

33<sup>RD</sup> ANNUAL  
**CORPORATE COUNSEL  
INSTITUTE**



April 14–15, 2011  
InterContinental Dallas  
Dallas, Texas

April 28–29, 2011  
Four Seasons Hotel  
Houston, Texas

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Earn up to 15.00 Hours of Credit including 3.25 Hours of Ethics Credit

# 33<sup>RD</sup> ANNUAL CORPORATE COUNSEL INSTITUTE

April 14–15, 2011 ▪ InterContinental Dallas ▪ Dallas, Texas

April 28–29, 2011 ▪ Four Seasons Hotel ▪ Houston, Texas

Earn up to 15.00 Hours of Credit including 3.25 Hours of Ethics Credit

## THURSDAY MORNING

### Presiding Officer:

**IN DALLAS:** Stephen E. Stein,  
Thompson & Knight LLP, Dallas, TX

**IN HOUSTON:** Alma Reyes, Houston, TX

### 7:45 a.m. Registration Opens

Includes continental breakfast.

### 8:35 a.m. Welcoming Remarks

### 8:45 a.m. .75 hr

#### Procurement (Contracts)

What constitutes a good contract? Clear, concise language and all sides left equally unhappy. A discussion of negotiating key contract provisions and addressing economic realities and contingencies.

Alice R.L. Ginsburgh, Kinder Morgan, Houston, TX

### 9:30 a.m. .75 hr

#### Employment: FLSA

Employers can expect increased scrutiny of their wage and hour practices for the foreseeable future. Wage and hour lawsuits have steadily risen across the country and the Department of Labor has dramatically stepped up its enforcement activities. This presentation advises employers of those action items to take now to reduce risks and ensure compliance with FLSA.

Felicity A. Fowler, Haynes and Boone, LLP, Houston, TX

### 10:15 a.m. Break

### 10:30 a.m. .75 hr ethics

#### Compliance Programs: Plan Now or Pay Later

Ryan Douglas McConnell, Haynes and Boone, LLP,  
Houston, TX

#### IN DALLAS

Brian T. Moffatt, Pride International, Inc.,  
Houston, TX

#### IN HOUSTON

Jay G. Martin, Baker Hughes Incorporated,  
Houston, TX

### 11:15 a.m. .75 hr

#### Insurance: What Your Management Team Needs to Know

Your management team wants the most comprehensive insurance coverage for the price. Learn how to get the best value for your money, avoid future disputes with your insurer(s), compare your coverage and limits with those of your competitors and evaluate whether your company's coverage will respond to today's hot-button legal issues like ADA claims, miscellaneous errors and omissions, IP litigation, a change of control and many more.

Beverly B. Godbey, Gardere Wynne Sewell LLP,  
Dallas, TX

## THURSDAY AFTERNOON

### Presiding Officer:

**IN DALLAS:** Jane Mallor McBride,  
Optimus Legal Management &  
Consulting, Plano, TX

**IN HOUSTON:** Pat E. Allison,  
Allison & Shoemaker, L.L.P., Houston, TX

## LUNCHEON PRESENTATION

### 12:00 p.m. Pick Up Lunch

Included in conference registration.

### 12:15 p.m. 1.00 hr

#### Preparing Your Client for a Deposition or a Trial

Depositions often determine the outcome of a case. This presentation better prepares senior-level people for their deposition testimony.

John Zavitsanos, Ahmad, Zavitsanos & Anaiakos, P.C.,  
Houston, TX

### 1:15 p.m. Break

### 1:30 p.m. .25 hr

#### Pro Bono

**IN DALLAS:** An introduction to "Partnering for Pro Bono," a new tool offered by the Texas Young Lawyers Association to help corporate counsel provide pro bono services by matching in-house counsel with private practice lawyers to provide flexibility, expertise, resources, malpractice insurance, and an expanded ability to handle more diverse matters.

Jennifer Evans Morris, Carrington, Coleman, Sloman &  
Blumenthal, L.L.P., and President, Texas Young  
Lawyers Association, Dallas, TX

**IN HOUSTON:** Setting up and maintaining a corporate pro bono program while partnering with private practice attorneys to maximize pro bono efforts in the community.

Karen Beasley Lukin, Marathon Oil Company,  
Houston, TX

### 1:45 p.m. 1.00 hr including .25 hr ethics

#### Common Contracting: Negotiating and Drafting Contracts

This presentation introduces common sense tips for improving contracts and avoiding litigation.

Chad Baruch, The Law Office of Chad Baruch,  
Rowlett, TX

#### IN DALLAS

Angela C. Zambrano, Weil, Gotshal & Manges LLP,  
Dallas, TX

#### IN HOUSTON

Lisa Lund Dahm, South Texas College of Law,  
Houston, TX

### 2:45 p.m. Break

### 3:00 p.m. .75 hr including .25 hr ethics

#### The Dodd-Frank Whistleblower Provisions

An overview of the Dodd-Frank Act's whistleblower provisions and the implications for corporate counsel.

#### IN DALLAS

Peter A. Lodwick, Thompson & Knight LLP, Dallas, TX  
Jeffrey J. Walker, Radioshack Corporation,  
Fort Worth, TX

#### IN HOUSTON

Elizabeth Cook, FMC Technologies, Inc., Houston, TX  
David R. Woodcock, Vinson & Elkins LLP, Austin, TX

### 3:45 p.m. .50 hr

#### The Globalization of Accounting

The global movement toward a single set of high-quality global accounting standards presents many challenges and opportunities for companies and investors alike.

Steve Showerman, Deloitte & Touche LLP, Detroit, MI

**4:15 p.m. 1.00 hr including .25 hr ethics**

### Effective Litigation Management

As legal departments continue to be asked to do more and more with less and less, effective litigation management is more important than ever. Our panelists share how they have increased efficiencies and lowered costs through creative fee structures, evaluating ADR alternatives, in-sourcing litigation, partnering with outside counsel, and streamlining both internal and external case procedures—all while obtaining successful results in their litigation.

#### IN DALLAS

##### Moderator

Jane Mallor McBride, Optimus Legal Management & Consulting, Plano, TX

##### Panelists

Celeste deLorge Flippen, JCPenney Corporation, Inc., Plano, TX

Joe A. Garza Jr., SuperMedia LLC, Dallas, TX

Yvette Ostolaza, Weil, Gotshal & Manges LLP, Dallas, TX

Anne K. Shuttee, Law Office of Anne Shuttee, Dallas, TX

#### IN HOUSTON

##### Moderator

William B. Allison, Allison & Shoemaker, L.L.P., Houston, TX

##### Panelists

Lesa Ann Carter, Key Energy Services, Houston, TX

Reid Grayson Gettys, Exxon Mobil Corporation, Houston, TX

Robert Philip Scott, Abrams Scott & Bickley, L.L.P., Houston, TX

**5:15 p.m. Adjourn**

## FRIDAY MORNING

### Presiding Officer:

**IN DALLAS:** Michael D. Marin,  
Boulette & Golden L.L.P., Austin, TX

**IN HOUSTON:** Mark L. Murdock,  
Attorney at Law, Austin, TX

**8:00 a.m. Conference Room Opens**

Includes continental breakfast

**8:30 a.m. .75 hr**

### Real Estate Sales

This session examines selected issues related to the sale and acquisition of commercial real estate, including a review of letters of intent, purchase and sale agreements, and closing procedures.

Gary M. Alletag, Baker and Hostetler LLP, Houston, TX

**9:15 a.m. .50 hr**

### The 82<sup>nd</sup> Texas Legislature and Its Impact on Texas Corporations

The 82<sup>nd</sup> Texas Legislature is involved in one of the most contentious sessions of potential impact to Texas business and corporations in its history. This session covers the effect on business of the largest budget deficit ever faced by the State of Texas, as well as legislation relating to the continuation and role of the Texas Department of Insurance, the Texas Railroad Commission, the Texas Commission

on Environmental Quality and other agencies which regulate Texas corporations. This session also covers the legislative issues which may have a significant impact on the current favorable business climate in Texas.

J. Gaylord Armstrong, McGinnis, Lochridge & Kilgore, L.L.P., Austin, TX

**9:45 a.m. .75 hr ethics**

### Protecting the In-House Attorney-Client Privilege

An overview of the attorney-client privilege on work product doctrine with specific focus on issues unique to in-house counsel.

#### IN DALLAS

David R. Woodcock, Vinson & Elkins LLP, Austin, TX

#### IN HOUSTON

Jennifer B. Poppe, Vinson & Elkins LLP, Austin, TX

**10:30 a.m. Break**

**10:45 a.m. .75 hr**

### Powerful Strategies for Effective Negotiations

A presentation of mediation and negotiation strategies to make the process work for you.

Hesha Abrams, Hesha Abrams Mediation, LLC, Dallas, TX

James P. Karen, Jones Day, Dallas, TX

**11:30 a.m. .50 hr**

### What to Do When Your Corporate Client Gets Sued

There are several practical considerations that are essential to managing big litigation. This session addresses key things to do before and after that big lawsuit is filed.

Marc E. Vockell, Dell Inc., Round Rock, TX

## FRIDAY AFTERNOON

### Presiding Officer:

**IN DALLAS:** Stephen E. Stein,  
Thompson & Knight LLP, Dallas, TX

**IN HOUSTON:** Mark L. Murdock,  
Attorney at Law, Austin, TX

## LUNCHEON PRESENTATION

**12:00 p.m. Pick Up Lunch**

Included in conference registration.

**12:15 p.m. 1.00 hr**

### Managing Public Perception in Times of Crisis

This session highlights crisis situations and the central role an effective communications team can have in managing public perceptions—if they have a seat at the table. Using timely and relevant incidents, the speaker walks through the steps to effectively manage public perceptions in times of crisis, and provide guidelines on how legal

counsel can successfully work side-by-side with the communications team to deliver the best result for their clients.

Jenifer Sarver, Chief of Staff to Burson-Marsteller  
Global Vice Chair Karen Hughes, Austin, TX

**1:15 p.m. Break**

**1:30 p.m. .75 hr**

### Employment: Hiring from the Competition

A discussion of the practical steps a company can take to minimize potential exposure associated with hiring from the competition. Specific topics include uncovering and evaluating covenants not to compete, timing and executing an employee's departure from a competitor, reinforcing respect for the covenants and confidential information of others, the time and place for self-imposed restrictions, evidence preservation, and emergency relief litigation strategies.

Jason Boulette, Boulette & Golden L.L.P., Austin, TX  
Michael D. Marin, Boulette & Golden L.L.P., Austin, TX

**2:15 p.m. 1.00 hr including .25 hr ethics**

### Criminalization of Business

Corporate executives and their counselors are in the cross hairs. With more than 3,300 federal criminal statutes on the books—many broad and being stretched farther by the day—and with executives being charged with knowledge of every email that hits their inboxes, a prosecutor can turn a bad business decision into an indictable offense. This presentation examines how we reached this crisis point and how we can rein in runaway prosecutors.

Paul E. Coggins, Locke Lord Bissell & Liddell LLP, Dallas, TX

**3:15 p.m. Break**

**3:30 p.m. .75 hr**

### IP Issues for 2011

Bruce S. Sostek, Thompson & Knight LLP, Dallas, TX

**4:15 p.m. .75 hr ethics**

### Ethical Issues for In-House Counsel

In-house counsel face as many ethical issues as outside counsel—the issues just present themselves differently and the stakes are much higher. Both recurring and recent ethical issues for in-house counsel are discussed.

John M. Tanner, Fairfield and Woods, P.C., Denver, CO

**5:00 p.m. Adjourn**

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This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 15.00 hours, of which 3.25 credit hours will apply to legal ethics/professional responsibility credit. The University of Texas School of Law is a State Bar of California approved MCLE provider (#1944), and an Oklahoma Bar Association MCLE presumptively-approved provider (#169).

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P.O. Box 7759  
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### Or fax to:

512-475-6876

### Or register online:

www.utcle.org

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### REGISTRATION:

Includes Course Binder and Thursday and Friday Luncheon Presentations

#### DALLAS: April 14–15, 2011

- ☐ Early Registration Fee due by Wednesday, April 6, 2011 ..... \$545  
☐ Registration Fee after Wednesday, April 6, 2011 ..... \$595

#### HOUSTON: April 28–29, 2011

- ☐ Early Registration Fee due by Wednesday, April 20, 2011 ..... \$545  
☐ Registration Fee after Wednesday, April 20, 2011 ..... \$595

### Current and New Members of the Corporate Counsel Section

- ☐ Current Corporate Counsel Section member discount ..... \$25  
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*Allow 3–5 weeks from the conference date for delivery.*

- ☐ Course Binder WITHOUT Conference Registration ..... \$250  
Note: Conference Registration includes Course Binder.  
☐ Audio MP3 Speeches on CD ..... \$130  
☐ Audio CD Set ..... \$210  
☐ eBinder on CD (PDF format) ..... \$250/\$50  
(\$250 purchased alone, \$50 with Registration or purchase of Course Binder or Audio MP3 Speeches on CD or Audio CD Set)

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- ☐ In-House CLE for 2 – includes Audio CD Set and Course Binders ..... \$850  
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### DALLAS

April 14–15, 2011

#### CONFERENCE LOCATION



#### InterContinental Dallas

15201 Dallas Parkway  
Dallas, TX 75001  
972-386-6000

#### Special rate: \$159

good through March 14, 2011  
(subject to availability)

**Parking:** Valet \$12 per day;  
Complimentary self-parking  
(subject to change)

#### KEY DATES

**April 6, 2011, 5 p.m.**

*last day for early registration*

add \$50 for registrations received after this time

**April 8, 2011, 5 p.m.**

*last day for full refund*

**April 11, 2011, 5 p.m.**

*last day for partial refunds*

\$50 processing fee applied

**April 14, 2011, 8:45 a.m.**

*Institute begins*

### HOUSTON

April 28–29, 2011

#### CONFERENCE LOCATION



#### Four Seasons Hotel

1300 Lamar Street  
Houston, TX 77010  
713-650-1300

#### Special rate: \$225

good through April 10, 2011  
(subject to availability)

#### Valet Parking Only:

\$13 per day; \$30 overnight  
(subject to change)

#### KEY DATES

**April 20, 2011, 5 p.m.**

*last day for early registration*

add \$50 for registrations received after this time

**April 22, 2011, 5 p.m.**

*last day for full refund*

**April 25, 2011, 5 p.m.**

*last day for partial refunds*

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**April 28, 2011, 8:45 a.m.**

*Institute begins*

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