

38th Annual Corporate Counsel Institute
April 7-8, 2016 • Royal Sonesta Hotel Houston • Houston, TX
May 5-6, 2016 • Cityplace Conference Center • Dallas, TX

Thursday Morning, Apr. 7, 2016

Presiding Officer:

Aaron G. Carlson, Noble Energy, Inc. - Houston, TX

7:30 am	<p>Registration Opens</p> <p>Includes continental breakfast.</p>
8:20 am	<p>Welcoming Remarks</p>
8:30 am 0.75 hr	<p>Whose Employee Is It, Anyway?</p> <p>Companies increasingly label their workers as independent contractors rather than employees. But is this classification really proper? Explore the perils and pitfalls associated with this trend, as well as recent developments under the joint employer doctrine where multiple entities may dictate the activities of workers at a common site or performing a common task.</p> <p>Gary D. Eisenstat, Ogletree, Deakins, Nash, Smoak & Stewart, P.C. - Dallas, TX Charlene Tsang-Kao, Chevron - Houston, TX</p>
9:15 am 0.50 hr	<p>FLSA Update</p> <p>Developments in the Fair Labor Standards Act may significantly affect your bottom line. From large collective actions seeking unpaid work time and overtime for thousands of nonexempt employees to developments affecting white-collar employees and the employment status of independent contractors, explore the implications of today's FLSA for in-house and outside counsel.</p> <p>Robert E. Sheeder, Bracewell & Giuliani LLP - Dallas, TX</p>
9:45 am 0.50 hr	<p>Federal Contractor—Who, Me?</p> <p>Who is now considered a federal contractor (you may be surprised!), updates on federal contractor obligations, and recent Office of Federal Contract Compliance Programs (OFCCP) regulations and executive orders.</p> <p>Shafeeqa Watkins Giarratani, Norton Rose Fulbright - Austin, TX</p>
10:15 am	<p>Break</p>
10:30 am 0.50 hr	<p>Emerging Trends in Insurance for 2016—Are You at Risk?</p> <p>Hear from coverage counsel for policy holders and insurance carriers on whether traditional policies keep pace with 21st-century risks and review developments in insurance products for cybersecurity and employment practices.</p> <p>Mariah Quiroz, Thompson Coe - Dallas, TX Micah E. Skidmore, Haynes and Boone, LLP - Dallas, TX</p>

11:00 am 0.75 hr 0.25 hr ethics	<p>Cybersecurity in Crisis: How to Prepare for and Manage a Data Breach</p> <p>According to a recent ACC study, one in three in-house counsel reports that their companies have experienced a data breach, while more than half expect their legal department's role in cyber matters will increase in 2016. Learn more about lawyers' roles in cybersecurity—including how to help organizations prepare for and manage a data breach—with a focus on training, awareness, consumer-side and non-consumer-side breaches, indemnification strategies, and the use of confidentiality agreements.</p> <p>John E. Ansbach, General Datatech - Dallas, TX Rachel Ratcliff, Stroz Friedberg - Dallas, TX</p>
11:45 am	<p>Pick Up Lunch</p> <p>Included in registration.</p>

Thursday Afternoon, Apr. 7, 2016

Presiding Officer:

Paul R. Tobias, Wilson Sonsini Goodrich & Rosati, P.C. - Austin, TX

LUNCHEON PRESENTATION

12:05 pm 1.00 hr	<p>The Business of Social Media</p> <p>How are social media assets created and transferred? How are "visits" and "hits" measured and valued? Investigate the business of social media with profiles of prominent social media companies and get insight into many of the products in the social commerce space that help companies collect and make use of consumer-generated content.</p> <p>In Houston: Kin Gill, Bazaarvoice, Inc. - Austin, TX Stephen E. Stein, Thompson & Knight LLP - Dallas, TX In Dallas: Nicholas Campbell, Bazaarvoice, Inc. - Austin, TX Stephen E. Stein, Thompson & Knight LLP - Dallas, TX</p>
1:05 pm	<p>Break</p>
1:20 pm 0.50 hr	<p>Apples to Apples: Getting Comparative Advertising Right</p> <p>Comparing a company's products and services to those of a competitor is one of the most persuasive forms of advertising. It is also one of the most contentious. Learn the dos and don'ts of comparative advertising, as well as some tips for pursuing and defending false advertising claims in this context.</p> <p>Slade S. Cutter, Wittliff Cutter PLLC - Austin, TX</p>
1:50 pm 0.75 hr	<p>Public Filings 101</p> <p>Review the essential securities filings required of public companies and chart a road map for navigating the filings calendar.</p> <p>Harry R. Beaudry, Mayer Brown LLP - Houston, TX Pamela L. Taylor, Noble Energy, Inc. - Houston, TX</p>

2:35 pm 0.75 hr	<p>So You've Been Sued: What Do You Need to Do Now?</p> <p>Examine the steps to take immediately after being sued to minimize the damage and maximize the chances for a favorable outcome.</p> <p>Daniel C. Bitting, Scott Douglass & McConnico LLP - Austin, TX Cynthia L. Saiter, Scott Douglass & McConnico LLP - Austin, TX</p>
3:20 pm	Break
3:30 pm 0.75 hr	<p>New Discoveries in... Discovery</p> <p>Don't be caught unaware by the recent amendments to the Federal Rules' discovery and preservation obligations. Learn how to use them to your advantage in your practice.</p> <p>In Houston: Sammy Ford IV, Abraham, Watkins, Nichols, Sorrels, Agosto & Friend - Houston, TX Robert L. Levy, Exxon Mobil Corporation - Houston, TX Daniel Lim, Shook, Hardy & Bacon L.L.P. - Houston, TX In Dallas: Sammy Ford IV, Abraham, Watkins, Nichols, Sorrels, Agosto & Friend - Houston, TX Daniel Lim, Shook, Hardy & Bacon L.L.P. - Houston, TX Rebecca Lorange, Dell - Round Rock, TX</p>
4:15 pm 1.00 hr	<p>Lessons Learned from Trial</p> <p>Highly acclaimed lawyers and judges share lessons learned from trials involving corporate entities. Gain valuable insights about what works, what doesn't, and what to do when your company is involved in litigation.</p> <p>In Houston: Moderator: Alistair B. Dawson, Beck Redden LLP - Houston, TX Panelists: Jeff Davis, Gardere Wynne Sewell LLP - Houston, TX W. Mark Lanier, The Lanier Law Firm - Houston, TX Hon. Randall W. Wilson, 157th District Court - Houston, TX In Dallas: Moderator: Alistair B. Dawson, Beck Redden LLP - Houston, TX Panelists: E. Leon Carter, Carter Scholer Arnett Hamada & Mockler, PLLC - Dallas, TX Jeff Davis, Gardere Wynne Sewell LLP - Houston, TX Hon. Jill Renfro Willis, 429th Judicial District Court - McKinney, TX</p>
5:15 pm	Adjourn

Friday Morning, Apr. 8, 2016

Presiding Officers:

In Houston: **Alistair B. Dawson**, Beck Redden LLP - Houston, TX

In Dallas: **Clay B. Scheitzach**, Xerox Business Services, LLC - Dallas, TX

8:00 am	Conference Room Opens Includes continental breakfast.
8:30 am 0.75 hr	Shh! It's a Trade Secret! The Texas Uniform Trade Secret Act is taking shape in the courts and judicial scrutiny of confidentiality agreements is on the rise—are you prepared? Are you ready for new defensive theories, such as copyright preemption, and their related complications? Are you up-to-date on how the law is changing and where the new landmines lie? Get the latest developments in this rapidly-evolving field and hear practical solutions to emerging common problems. In Houston: M. Scott McDonald, Littler Mendelson P.C. - Dallas, TX Allan H. Neighbors IV, Littler Mendelson P.C. - Houston, TX In Dallas: John F. McCarthy Jr., Littler Mendelson P.C. - Dallas, TX Allan H. Neighbors IV, Littler Mendelson P.C. - Houston, TX
9:15 am 0.75 hr	Best Practices: The Code of Business Conduct Your Code of Conduct is at the foundation of your company, so what does it take to make it effective? Examine best practices and benchmarking, and gain practical advice for writing, revising, and evaluating your organization's code. Eric Morehead, Morehead Compliance Consulting - Austin, TX
10:00 am 0.50 hr	Software as a Service and Cloud Contracts: Avoiding the Risks Software delivered as a service or through cloud computing can help reduce costs, provide accounting advantages, and offer unprecedented flexibility, but it can also come with increased risk. Learn how to balance the risks of these services when negotiating contracts. In Houston: Kirk Larson, Upland Software, Inc. - Austin, TX Robert J. Scott, Scott & Scott, LLP - Southlake, TX In Dallas: Kirk Larson, Upland Software, Inc. - Austin, TX Julie Machal-Fulks, Scott & Scott, LLP - Southlake, TX
10:30 am	Break
10:45 am In Houston Only 0.75 hr	Attorney-Client Privilege: Best Practices for Keeping Privileged Information Privileged Business structures today are more complex than before and create a variety of new issues around the attorney-client privilege. Review best practices for addressing some of the more common issues, including privileged communications involving consultants, advisors, joint ventures, portfolio companies, mergers, and affiliated entities. Jennifer B. Poppe, Vinson & Elkins LLP - Austin, TX

11:30 am 0.75 hr	<p>Internal Investigations and the Compliance Function</p> <p>Corporate compliance increasingly requires full command of the information and data companies create. Explore the roles and interplay of auditing, monitoring, and internal investigations in understanding and mitigating compliance risk.</p> <p>In Houston: Lacey Daugherty, Apollo Endosurgery, Inc. - Austin, TX Benjamin I. Koplin, Norton Rose Fulbright - Austin, TX Jeff Layne, Norton Rose Fulbright - Austin, TX</p> <p>In Dallas: Benjamin I. Koplin, Norton Rose Fulbright - Austin, TX Jeff Layne, Norton Rose Fulbright - Austin, TX Richard W. Rew II, Luminex Corporation - Austin, TX</p>
12:15 pm	<p>Pick Up Lunch</p> <p>Included in registration.</p>

Friday Afternoon, Apr. 8, 2016

Presiding Officers:

In Houston: **Alma Reyes**, Attorney at Law - Houston, TX

In Dallas: **L. Brad Hancock**, Holland & Knight - Houston, TX

LUNCHEON PRESENTATION

12:35 pm 1.00 hr ethics	<p>Innovative Business Practices and Ethics on the Edge</p> <p>21st-Century corporate counsel frequently find themselves advising clients at the edge of the law, where answers are unclear, or where the law doesn't really contemplate—and may even prohibit—innovative new business models. These challenges are heightened in highly-regulated industries, as evidenced by recent issues in ridesharing, fintech, and telemedicine. How do we navigate legal and ethical issues when advising management teams who are determined to push the legal envelope?</p> <p>In Houston: Christopher T. Brown, Attorney at Law, PLLC - Austin, TX Adam Goldman, The Goldman Group - Austin, TX</p> <p>In Dallas: Moderator: Christopher T. Brown, Attorney at Law, PLLC - Austin, TX Panelists: Daniel C. Bitting, Scott Douglass & McConnico LLP - Austin, TX Courtney Hicks Dickey, HomeAway, Inc. - Austin, TX</p>
1:35 pm	<p>Break</p>

1:50 pm 0.50 hr	<p>The Top Cross-Border Legal Issues</p> <p>Learn about potential pitfalls in-house counsel face as companies expand or operate across borders, including tax considerations, labor and employment pitfalls, and cross-border dispute resolution.</p> <p>In Houston: Idan Netser, DLA Piper LLP US - East Palo Alto, CA Thomas H. Wilson, Vinson & Elkins LLP - Houston, TX</p> <p>In Dallas: George M. Gerachis, Vinson & Elkins LLP - Houston, TX Ute Krudewagen, DLA Piper LLP US - East Palo Alto, CA</p>
2:20 pm 0.75 hr	<p>Bankruptcy as a Tactic</p> <p>Learn how bankruptcy can be used as a defensive and offensive tactic to achieve certain corporate objectives such as mergers, acquisitions and takeovers, capital restructurings, vendor and customer contract modification, and dealing with mass tort and other significant liabilities.</p> <p>In Houston: Henry Flores, Haynes and Boone, LLP - Houston, TX</p> <p>In Dallas: Jarom J. Yates, Haynes and Boone, LLP - Dallas, TX</p>
3:05 pm	Break
3:15 pm In Houston Only 0.75 hr	<p>Clarified Contracts and Frequently Misunderstood Terms</p> <p>Learn tips for drafting clearer contracts, avoiding misunderstood terms, and averting the pitfalls of using “boiler plate” language for provisions' key terms, including indemnity and limitation of liability.</p> <p>Toni D. Nguyen, Luminex Corporation - Austin, TX Jason Smith, Apttus - San Mateo, CA</p>
4:00 pm 0.50 hr	<p>Mock Negotiation: In Search of a Win-Win Outcome</p> <p>Experienced practitioners demonstrate how to prepare for and succeed in negotiations and share practical tips in this mock negotiation of risk-allocation between parties.</p> <p>In Houston: Zachary B. Ring, Sysco Corporation - Houston, TX Paul R. Tobias, Wilson Sonsini Goodrich & Rosati, P.C. - Austin, TX</p> <p>In Dallas: Albert J. Li, Ottobock N.A. - Austin, TX Corina Ulrich, RealPage.inc - Carrollton, TX</p>
4:30 pm 0.75 hr ethics	<p>Ethics and Risk Allocation between In-House and Outside Counsel</p> <p>The division of responsibility between in-house and outside counsel can often seem murky. Explore how and when to divide responsibility in transactional practice and in litigation, and how the Ethical Rules and case law inform this process.</p> <p>Jack Tanner, Fairfield and Woods, P.C. - Denver, CO</p>
5:15 pm	Adjourn