

# **CORPORATE COUNSEL COLLEGE**

APRIL 26 - 27, 2018 THE RITZ-CARLTON CHICAGO, ILLINOIS USA





# 20th Anniversary







New Program!

Corporate Counsel Training

Academy

# SUCCESSFUL STRATEGIES FOR NAVIGATING DISRUPTIVE TIMES

*Keynote Speaker* **Rod J. Rosenstein**, United States Deputy Attorney General

Four Lessons from the Dean of the Corporate Counsel Bar Ben Heineman, Jr., Former GC at General Electric April 25, 2018 The Ritz-Carlton Chicago, Illinois USA

Primer for corporate counsel of o-3 years. Intimate environment with limited availability.

Details inside.

## **SCHEDULE**

### WEDNESDAY, APRIL 25, 2018

### 1:00 - 4:30 p.m.

### **CORPORATE COUNSEL TRAINING ACADEMY**

For more information on the Corporate Counsel Training Academy, please look at the informational section at the end of this brochure.

#### 5:30 - 7:00 p.m.

# CHICAGO REGIONAL MEETING NETWORKING RECEPTION

Join Chicago area members for a Regional Meeting Networking Reception onsite at The Ritz-Carlton. All Corporate Counsel Training Academy and Corporate Counsel College attendees are welcome to attend.

### THURSDAY, APRIL 26, 2018

7:30 - 8:15 a.m.

BREAKFAST

### 8:15 - 8:30 a.m. OPENING REMARKS

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

Andrew Kopon Jr., IADC President, Kopon Airdo, LLC, Chicago, IL USA

### 8:30 - 9:30 a.m.

### WIN: Reporting from the Front – Lessons Learned From Today's Most Prominent Litigations

Newspaper headlines and *Law360* feeds report almost daily on a new multi-million dollar verdict. As fewer cases go to verdict and as even fewer victories are achieved, corporate counsel face difficult decisions when seeking to set trial and overall litigation strategy. Our panel of leading corporate and outside counsel have and are currently facing complex litigation. Each have achieved significant success at trial and appeal and will share their lessons on how to WIN the battles and the war.

<u>Moderator</u>: **Rebecca Weinstein Bacon**, Bartlit Beck Herman Palenchar & Scott, Chicago, IL USA <u>Panelists</u>: **Mark S. Cheffo**, Quinn Emanuel Urquhart & Sullivan, LLP, New York, NY USA; **Nancy M. Erfle**, Gordon & Rees LLP, Portland, OR USA; **Larissa Eustice**, Bayer Corporation, Whippany, NJ USA; **Sarah Teachout**, Trinity Industries, Inc., Dallas, TX USA

### 9:30 - 10:00 a.m.

# **PREDICT**: Future of Trump and Congress – Midterms, Relevant Corporate Policies

2017 proved to be a disruptive year for U.S. politics. What policy and political changes can corporate counsel expect in 2018 and 2019? Our panel of business and civil justice standard-bearers will provide us with a TED-talk style view to PREDICT our collective political future.

# Moderator: Mark Behrens, Shook, Hardy & Bacon, LLP, Washington, DC USA

Panelists: Neil Bradley, EVP & Chief Policy Officer, US Chamber of Commerce, Washington, DC USA; Lisa A. Rickard, President, US Chamber Institute for Legal Reform, Washington, DC USA

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

### 10:15 - 11:45 a.m. COMPLY: It's a Small World After All – Acting Global, Complying Local

For corporations operating in the twenty-first century, it is not enough to simply ensure compliance with local standards. We live in a global economy with interconnected regulators and standards. Pressure is now on corporate counsel to ensure compliance at "home" and "abroad" for their employers' operations. The challenges of balancing differing standards for companies trying to maintain consistent processes and practices are real. Our global panel - with representatives from three different continents with broad compliance responsibilities - will address the challenge and provide their views on how to successfully COMPLY in today's marketplace.

### <u>Moderator:</u> Colin Loveday, Clayton Utz, Sydney, Australia

<u>Panelists:</u> Patrick J. Conlon, Exxon Mobil Corporation, Houston, TX USA; Matthew Lepore, BASF, Florham Park, NJ USA; Alexandra Simotta, SIX Payment Services (Austria) GmbH, Vienna, Austria

### **SCHEDULE**

### 11:45 a.m. - 1:00 p.m. LUNCHEON AND KEYNOTE SPEAKER

# **Rod J. Rosenstein**, United States Deputy Attorney General

Rod J. Rosenstein is the 37th Deputy Attorney General of the United States. As Deputy Attorney General and second highest ranking legal official at the U.S. Department of Justice, he advises and assists the U.S. Attorney General in formulating and implementing Department of Justice policies and programs and in providing overall supervision to all organizational units of the Department of Justice. Deputy Attorney General Rosenstein has spent more than 27 years in government service. After graduating from the Wharton School of Business and Harvard Law School, he started his legal career as a law clerk to Judge Douglas H. Ginsburg of the United States Court of Appeals for the District of Columbia Circuit. Deputy Attorney General Rosenstein began his career with the Department as an attorney with the Attorney General's Honors Program and previously served as U.S. Attorney for the District of Maryland from 2005 to 2017.

1:00 - 1:15 p.m. **BREAK** 

### 1:15 - 2:15 p.m. MANAGE: Alternative Fee Arrangement Reality Check

The billable hour as a measure of compensation for outside counsel's service is not immutable. Indeed, it did not become de rigueur until the 1960's. Changing standard billing practice is hard culturally for both outside counsel and corporate counsel. But does it have to be? As alternate fee arrangements continue to emerge as popular alternatives to the billable hour, corporate legal departments are adopting new and innovative pricing mechanisms to control cost, share risk, and further align the economic interests of outside counsel and clients. Hear from our experienced panel who have thrived following implementation of alternative approaches in order to MANAGE outside counsel compensation without sacrificing the quality of counsel.

### Moderator: Dana C. Lumsden, Bradley LLP, Charlotte, NC USA

<u>Panelists:</u> **Tiffany Amlot**, *Smiths Group plc, Chicago, IL USA;* **Brennan J. Torregrossa**, *GSK*, *Philadelphia, PA USA;* **Thane Vallette**, *HP*, *Inc.*, *Houston*, *TX USA* 

### 2:15 - 2:45 p.m.

# **PROTECT**: Best Practices for Avoiding and Managing Data Breaches

Data breaches are a pernicious and sometimes material threat to today's businesses. The threat is real and securing your organizations' data from criminals will only become more challenging in the coming years. While numerous organizations have suffered through such breaches, few understandably are willing to share their lessons for their peers. However, our speakers are leading consultants in the field on how to PROTECT against such threats and will share their best practices advice with our audience.

Moderator: John T. Lay, Jr., Gallivan, White & Boyd, P.A., Columbia, SC USA

<u>Panelists:</u> Vincent H. Scott, PwC, Cincinnati, OH USA; Sarah Statz, American Express, New York, NY USA

2:45 - 3:00 p.m. **REFRESHMENT BREAK** 

### 3:00 - 4:30 p.m.

### **INNOVATE**: Leveraging Legal Tech and Legal AI

Lawyers often lag other segments of society in innovation. Yet we arguably live in the most disruptive and transformative era in history as technology is radically changing the nature of business, and with it, the legal profession. With the advent of meaningful artificial intelligence, the promise of "AI" technology for use in the legal sector is to deliver better and more efficient services. The challenge is determining how to deploy AI in the legal arena and which technology is right for corporate counsel and their outside lawyers. Our panel of experts will provide background on the use of AI in the legal profession and share their views on how to INNOVATE in today's legal marketplace.

Moderator: Donald F. (Fritz) Zimmer, Jr., King & Spalding, LLP, San Francisco, CA USA Panelists: Andrew M.J. Arruda, CEO/Co-Founder ROSS Intelligence, San Francisco, CA USA; Aaron Crews, Littler Mendelson, Sacramento, CA USA; Christian Lawrence, Lighthouse eDiscovery, Seattle, WA USA

### 4:30 - 4:40 p.m.

**CONCLUDING REMARKS - DAY ONE Tripp Haston, Corporate Counsel College Dean**, *Bradley LLP, Birmingham, AL USA* 

5:00 - 6:00 p.m. COCKTAIL RECEPTION - Lakeside Room

## **SCHEDULE**

### FRIDAY, APRIL 27, 2018

7:30 - 8:15 a.m. **BREAKFAST** 

### 8:15 - 9:45 a.m.

# **EVOLVE**: Shifting Societal Norms Creating A New Normal for Employers

In the last several years, societal norms related to the legalization of marijuana, use of social media, freedom of speech and right to protest, telecommuting, and LGBTQ recognition experienced a significant shift. Employers and everyday citizens appear to struggle at times to process and adjust to this new normal. State and federal laws provide dissimilar and in some cases inconsistent guidance surrounding these changes. Because change is inevitable and the workforce is simply a microcosm of our society, how do we adapt to the shifting societal norms? This panel will address these societal changes and their impact on businesses from the perspective of the employee, employer, practitioner, administrative agencies, and the bench. This program will provide critical information for all lawyers and businesses facing these daily challenges.

<u>Moderator:</u> **Aldos Vance**, *Altec, Inc., Birmingham, AL USA* 

Panelists: Gregory Gochanour, EEOC Regional Attorney, Chicago, IL USA; Cathy Havener Greer, Wells, Anderson & Race, LLC, Denver, CO USA; Honorable Abdul K. Kallon, United States District Court for the Northern District of Alabama, Birmingham, AL USA

#### 9:45 - 10:00 a.m. **REFRESHMENT BREAK**



### 10:00 - 11:30 a.m. LEARN: Four Lessons from the Dean of the Corporate Counsel Bar

In the past 25 years, there has been a revolution in the legal profession. General Counsel and other inside lawyers have risen in quality, responsibility, power, and status.

Today's corporate counsel have become core members of top corporate management, equaling in importance the Chief Financial Officer and the finance function. They have dramatically shifted power from law firms to corporate law departments, assuming strategic direction over legal matters and exercising far greater control over law firm billing and economics.

Rhodes Scholar. General Counsel. Author. Trend-Setter. Ben Heineman has and continues to do it all. Often cited as the "Founding Father" of the inside counsel movement, during his eighteen years as General Counsel, Secretary, and Senior Vice President for Law and Public Affairs of General Electric, Ben oversaw a major transformation of its legal department that had far-reaching effects across the corporate counsel community. His recently published book, The Inside Counsel Revolution: Resolving the Partner-Guardian Tension, describes the essence of that transformation and the modern role of today's corporate counsel. His presentation will address the four key lessons from the book: (1) The role of counsel: mission of the corporation (high performance with high integrity); (2) The role of lawyer statesperson (focus not just on what is legal, but what is right); (3) Resolving the tension between being partner to business leaders and guardian of the corporation; and (4) The lawyer's role in creating a culture of integrity.

Speaker: Ben W. Heineman, Jr., Former GC at General Electric, New Caanan, CT USA

11:30 - 11:40 a.m. **CLOSING REMARKS Tripp Haston, Corporate Counsel College Dean,**  *Bradley LLP, Birmingham, AL USA*  **Joseph E. O'Neil, Corporate Counsel College Dean-Elect**, *Lavin, O'Neil, Cedrone & DiSipio,* 

Philadelphia, PA USA

## **GENERAL INFORMATION**

Location The Ritz-Carlton Chicago 160 East Pearson Street, Chicago, IL 60611 Phone: 1.312.266.1000 Fax: 1.312.266.1194 http://www.ritzcarlton.com/en/hotels/chicago

The Ritz-Carlton Chicago is set atop Water Tower Place, high above prestigious North Michigan Avenue, and features exquisite décor, intuitive service, and one of the city's most acclaimed restaurants. The Ritz-Carlton Chicago offers a setting of unmistakable grandeur, ideal for business or for leisure.

### **Reservations and Room Rates**

The room rate, which is subject to the current applicable occupancy and sales tax per room, per night, is \$299 for a City View King Room with a maximum of 2 adults per room. **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 The Ritz-Carlton. You must call the hotel directly and request the Reservations Department. **Reservations must be made prior to Wednesday**, **April 4, 2018.** Unused rooms held for this meeting will be released on this date. Any reservation requests received after April 4, 2018 will be accepted only on a space available basis at the group rate. Please note that the room block may fill before April 4, so we encourage you to register with the IADC so that you can make your hotel reservation early. Cancellations must be made at least 24 hours in advance of check-in to avoid forfeiture of 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 \$40-\$50 and from Midway Airport is \$35-\$45. 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. 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 a short cab ride to the hotel. (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 \$1,750 [includes one outside counsel (\$1,255) and one inhouse client (\$495)]. Fee for first additional client: \$450; second additional client: \$400; third or greater additional client: \$350. For in-house counsel and insurance executive members and in-house counsel and insurance executive members and 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 \$495. Please fill out the registration form and send it to the IADC office or register online at 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.

### 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 Coursel College.

# **GENERAL INFORMATION**

### **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.



### 2018 CORPORATE COUNSEL COLLEGE REGISTRATION FORM

DATE: April 26 - 27, 2018 • LOCATION: The Ritz-Carlton, Chicago, Illinois USA

\$1,750

#### IADC OUTSIDE COUNSEL MEMBER AND CORPORATE CLIENT PACKAGE

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			
U.S. STATE BAR NUMBER(S) FO	R ALL STATES WHERE LICENSED		
IN-HOUSE CLIENT I	NFORMATION		
NAME		NAME ON BADGE	
Company Name			
BUSINESS ADDRESS			
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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

# **CORPORATE COUNSEL TRAINING ACADEMY**

### IADC Corporate Counsel Training Academy for New Corporate Counsel

April 25, 2018 The Ritz-Carlton Chicago, Illinois USA

The IADC Corporate Counsel Training Academy is a half-day, complimentary primer for those who have been in-house counsel for o-3 years. The program will be an intimate classroom setting with a maximum registration of 25 attendees. It will take place the day before the IADC Corporate Counsel College, and Training Academy attendees are invited to stay and attend the Corporate Counsel College. There are no fees for the Training Academy attendees to attend the Academy and the Corporate Counsel College, but registration is required, and space is limited.

### **SCHEDULE**

### 1:00 - 1:10 p.m. WELCOME AND INTRODUCTIONS

Andrew Kopon Jr., IADC President, Kopon Airdo, LLC, Chicago, IL USA



#### 1:10 - 1:40 p.m. **KEYNOTE SPEAKER: A VIEW FROM THE EXECUTIVE SUITE**

Jack M. Greenberg is the retired Chairman of Western Union Company, and the retired Chairman and CEO of McDonald's Corporation. He was named Chairman of Western Union Company in September 2006. He previously served McDonald's Corporation as its President and CEO, and Chairman and CEO of McDonald's USA, as well as Vice Chairman and Chief Financial Officer. Before joining McDonald's, Mr. Greenberg was a partner and director of tax services for both the midwest region and the Chicago office of Arthur Young & Company,

and served on the firm's Management Committee.

Mr. Greenberg currently serves on the Boards of Quintiles/IMS Health, and InnerWorkings, and has previously served on the Board of The Allstate Corporation, Hasbro, Inc., and Manpower Inc.

Mr Greenberg's civic involvement includes service on the Boards of DePaul University, where he previously served as Chairman, the Institute of International Education (IIE), The Field Museum, and Cradles to Crayons. He recently retired as Chairman of the Board of the Metropolitan Pier & Exposition Authority (MPEA), the state agency that owns McCormick Place Convention Center and Navy Pier.

A graduate of DePaul University School of Commerce, Mr. Greenberg also earned a Juris Doctor degree from DePaul University School of Law, and taught in the law school and master program in the business school. He is a certified public accountant, and a member of the American Institute of Certified Public Accountants, the Illinois CPA Society and the Chicago Bar Association, where he served as former Chairman of the Federal Tax Committee, and Chairman of the Board of Trustees of the Chicago Bar Foundation.

### 1:40 - 1:50 p.m. **OVERVIEW OF THE CORPORATE COUNSEL COLLEGE**

Tripp Haston, IADC Corporate Counsel College Dean, Bradley LLP, Birmingham, AL USA

BREAK 1:50 - 2:00 p.m.

#### 2:00 - 3:00 p.m.

**EXPECTATIONS AND OPPORTUNITIES - WHAT IT TAKES TO SUCCEED IN-HOUSE** 

You have just had your photograph taken for your corporate I.D. card. You are now being led down the hall to your new office - on the third floor of building C, you think. Faces you will remember, but names you will not, greet you on your journey. Upon arrival, you will find nicely-appointed but government-issue-looking metal furniture with an antiquated desktop computer, conference-call-capable telephone, and numerous handbooks and policy manuals stacked high. No time sheets for billing entries will ever be found. And the telephone will

# **CORPORATE COUNSEL TRAINING ACADEMY**

ring before you even sit down. It is HR with the first of many calls for guidance you will receive from various corporate departments before lunch on Tuesday, most of which present issues and problems you have never had to deal with as an outside counsel for the past five years. You may ask yourself, "what have I gotten myself into?"

Please join John Gilmore, author of *14 Top Mistakes Made by New In-House Counsel*, and veteran in-house lawyers Fred Paliani, Jamie Stern, and Trea Southerland as they examine what it takes to succeed in-house in 2018.

<u>Moderator</u>: **Thomas W. (Trea) Southerland**, *Federal Express Corporation, Memphis, TN USA* <u>Speakers</u>: **John Gilmore**, *BarkerGilmore LLC, Rochester, NY USA*; **Alfred R. Paliani**, *Quality King Distributors, Bellport, NY USA*; **Jamie Stern**, *UBS, New York, NY USA* 

3:00 - 3:10 p.m. BREAK

3:10 - 4:10 p.m.

### **ETHICAL CHALLENGES - UNEXPECTED AND UNINTENDED**

In-house counsel face many unique challenges, many of which we are not prepared for by our specialized practices as outside counsel. As soon as you transition to in-house, these vexing challenges start cropping up immediately and you will need to be equipped to be able to handle them. Our experienced all in-house panel will help you navigate the landmines and will address ethical issues including:

- What should you do if your CEO directs you to do personal legal work on company time for her?
- Can you jointly represent your company and individual employees in litigation?
- Can you simultaneously represent your company and one or more of its affiliated companies in litigation or in transactional work where there might be differing interests at stake?
- In a family-owned business, how do you manage a situation in which one of the family shareholders who is the CEO seeks your advice regarding a direct conflict with another family member who is also a major shareholder and officer with respect to the vision for running the business?
- How do you conduct privileged *Upjohn* internal investigations without exposing yourself or your company to disqualification or ethical violations?
- When are your internal communications covered by the attorney-client privilege or work product doctrine?
- When involved in government investigations what can you never tell your employees?

Moderator: Patrick J. Conlon, Exxon Mobil Corporation, Houston, TX USA

<u>Speakers:</u> Jill Bond, Rich Products Corporation, Buffalo, NY USA; Jerome Kraisinger, Avendra LLC, Rockville, MD USA; Aldos Vance, Altec, Inc., Birmingham, AL USA

4:10 - 4:30 p.m. **REVIEW AND WRAP-UP** 

### **REGISTRATION INFORMATION**

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There are no fees for the Training Academy attendees to attend the Academy and the Corporate Counsel College, but registration is required, and space is limited. Your complimentary registration also includes IADC's Chicago Regional Meeting Networking Reception on Wednesday, April 25.

To register for the Corporate Counsel Training Academy, you must do so online by visiting the Corporate Counsel Training Academy page on www.iadclaw.org under the "Educations & Events" tab.

For information on hotel accomodations, please refer to the "General Information" pages of this brochure.



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### **COLLEGE ADVISORY BOARD**

A special thanks to each member for their effort and expertise.

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### COLLEGE COORDINATORS

Thank you to our coordinators for their time and commitment.

Rebecca Weinstein Bacon Bartlit Beck Herman Palenchar & Scott, Chicago, IL USA Mark Behrens Shook, Hardy & Bacon, LLP, Washington, DC USA John T. Lay, Jr. Gallivan, White & Boyd, P.A., Columbia, SC USA Colin Loveday Clayton Utz, Sydney, Australia Dana C. Lumsden Bradley LLP, Charlotte, NC USA Aldos Vance Altec, Inc., Birmingham, AL USA Donald F. (Fritz) Zimmer, Jr. King & Spalding, LLP, San Francisco, CA USA

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.