existence of multiple contracts with potentially conflicting dispute resolution provisions; the creation of informal fiduciary relationships; and the relationship between Texas Business Organization Code Section 21.223's limitations on corporate owners' liability and the common law principle that individuals are directly liable for their own tortious conduct.