

# CORPORATE COUNSEL COLLEGE

APRIL 27 - 28, 2017

LONDONHOUSE

CHICAGO, ILLINOIS



## HIGHLIGHTS

- Keynote Speaker Mark C. Fava, Chief Counsel, The Boeing Company South Carolina
- The Battles of Two Innocent Companies for Vindication
- Practical Advice for Responding to Employee Complaints and Government Investigations: Keeping the Mole Hill from Becoming a Mountain
- What Now - A Look at the First Hundred Days of the Trump Administration. What Does it All Mean for Employers and What Can We Expect in the Future?
- The Enemy Within Your Organization
- In the Crosshairs of Class Actions, MDLs, and Serial Litigation
- Taking Control of Your Law Department - Practical Uses of Legal Project Management

# SCHEDULE

## THURSDAY, APRIL 27, 2017

7:30 – 8:15 a.m. **CONTINENTAL BREAKFAST**

8:15 – 8:30 a.m. **OPENING REMARKS**

**Molly H. Craig, Corporate Counsel College Dean**  
*Hood Law Firm, LLC, Charleston, SC USA*  
**John T. Lay, Jr., IADC President**  
*Gallivan, White & Boyd, P.A., Columbia, SC USA*

8:30 – 10:00 a.m.

### **THE BATTLES OF TWO INNOCENT COMPANIES FOR VINDICATION**

In 2014, Howard Root, the CEO of Vascular Solutions, Inc., and his company were charged by the Justice Department in an 18 count indictment stemming from a former disgruntled employee's whistleblower claim. The whistleblower's claim had no merit, nor did the Justice Department's indictment. But despite that fact, Howard Root was forced to navigate a five-year ordeal which cost Vascular Solutions, Inc. \$25 million in legal fees and forced Vascular Solutions to employ 14 law firms and more than 100 lawyers while still running his public medical device company. When the prosecutors did not receive the evidence they desired, they engaged in witness intimidation, disclosure of secret grand jury testimony, and subpoenaed the company's customers, all in an attempt to bring the company to its knees. Howard Root will describe how he refused to bow down to the government, fought for his employees and his company, and succeeded in obtaining a not guilty verdict on all charges at the end of a five-week trial in San Antonio, Texas. What is even more telling is that Vascular Solutions did not put on a single witness at trial, as its entire case was proved through the government's own witnesses.

Similarly, Connie Lewis Lensing, Senior Vice President of Litigation and Employment for FedEx, will discuss the abusive litigation by the Justice Department against FedEx in a 2016 case in the United States District Court for the Northern District of California. In 2012, Justice Department officials presented to FedEx claims that FedEx had knowingly shipped illegal internet prescriptions. The Justice Department claimed that there were internal corporate emails which indicated that FedEx knew the shipments were being made by illegal companies. These claims were baseless, yet, the government sought FedEx to admit to liability and accept a multi-million dollar penalty. In 2014, the government obtained a grand jury indictment against FedEx based on little or no evidence. FedEx, knowing it committed no crime, refused to settle and opted to take the case to trial. The trial began in 2016

after FedEx had incurred millions of dollars in legal fees in defending itself from these charges. After starting the trial against FedEx, the Justice Department dropped the case just a few days into the trial, acknowledging it had no evidence against FedEx to even continue the case. After the case was dropped, the Justice Department began its own internal investigation as to why it even prosecuted FedEx in this baseless case in the first place.

*Moderator: **MICHAEL A. BROWN**, Miles & Stockbridge P.C., Baltimore, MD USA*

*Panelists: **CONNIE LEWIS LENSING**, FedEx Express, Memphis, TN USA; **HOWARD ROOT**, Vascular Solutions, Inc., Minneapolis, MN USA*

10:00 – 10:15 a.m. **REFRESHMENT BREAK**

10:15 – 11:45 a.m.

### **PRACTICAL ADVICE FOR RESPONDING TO EMPLOYEE COMPLAINTS AND GOVERNMENT INVESTIGATIONS: KEEPING THE MOLE HILL FROM BECOMING A MOUNTAIN**

Employee complaints and government investigations can create public relations nightmares and mushroom into significant criminal and civil exposure for companies and even their executives. A panel of experienced inside and outside counsel will discuss best practices for responding to employee complaints and government investigations, conducting company investigations, avoiding criminal and civil exposure, and maintaining employee and public relations in the process. In addition, the panel will give practical advice on how to preserve and when to waive privileges.

*Moderator: **SPENCER H. SILVERGLATE**, Clarke Silverglate, P.A., Miami, FL USA*

*Panelists: **THOMAS C. FRONGILLO**, Fish & Richardson, PC, Boston, MA USA; **TODD PRESNELL**, Bradley LLP, Nashville, TN USA; **LAURA E. PROCTOR**, Louisiana-Pacific Corporation, Nashville, TN USA; **HOWARD ROOT**, Vascular Solutions, Inc., Minneapolis, MN USA*



# SCHEDULE



11:45 a.m. – 1:15 p.m.

## LUNCHEON AND KEYNOTE SPEAKER

**MARK C. FAVA**, *Chief Counsel, The Boeing Company South Carolina, Charleston, SC USA*

Mark Fava was named chief counsel for Boeing's South Carolina site in July 2010, working as part of the leadership team in managing all legal matters related to the site. He is admitted to practice in South Carolina, Georgia, and Washington, D.C., and has an AV Martindale-Hubbell rating.

Prior to Boeing, Mr. Fava practiced aviation law as a partner at a major southeastern law firm in Charleston, S.C. From 2001 to 2004, he worked as the chief operations attorney for Delta Air Lines, Inc., during and after 9/11. Early in his career, Mr. Fava clerked for the Honorable David C. Norton, Judge, District Court for the District of South Carolina. He served on active duty in the United States Navy from 1985 to 1991 as a Naval Flight Officer in the P-3 Orion. He is the former commanding officer of a Navy P-3 squadron and holds the rank of Captain.

Mr. Fava has an undergraduate degree from the University of North Carolina at Chapel Hill on a Naval ROTC Scholarship and a law degree from the University of South Carolina. He has taught legal writing and oral advocacy at the Charleston School of Law and Aviation Law as an adjunct professor at the University of South Carolina School of Law.

1:15 – 2:45 p.m.

## WHAT NOW - A LOOK AT THE FIRST HUNDRED DAYS OF THE TRUMP ADMINISTRATION. WHAT DOES IT ALL MEAN FOR EMPLOYERS AND WHAT CAN WE EXPECT IN THE FUTURE?

Vacancies on the US Supreme Court and the federal bench and new management in the Department of Labor (DOL), the Equal Employment Opportunity Commission (EEOC), the Office of Federal Contract Compliance Programs (OFCCP), and the National Labor Relations Board (NLRB) suggest we may expect a return to more restrictive enforcement activity, enforcement positions, and judicial interpretations of workplace laws.

Employers would be right to wonder if accommodations are still required without the EEOC's systemic enforcement under Title VII (particularly in regard

to LGBT issues), the ADAAA (e.g., disparate impact and reasonable accommodations), and the Pregnancy Discrimination Act. If Congress passes legislation repealing the new DOL white collar overtime rule, what does it mean for employers who have already made the necessary salary adjustments to be compliant with the law's effective date of December 1, 2016? What protections should employers implement considering the expanded DOL fiduciary rule under ERISA and the IRS? What actions, if any, should employers take where Orders have been enjoined like the Fair Pay and Safe Workplaces Order which was slated to go into effect October 25, 2016? What about the NLRB's recent rules and decisions regarding (1) mandatory class action waivers, (2) expansion of protected concerted activity, (3) quickie elections, and (4) joint employer standard? Finally, if the Administration focuses on expanding enforcement of existing immigration laws in the workplace, (1) will use of E-Verify become mandatory for all employers, (2) will issuance of visas from and to certain countries and regions be suspended and what will be the impact of these actions on the free flow of talent for US companies that operate in major European markets other countries with strong labor interests.

**Moderator: DEBORAH K. ST. LAWRENCE**

**THOMPSON**, *Miles & Stockbridge P.C., Baltimore, MD USA*

**Panelists: SUZZANNE W. DECKER**, *Miles & Stockbridge P.C., Baltimore, MD USA*; **JACQUELINE J. HARDING**, *Wilson, Elser, Moskowitz, Edelman & Dicker LLP, Los Angeles, CA USA*; **TERRENCE O. REED**, *Federal Express Corporation, Memphis, TN USA*; **ZACHARY WARD**, *GlaxoSmithKline plc, Research Triangle Park, NC USA*

2:45 – 3:00 p.m.

## REFRESHMENT BREAK

3:00 – 4:30 p.m.

## THE ENEMY WITHIN

Is the greatest risk to your organization coming from within your organization? 10K, 10Qs, customer complaints, and external reporting, not to mention social media, provide the outside public with certain information, which is a regular business occurrence for most companies. However, if private litigants, government, or regulatory attorneys were to seek information through discovery, subpoenas, or civil investigative demands ("CIDs") regarding your internal reporting (audit, risk, 3 lines of defense, vendor management) what would be their perception of your organization? Do your internal documents or policies

# SCHEDULE

and procedures, training manuals, and job aides, for example, intersect with your internal reporting or your corporate goals/values? This panel will discuss what the likely pressure points are and leverage issues presented by a litigation or investigation environment based on your company's own risk reporting.

*Moderator: EDWARD S. SLEDGE, IV, Bradley LLP, Birmingham, AL USA*

*Panelists: ELIZABETH M. DESILVA, Ditech Financial LLC, Dallas, TX USA; JOHN GRISSOM, Wells Fargo Law Department, Consumer Lending and Corporate Regulatory Division, De Moines, IA USA; ROBERT R. MADDOX, Bradley LLP, Birmingham, AL USA*

4:30 – 4:40 p.m.

## CONCLUDING COMMENTS FOR DAY ONE

**Molly H. Craig, Corporate Counsel College Dean**  
*Hood Law Firm, LLC, Charleston, SC USA*

5:00 – 6:00 p.m.

## COCKTAIL RECEPTION

## FRIDAY, APRIL 28, 2017

7:30 – 8:15 a.m.

## CONTINENTAL BREAKFAST

8:15 – 9:45 a.m.

## IN THE CROSSHAIRS

With increasing regularity, corporate defendants are finding themselves the targets of well-organized, generously-funded, and highly sophisticated marketing campaigns that influence public opinion, spread fear, and in many instances result in the initiation of class actions, MDLs, and serial litigation. Given the confluence of exposure and costs in many of these types of lawsuits, corporations are left wondering whether our current process of handling class actions, MDLs, and serial litigation serves any useful purpose for corporations. Comprised of in-house and outside counsel, this panel will critically explore the mechanisms available to address aggregating claims. We will address today's litigation environment, how we got here, and what the future holds for companies facing exposure on these types of claims.

*Moderator: JAMES B. HOOD, Hood Law Firm, LLC, Charleston, SC USA*

*Panelists: KYLE H. DREYER, Hartline Dacus Barger Dreyer LLP, Dallas, TX USA; RITA A. MCCONNELL, Medtronic, Minneapolis, MN USA; WILLIAM S. OHLEMEYER, Boies, Schiller & Flexner LLP, New York, NY USA; TIMOTHY A. PRATT, Boston Scientific Corporation, Marlborough, MA USA*

9:45 – 10:00 a.m.

## REFRESHMENT BREAK

10:00 – 11:30 a.m.

## TAKING CONTROL OF YOUR LAW

### DEPARTMENT - PRACTICAL USES OF LEGAL PROJECT MANAGEMENT

In-house legal departments require new and innovative methods to meet the demands of delivering real value for legal service to their companies. In order to meet this challenge, in-house legal departments need law firms that can help them deliver legal budget predictability and support consistent management of legal matters within their departments. Legal Project Management (LPM) allows for systematic planning and budget accountability in the handling of legal matters.

Whether you are overseeing in-house legal staff or multiple outside law firms or both, LPM methods and principals can be implemented for a specific engagement or an entire inventory of legal matters. LPM can dramatically improve efficiencies and overall management of legal matters, while improving the quality of legal services delivered to the client. LPM is not just a way to indiscriminately "cut costs." It is a proven method of delivering better service at a better price - leading to lasting, profitable relationships for companies and their outside counsel.

The panel will discuss the wide variety of ways they have used LPM to meet the needs of their departments, how it has improved their relationships with outside counsel, and the practical-and painless-means of actually implementing LPM in your legal department.

*Moderator: DAVID A. RUEFF, JR., Baker Donelson, Jackson, MS USA*

*Panelists: HAL CLARKE, Wells Fargo Legal Department, Wealth and Investment Management Legal Division, Charlotte, NC USA; JENNIFER G. COOPER, Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, Atlanta, GA USA; JIM KOCHINSKI, Crawford & Company, Atlanta, GA USA; BRYON KOEPKE, Avis Budget Group, Parsippany, NJ USA; CHRISTIAN M. ZUST, Bryan Cave, St. Louis, MO USA*

11:30 – 11:40 a.m.

## CLOSING REMARKS

**Molly H. Craig, Corporate Counsel College Dean**  
*Hood Law Firm, LLC, Charleston, SC USA*

**Tripp Haston, Corporate Counsel College Dean-Elect**  
*Bradley LLP, Birmingham, AL USA*

# GENERAL INFORMATION

## Location

### LondonHouse

85 East Wacker Drive at North Michigan Avenue, Chicago, IL 60601

Phone: 1.312.357.1200

<https://londonhousechicago.com/>



Set in a landmark 1920s high-rise building overlooking the Chicago River, this brand new luxury hotel lies at the start of the Magnificent Mile. It's a five minute walk from the nearest El station and a 10 minute walk from Millennium Park. Polished rooms come with free wi-fi, flat-screen HDTVs, mini-fridges, Nespresso machines, and floor-to-ceiling windows, many with river views. Additional amenities include a lobby bar, rooftop restaurant/bar, a 24-hour gym, and spa.

## Reservations and Room Rates

The room rate at LondonHouse, which is subject to the current applicable occupancy and sales tax per room, per night, is \$239.00. A maximum of three (3) adults will be allowed per room. An additional charge of \$40.00 per night will be assessed for a third adult (18 years or older). **In order to make your hotel reservation you must first register for the meeting with the IADC.** Once registered, a code will be generated by the IADC along with your registration confirmation that will allow you to secure a hotel room at LondonHouse. **Reservations must be made prior to Wednesday, April 5, 2017.** Unused rooms held for this meeting will be released on this date. Any reservation requests received after April 5, 2017 will be accepted on a space available basis, at the group rate. Please note that the room block may fill before April 5, so we encourage you to register with the IADC so that you can make your hotel reservation early. All guest rooms will be held for late arrival, if guaranteed. A guarantee on each reservation may be in the form of an advance deposit for the payment of the first night's room and tax, either by cash or a major credit card, or prearranged with the Hotel's Credit Department. Cancellations must be made at least 24 hours in advance of check-in to avoid forfeiture of the first night room deposit. Check-in time is 4:00 p.m. and check-out time is 12:00 noon CST.

## Ground Transportation

Average one-way cab fare to the hotel from O'Hare International Airport is \$45-\$55 and from Midway Airport is \$40-\$50. GO Airport Express provides service from both O'Hare and Midway airports to downtown Chicago for discounted fares. For more information, please visit the GO Airport Express website at [www.airportexpress.com](http://www.airportexpress.com). During rush hour times, you may consider taking the Orange Line train (Midway) or Blue Line train (O'Hare) to the downtown Loop stations and taking either a short cab ride, or walking, to the hotel. ([www.transitchicago.com](http://www.transitchicago.com))

## Climate and Dress

When packing for your trip, please note that average temperatures in Chicago this time of year range from a high of 64 degrees Fahrenheit to a low of 46 degrees Fahrenheit. Business attire is recommended for the meeting.

## Registration Fees and Procedures

IADC outside counsel members – contact your in-house clients today and invite them to join you at the Corporate Counsel College. Outside counsel members and partners of members can attend the College only if they are accompanied by a client. The package registration fee is \$1,700 (includes one outside counsel and one in-house client). Fee for first additional client: \$725; second additional client: \$675; third or greater additional client: \$625. For in-house counsel and insurance executive members and in-house counsel and insurance executive non-members who are attending on their own, the fee is \$775. Please fill out the registration form and send it to the IADC office or register online at [www.iadclaw.org](http://www.iadclaw.org).

## CLE Credit

Approximately 9 hours of general CLE credit in 60-minute states and 10.5 hours of general CLE credit in 50-minute states will be requested for accreditation from all mandatory continuing legal education jurisdictions.

# GENERAL INFORMATION

## CPD Credit (Canada)

The IADC is a Pre-Approved Provider of CPD Credit with the Law Society of British Columbia. The Quebec CPD Committee recognizes courses approved by other Canadian bars as approved in Quebec. 9 CPD credits are available for attendance at the Corporate Counsel College.

## Cancellation Policies

**Registration Fee:** A CASH REFUND, less a \$150 processing fee, will be made if a written notice of cancellation is received by the IADC office more than thirty (30) days prior to the first day of the meeting. No reason for the cancellation need be provided for a timely notice of cancellation. NO CASH REFUND will be made if notice of cancellation is received by the IADC office thirty (30) days or less prior to the first day of the meeting. However, if special circumstances arise before the meeting which prevent attendance, a member may request a future meeting credit. The request needs to be in writing and submitted to the IADC office. It should be directed to the Finance Committee's attention and note the special circumstances which caused cancellation. The credit request can only apply to meeting registration fees (not air, hotel, activity, tour, or special event fees) and, if approved, will be valid for use toward any IADC meeting for one (1) year from the date of the meeting for which credit is requested. A \$150 processing fee will be deducted from the total future meeting credit. All future meeting credit requests will be considered by the Finance Committee and the decision of that Committee will be final.

## A Special Note for the Disabled

The IADC wishes to ensure that no individual with a disability is treated differently from other individuals because of the absence of auxiliary aids and services. If you are in need of auxiliary aids or services or have any other questions about the Corporate Counsel College, please contact Melisa Maisel Vanis, Professional Development Manager, at [mmaisel@iadclaw.org](mailto:mmaisel@iadclaw.org).

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# 2017 CORPORATE COUNSEL COLLEGE REGISTRATION FORM

DATE: April 27 - 28, 2017 • LOCATION: LondonHouse, Chicago, Illinois USA

## IADC OUTSIDE COUNSEL MEMBER AND CORPORATE CLIENT PACKAGE

\$1,700

IADC outside counsel members must bring an in-house client to attend. Fee includes registration for member and client.

### IADC MEMBER OUTSIDE COUNSEL INFORMATION

NAME \_\_\_\_\_ NAME ON BADGE \_\_\_\_\_

FIRM NAME \_\_\_\_\_

BUSINESS ADDRESS \_\_\_\_\_

CITY \_\_\_\_\_ STATE \_\_\_\_\_ ZIP \_\_\_\_\_ COUNTRY \_\_\_\_\_

BUSINESS PHONE \_\_\_\_\_ BUSINESS FAX \_\_\_\_\_

EMAIL ADDRESS \_\_\_\_\_

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### IN-HOUSE CLIENT INFORMATION

NAME \_\_\_\_\_ NAME ON BADGE \_\_\_\_\_

COMPANY NAME \_\_\_\_\_

BUSINESS ADDRESS \_\_\_\_\_

CITY \_\_\_\_\_ STATE \_\_\_\_\_ ZIP \_\_\_\_\_ COUNTRY \_\_\_\_\_

BUSINESS PHONE \_\_\_\_\_ BUSINESS FAX \_\_\_\_\_

EMAIL ADDRESS \_\_\_\_\_

U.S. STATE BAR NUMBER(S) FOR ALL STATES WHERE LICENSED \_\_\_\_\_

## INSURANCE EXECUTIVE AND IN-HOUSE COUNSEL ATTENDEE

\$775

For in-house counsel and insurance executive members and non-members who are attending on their own or for additional clients attending with an outside counsel IADC member. For members bringing additional clients, the fee for the first additional client is \$725; second additional client is \$675; and third or greater additional clients are \$625 each.

NAME \_\_\_\_\_ NAME ON BADGE \_\_\_\_\_

COMPANY NAME \_\_\_\_\_

BUSINESS ADDRESS \_\_\_\_\_

CITY \_\_\_\_\_ STATE \_\_\_\_\_ ZIP \_\_\_\_\_ COUNTRY \_\_\_\_\_

BUSINESS PHONE \_\_\_\_\_ BUSINESS FAX \_\_\_\_\_

EMAIL ADDRESS \_\_\_\_\_

U.S. STATE BAR NUMBER(S) FOR ALL STATES WHERE LICENSED \_\_\_\_\_

TOTAL AMOUNT ENCLOSED \$ \_\_\_\_\_

## PAYMENT

Complete and mail or fax form with payment to: IADC, 303 West Madison, Suite 925, Chicago, IL 60606 or fax to 1.312.368.1854.

☐ Check/Money Order (Payable to the IADC in USD)

☐ AMEX

☐ Visa

☐ MasterCard

Number: \_\_\_\_\_ Expiration Date: \_\_\_\_\_ Security Code: \_\_\_\_\_

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If you wish to pay by wire transfer, please contact the IADC for routing information.

**Please note:** You must register for the meeting prior to reserving rooms at the hotel. You will receive a code with your meeting confirmation that will allow you to reserve a room at LondonHouse. Questions? Call 1.312.368.1494.

International Association of Defense Counsel • 303 West Madison, Suite 925, Chicago, IL 60606 USA  
Phone: 1.312.368.1494 Fax: 1.312.368.1854 Web: [www.iadclaw.org](http://www.iadclaw.org)





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### Who should attend?

In-house counsel responsible for hiring and managing outside counsel / Senior insurance industry executives /  
Corporate compliance officers / Senior executives and counsel to non-profit corporations /  
Heads of corporate governmental relations departments / Heads of litigation departments /  
Experienced outside defense trial counsel

The IADC Corporate Counsel College is designed to be an interactive and dynamic learning experience that takes advantage of the vast knowledge and experience of panelists, in-house corporate counsel, and the outside counsel attendees. While each session will follow a slightly different format, panelists and moderators will share their experiences and what they learned. The moderators will engage the audience and panel members in a spirited and educational discussion about the issues, sometimes posing hypothetical situations to stimulate further discussion.