

THE UNIVERSITY OF TEXAS SCHOOL OF LAW
THE CORPORATE COUNSEL SECTION OF THE STATE BAR OF TEXAS

43RD ANNUAL

CORPORATE COUNSEL INSTITUTE



April 28–30, 2021

 Live Webcast

WEBCAST UNDERWRITER
BRACEWELL

Earn up to 12.50 Hours of Credit Including 4.00 Hours of Ethics (Hours Vary by State)

MCLE Credit Approved in TX, CA, OK and PA; Expected in KS

TX Accounting CPE Credit Available

www.utcle.org ■ 512.475.6700

43RD ANNUAL
CORPORATE COUNSEL INSTITUTE

April 28–30, 2021 ■ Live Webcast

Earn up to 12.50 Hours of Credit Including 4.00 Hours of Ethics (Hours Vary by State)

MCLE Credit Approved in TX, CA, OK and PA; Expected in KS

TX Accounting CPE Credit Available

Times listed are Central Time

WEDNESDAY MORNING, APR. 28, 2021

Presiding Officer:

**T. Jason Smith, Elevate Services,
Houston, TX**

8:20 a.m. Welcoming Remarks

8:30 a.m. .50 hr

Employment Law Updates and Hot Topics

Get the latest updates in labor and employment law, including developments under the current administration.

Carolyn Ann Russell, Ogletree, Deakins, Nash,
Smoak & Stewart, P.C., Houston, TX

9:00 a.m. 10-Minute Break

9:10 a.m. .50 hr

**Privacy Law Updates: Texas, USA, and
Abroad**

Privacy law continues to evolve in the US and abroad at a fast pace with many significant updates in the past year, including Schrems II, CPRA, and the report from the Texas Privacy Protection Advisory Council. Businesses will have to consider these updates when collecting and using consumer data in 2021. Gain insight on recent updates to several seminal privacy regulations and discuss where federal and state privacy law might be headed in 2021 and beyond.

Craig C. Carpenter, Thompson & Knight LLP,
Dallas, TX

9:40 a.m. 10-Minute Break

9:50 a.m. 1.00 hr

Contract Tips, Tricks and Traps

Gain insight into tips, tricks and traps for the unwary in drafting key contract provisions, including strategy for negotiating these provisions. Discuss key contract provisions from the perspective of both an in-house lawyer and a litigator to help provide a balanced perspective on what is critical to have and when you can give a little during your negotiations.

Natalie L. Arbaugh, Winston & Strawn LLP, Dallas, TX
Tim Biggio, Dell Technologies, Richardson, TX

10:50 a.m. 10-Minute Break

11:00 a.m. .75 hr

What Do You Do When the Feds Show Up?

Hear basic advice for in-house counsel and corporate executives faced with federal raids, searches, investigation and arrest of employees, subpoenas to produce evidence or testify, and appearances in court.

Moderators:

Kip Mendrygal, Locke Lord LLP, Dallas, TX
Dena DeNooyer Stroh, North Texas Tollway Authority,
Plano, TX

Panelists:

Jessica B. Magee, Thompson & Knight LLP,
Dallas, TX
Grant Scheiner, Scheiner Law Group, P.C.,
Houston, TX

11:45 a.m. 10-Minute Break

11:55 a.m. .75 hr | .25 hr ethics

**Handling and Responding to an Investigation
(When Your Employees Are Remote)**

As a result of the COVID-19 pandemic, many companies have transitioned important business functions from in-person to fully remote. Discuss key practical issues for companies to consider when carrying out investigations in the remote working environment.

Moderator:

Jeff Barnes, Rice University, Office of the General
Counsel, Houston, TX

Panelists:

Alex Bourelly, Baker Botts, Washington, DC
Mark J. Oberti, Oberti Sullivan LLP, Houston, TX

12:40 p.m. Adjourn

Be sure to join again this evening in Zoom for a special networking event and presentation for all attendees – 5:00 p.m. to 6:00 p.m. Central Time.

Bring your favorite beverage or snack, spend time catching up with colleagues, and participate in an engaging discussion (and maybe win a prize!) from our presentation speakers.

WEDNESDAY EVENING

5:00 p.m. .75 hr | .50 hr ethics

**Networking and Presentation:
Lawyers as Leaders**

What does it take for a lawyer to be a successful leader and manager? Discuss critical aspects of leadership for lawyers, including how to lead, how to be viewed as a leader, and how to communicate as a leader to your team and to your clients, all while managing potential ethical pitfalls that may await.

Jane Mallor McBride, Optimus Legal Management &
Consulting, Plano, TX
Sterling L. Miller, Hilgers Graben PLLC, Dallas, TX

6:00 p.m. Adjourn

THURSDAY MORNING, APR. 29, 2021

Presiding Officer:

**Marc J. Krasney, PS Lightwave, Inc.,
Houston, TX**

8:30 a.m. .75 hr

**Crisis Communications: Preparing for the
Inevitable**

Discuss crisis communication - both external and internal. A crisis is always waiting, and the legal department always needs to be involved in the response. Learn practical tips and tools for handling a crisis situation.

Moderator:

Richard W. Rew II, Luminex Corporation, Austin, TX

Panelists:

Bradley L. Adams, Southwest Transplant Alliance,
Inc., Dallas, TX

Paul Nathanson, The Policy Resolution Group at
Bracewell LLP, Washington, DC

9:15 a.m. 10-Minute Break

9:25 a.m. 1.00 hr ethics

Mythbusters and Dynamic Duos: Corporate Counsel Pro Bono Edition

Access to Justice is becoming even more important in a world where in-person meetings have been replaced by virtual interactions—both creating a new digital divide while also providing more opportunities for pro bono activities. Many in-house attorneys believe villainous barriers exist that thwart their otherwise heroic efforts to do pro bono work. Explore some of the most common myths and blast them head-on. Discuss engaging pro bono activities for in-house counsel, dynamic win-win approaches to partner with outside counsel or in-house legal departments at non-profit organizations, and gain a how-to guide to get started and emerge a hero.

Moderator:

T. Jason Smith, Elevate Services, Houston, TX

Panelists:

Stephen E. Stein, Thompson & Knight LLP, Dallas, TX

Mary Brennan Stich, Rackspace Technology, Windcrest, TX

Scott A. Young, Toyota Motor North America, Inc., Plano, TX

10:25 a.m. 10-Minute Break

10:35 a.m. .75 hr

Substantive Legal Issues Being Created by the Use of AI

The dramatic rise in the use of artificial intelligence (AI) and robotics in the workplace will present employers and in-house counsel with a variety of new legal issues and challenges. Job duties and corporate structures will continue to change significantly as these technological changes advance further into the work setting. Explore many of the legal issues that will likely arise with the increased use of AI and robotics, such as the protection of intellectual property, the use of automated job elimination, redeployment, and candidate selection tools, privacy concerns, joint employer challenges, and other similar topics.

Gary D. Eisenstat, Ogletree, Deakins, Nash, Smoak & Stewart, P.C., Dallas, TX
Adam Tullman, PACCAR Inc, Bellevue, WA

11:20 a.m. 10-Minute Break

**M
C
L
E**

This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 12.50 hours, of which 4.00 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).

11:30 a.m. .75 hr | .25 hr ethics

To Pay, or Not to Pay: How to Respond to (or Prepare for) a Ransomware Attack

Ransomware cyber-attacks have become an absolute scourge on American enterprise. Extortion demands have skyrocketed. Company data is now not only encrypted through these attacks, but also often stolen for additional attacker leverage. In this important session, attendees will learn about current ransomware threats and trends, as well as what companies can do to prepare for and respond to such attacks, including insights on paying (or not paying) a ransom.

John E. Ansbach, Stroz Friedberg an Aon Company, Dallas, TX

12:15 p.m. 10-Minute Break

12:25 p.m. .50 hr

When the #&! Hits the Fan: Using Executive Risk Insurance to Clean Up the Mess Before it Gets Worse

When a single tweet sends a stock tumbling downward or a comment in a meeting shrinks a customer list to zero, effective crisis management can often be the best path to start mitigating damage and defend against future litigation. When a noisy shareholder can prompt a Seeking Alpha Report or a Plaintiff's firm uses a Books & Records request for free discovery, you need to start defending the case long before it's filed. Explore how in-house counsel can utilize insurance to mitigate and manage challenges before the litigation arises. Address often overlooked coverages found in management liability programs such as Crisis Management, Activist Shareholder and Books & Records coverage in a D&O policy; Training and Policy & Procedure support in an Employment Practices Liability Policy; and Reputational Harm coverage in a Cyber Policy.

Kara Altenbaumer-Price, McGriff, Siebels & Williams, Inc., Addison, TX

12:55 p.m. Adjourn

Be sure to join again this evening in Zoom for a special networking event and presentation for all attendees – 5:00 p.m. to 6:00 p.m. Central Time.

Bring your favorite beverage or snack, spend time catching up with colleagues, and participate in an engaging discussion from our presentation speakers.

THURSDAY EVENING

5:00 p.m. .75 hr ethics

Networking and Presentation:

"Rumble in the Virtual Jungle": Negotiating Engagement Letters and Fee Agreements with Outside Counsel

We're all on the same side here, right?! Nope. Not until they are retained. Participate in an energetic discussion on the best practices, pitfalls, and possible ethical landmines in negotiating engagement letters to retain outside counsel. What are the law firm and client must-haves and how do you set yourself and your company up for success?

Moderator:

Clay B. Scheitzach, DriveTime, Tempe, AZ

Panelists:

Steven G. Schortgen, Sheppard Mullin Richter & Hampton LLP, Dallas, TX

6:00 p.m. Adjourn

FRIDAY MORNING, APR. 30, 2021

Presiding Officer:

Emma Cano, Jefferson Cano, San Antonio, TX

8:30 a.m. .50 hr | .25 hr ethics

Deposition Preparation When Your Peers or Your Boss are the Witness

"Yes. No. I don't know. I don't recall." Learn the top strategies for preparing your internal client, including other lawyers, for deposition, including issues relating to privilege, the latest requirements for corporate representatives, and handling depositions remotely.

Annapoorni R. Sankaran, Holland & Knight LLP, Houston, TX

9:00 a.m. 10-Minute Break

9:10 a.m. .75 hr

Refresh Your Dispute Resolution Roadmap

How to get from here to there in alternative dispute resolution, including drafting ADR provisions, structuring arbitration, preparing for mediation, refining negotiation skills, and utilizing technology.

Sylvia A. Mayer, S. Mayer Law PLLC, Houston, TX
Noah Webster, Zix, Dallas, TX

9:55 a.m. 10-Minute Break

10:05 a.m. .75 hr

Practical Tips for Protecting Trade Secrets in Texas

Learn techniques to use before and during litigation to protect trade secrets critical to an organization's success; and explore the contours of federal and state laws to use as tools to protect your trade secrets and digital assets.

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

10:50 a.m. 10-Minute Break

11:00 a.m. .75 hr

Fraud Is Now Legal in Texas (for Some People)

Three Texas intermediate appellate courts have held that corporate actors—directors, officers, managers, shareholders, and probably common employees and agents—are immune from personal liability for the fraud and misrepresentation these actors commit as long as the deceit relates to or arises from a contractual obligation of the corporation. Two and maybe three Texas appellate courts have rejected this immunity, and federal courts have also split. Courts adopting immunity claim the authority of a statute, but this immunity cannot be justified by the statute's language or history, and adopting it creates (probably unnoticed) results that confirm the legislature never intended it.

Val Ricks, South Texas College of Law Houston, Houston, TX

11:45 a.m. 10-Minute Break

11:55 a.m. 1.00 hr ethics

In-House Counsel: Conflicts and Complexities

On a daily basis, in-house counsel must navigate conflicts of interest and attorney client privilege issues that outside counsel do not often face. This interactive discussion addresses common scenarios and suggests paths to safe navigation.

Sean Gorman, Bracewell LLP, Houston, TX
Kristi H. McCarthy, Chevron North America Exploration and Production Company, Houston, TX

12:55 p.m. Adjourn

Are you a 1st or 2nd year attorney? Attend most UT Law CLE conferences for just \$150!

Call 512.475.6700 to register.

INSTITUTE FACULTY AND PLANNING COMMITTEE

EMMA CANO*—CO-CHAIR

Jefferson Cano
San Antonio, TX

T. JASON SMITH*—CO-CHAIR

Elevate Services
Houston, TX

JOANNA JEFFERSON*—

DIRECTOR
The University of Texas School of Law
Austin, TX

BRADLEY L. ADAMS

Southwest Transplant Alliance, Inc.
Dallas, TX

KARA ALTENBAUMER-PRICE

McGriff, Siebels & Williams, Inc.
Addison, TX

JOHN E. ANSBACH

Stroz Friedberg an Aon Company
Dallas, TX

NATALIE L. ARBAUGH

Winston & Strawn LLP
Dallas, TX

JEFF BARNES*

Rice University, Office of the General Counsel
Houston, TX

TIM BIGGIO

Dell Technologies
Richardson, TX

JASON BOULETTE

Boulette Golden & Marin L.L.P.
Austin, TX

ALEX BOURELLY

Baker Botts
Washington, DC

SYLVIA ANN CARDONA*

Jefferson Cano
San Antonio, TX

CRAIG C. CARPENTER

Thompson & Knight LLP
Dallas, TX

ALISTAIR B. DAWSON*

Beck Redden LLP
Houston, TX

GARY D. EISENSTAT*

Ogletree, Deakins, Nash, Smoak & Stewart, P.C.
Dallas, TX

SEAN GORMAN*

Bracewell LLP
Houston, TX

L. BRAD HANCOCK*

Holland & Knight LLP
Houston, TX

MARC J. KRASNEY*

PS Lightwave, Inc.
Houston, TX

JESSICA B. MAGEE

Thompson & Knight LLP
Dallas, TX

MICHAEL D. MARIN*

Boulette Golden & Marin L.L.P.
Austin, TX

SYLVIA A. MAYER

S. Mayer Law PLLC
Houston, TX

JANE MALLOR MCBRIDE*

Optimus Legal Management & Consulting
Plano, TX

KRISTI H. MCCARTHY

Chevron North America Exploration and Production Company
Houston, TX

KIP MENDRYGAL

Locke Lord LLP
Dallas, TX

STERLING L. MILLER

Hilgers Graben PLLC
Dallas, TX

PAUL NATHANSON

The Policy Resolution Group at Bracewell LLP
Washington, DC

MARK J. OBERTI

Oberti Sullivan LLP
Houston, TX

RICHARD W. REW II*

Luminex Corporation
Austin, TX

ALMA REYES*

Attorney at Law
Houston, TX

VAL RICKS

South Texas College of Law Houston
Houston, TX

CAROLYN ANN RUSSELL

Ogletree, Deakins, Nash, Smoak & Stewart, P.C.
Houston, TX

ANNAPOORNI R. SANKARAN

Holland & Knight LLP
Houston, TX

GRANT SCHEINER

Scheiner Law Group, P.C.
Houston, TX

CLAY B. SCHEITZACH*

DriveTime
Tempe, AZ

STEVEN G. SCHORTGEN

Sheppard Mullin Richter & Hampton LLP
Dallas, TX

STEPHEN E. STEIN*

Thompson & Knight LLP
Dallas, TX

MARY BRENNAN STICH

Rackspace Technology
Windcrest, TX

DENA DENOYER STROH*

North Texas Tollway Authority
Plano, TX

MICHELE B. THOMPSON*

Law Office of Michele B. Thompson
Austin, TX

PAUL R. TOBIAS*

Vinson & Elkins LLP
Austin, TX

ADAM TULLMAN

PACCAR Inc
Bellevue, WA

JEFFREY J. WALKER*

Masergy Communications, Inc.
Plano, TX

NOAH WEBSTER

Zix
Dallas, TX

SCOTT A. YOUNG

Toyota Motor North America, Inc.
Plano, TX

*Planning Committee member

HOW TO REGISTER

Online:

www.utcle.org/conferences/CC21/signup

Mail:

The University of Texas
School of Law
ATTN: CLE
PO Box 7759
Austin, TX 78713-7759

Fax:

512.475.6876

Questions? 512.475.6700

REGISTRATION BENEFITS

Comprehensive Course Materials: Access course materials in "Your Briefcase" approximately 48 hours before the live webcast, and enjoy unlimited access to the final, complete course materials – downloadable PDFs of papers and slides.

Accredited eConference: Complimentary access to the eConference – with papers, slides, and video – accredited for one year in both TX and CA are available in "Your Briefcase" 4–6 weeks after the live webcast.

TX MCLE Credit Reporting: UT Law CLE can report credit on your behalf directly to the State Bar of Texas. Track the Texas MCLE credit reported on your behalf at "Your Account" after you've logged in at www.utcle.org.

TROUBLE LOGGING IN?

A UT Law CLE account is created for conference attendees and product customers with information provided on the order form. An email address will serve as the User Name.

Forget Your Password or Need it Reset? Just select "Forgot Password" under "Sign In or Join" at www.utcle.org.

Still Need Assistance? Contact customer service at 512.475.6700 or service@utcle.org during business hours.

REGISTRATION FORM

PLEASE PRINT CLEARLY

CC21

Bar Card # _____ TX Other State: _____ N/A

Name [Mr. / Ms.] _____

Firm _____

Address _____

City _____ State _____ Zip _____

Telephone _____ Fax _____

Registrant's Email (required) _____

Assistant's Email (optional) _____

Invoices, confirmations, and receipts are emailed to these addresses.

LIVE WEBCAST REGISTRATION

Includes Electronic Course Binder Download (PDF) in "Your Briefcase." Special group registration rates available. Call 512.475.6700.

Individual Registration \$425

(Add-On) Printed and Shipped Course Binder – Available for order through Friday, April 30, 2021
Please note that the printed binder will arrive 2–3 weeks after the scheduled webcast. Delivery to P.O. boxes is not permitted.

Printed and Shipped Course Binder \$59.54 (\$55*)

TOTAL EVENT REGISTRATION \$ _____

FIRST AND SECOND YEAR ATTORNEYS MAY ATTEND FOR JUST \$150! CALL 512.475.6700 TO REGISTER.

POST-CONFERENCE PRODUCTS

eConference – For Texas and California MCLE Credit

Includes Electronic Course Binder Download (PDF) and program video/audio. Available 4–6 weeks after live event. Hours may vary depending on actual event runtime.

Individual eConference \$425

Post-Course Binder – For Research and Self-Study

Comprehensive binder with papers and slides, available for delivery 4–6 weeks after live event.

Electronic Post-Course Download (PDF) \$265.21 (\$245*)

Printed Post-Course Binder \$319.34 (\$295*)

Annual eLibrary Subscription – For Research and Self-Study

Extensive resources including audio, video, papers, and slides from UT Law CLE programs.

eLibrary 12-Month Subscription \$319.34 (\$295*)

TOTAL POST-CONFERENCE PRODUCTS \$ _____

METHOD OF PAYMENT

Check (make check payable to The University of Texas at Austin)

VISA MasterCard American Express P.O. (include a copy of the purchase order upon submission)

Card / P.O. # _____ CW # _____ Exp. Date _____ / _____
(mm/yy)

Authorized Signature _____

** Tax-exempt rate for, e.g., government employees and nonprofits. Include a Texas Sales and Use Tax Exemption Certificate with order.*

Visit

www.utcle.org

Email

service@utcle.org

Call

512.475.6700 Facebook**UT Law CLE** LinkedIn**UT-Law-CLE** Twitter**@UTLawCLE****LIVE WEBCAST**

April 28–30, 2021

KEY DATES**April 23, 2021***Last day for full refund cancellation***April 26, 2021***Last day for partial refund cancellation*

\$50 processing fee applied

April 28, 2021, 8:20 a.m., CT*Webcast begins***April 30, 2021***Last day to order printed and shipped binder
at conference pricing*

UT Law CLE is committed to helping attorneys meet their annual Texas MCLE requirements. Following the event, live webcast customers will receive a free, on-demand eSupplement that will bring their total available hours to 15.00, including 3.00 hours of ethics.

ACTION THROUGH EDUCATION**Our efforts for real change against racism.**

Learn how we as lawyers can join the fight against racial injustice.

Visit **www.utcle.org** for more.**REASONS TO ATTEND**

The **43rd Annual Corporate Counsel Institute** is coming to you virtually this year! We've developed this year's program to make the most of your experience with us online. Spanning three consecutive mornings, the program continues to offer in-depth, practical discussions on legal issues and considerations that matter most to corporate counsel. The Institute is THE conference for in-house counsel and outside counsel who represent companies of all sizes, and provides opportunities for dialogue and networking among speakers and attendees—making this an online event you don't want to miss!

THANK YOU TO OUR SPONSOR**WEBCAST UNDERWRITER
BRACEWELL****UT Law CLE is committed to
Practice Excellence.**

We are here to support our community while we navigate the coronavirus pandemic together. Information and updates regarding our in-person conferences and live webcasts will be posted at **www.utcle.org**.

In addition, we continue to offer multiple educational opportunities online—both live and on-demand—by bringing practitioners together virtually. We are fortunate to serve so many of you who strive for excellence in the practice of law.

