

3RD ANNUAL
**GOVERNMENT ENFORCEMENT
INSTITUTE**

The Premier In-House Counsel Forum for Protecting
Companies and Executives in Government Investigations



September 29–30, 2016 ■ Hotel Derek ■ Houston, Texas

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GOVERNMENT ENFORCEMENT INSTITUTE

CO-CHAIRS: Steve Korotash, Morgan, Lewis & Bockius LLP | Barrett Howell, K&L Gates LLP

September 29–30, 2016 ■ Hotel Derek ■ Houston, Texas

Earn up to 10.75 Hours of Credit Including 2.00 Hours of Ethics Credit

THURSDAY MORNING, SEP. 29, 2016

Presiding Officer:

Steve Korotash, Partner, Morgan, Lewis & Bockius LLP, Dallas, TX

8:00 a.m. Registration Opens

Includes continental breakfast.

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8:50 a.m. Welcoming Remarks

9:00 a.m. .50 hr

Opening Keynote

Kara Novaco Brockmeyer, Chief, FCPA Unit, U.S. Securities and Exchange Commission, Washington, DC

9:30 a.m. 1.00 hr | .25 hr ethics

In-House Counsel's Effective Management of Investigations

Hear key considerations for conducting and managing internal investigations and collaborating with external counsel in responding to government inquiries, including achieving cost effectiveness and significant ethical considerations.

Moderator:

Lynn A. Neils, Partner, Baker Botts LLP, New York, NY

Panelist:

Casey P. Kaplan, Assistant General Counsel - Litigation and Investigations, NIKE, Inc., Portland, OR
Panelist TBD

10:30 a.m. Break

10:45 a.m. .75 hr

SEC Priorities:

The Year Past, The Year Ahead

A survey of recent SEC enforcement priorities and insights into the perils that may lie ahead.

Moderator:

Thomas J. Krysa, Shareholder, Brownstein Hyatt Farber Schreck, LLP, Denver, CO

Panelists:

Kit Addleman, Partner, Haynes and Boone, LLP, Dallas, TX
Scott W. Friestad, Associate Director, Division of Enforcement, U.S. Securities and Exchange Commission, Washington, DC
Shamoi T. Shipchandler, Regional Director, U.S. Securities and Exchange Commission, Fort Worth, TX

11:30 a.m. 1.00 hr | .50 hr ethics

The Audit Committee and Government Enforcement: Where the Buck Stops

An examination of the increasing role that the audit committee plays in overseeing internal and external investigations; the government's perception of that role; what audit committees expect from the company's counsel, external counsel and auditors; and best practices for navigating the many constituencies involved—auditors, regulators, investors and management.

Moderator:

Jason S. Flemmons, Senior Managing Director, Ankura Consulting Group, Washington, DC

Panelists:

Barbara Duganier, Corporate Director, Buckeye Partners, L.P. and MRC Global, Houston, TX
David R. Woodcock, Partner, Jones Day, Dallas, TX

THURSDAY AFTERNOON

Presiding Officer:

Steve Korotash, Partner, Morgan, Lewis & Bockius LLP, Dallas, TX

NETWORKING LUNCHEON

12:30 p.m.

Interact and network with faculty and fellow colleagues. Buffet lunch included in registration.

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1:15 p.m. 1.00 hr

That's a Crime?

Are we criminalizing ordinary business conduct in this country ... or are businesses getting away with "murder"? This panel debates the pitfalls or the myths of "over-criminalization"—especially criminalizing conduct without requiring a corrupt *mens rea*.

Moderator:

David Gerger, Partner, Quinn Emmanuel Urquhart & Sullivan LLP, Houston, TX

Panelists:

Quincy Ollison, Assistant U.S. Attorney, U.S. Attorney's Office, Southern District of Texas, Houston, TX
John D. Cline, Law Office of John D. Cline, San Francisco, CA
Robert L. Levy, Counsel, Exxon Mobil Corporation, Houston, TX

2:15 p.m. 1.00 hr

Cybersecurity for Business Infrastructure

With the high level of attention on consumer-side data breaches, who is watching the infrastructure? Utilities, pipeline, and the "internet of things" remain vulnerable to cyber-attacks. Learn how you can protect your company's infrastructure and the likely regulatory repercussions in the event of an attack.

Moderator:

Mark L. Krotoski, Partner, Morgan, Lewis & Bockius LLP, Palo Alto, CA

Panelists:

Todd A. MacGregor, Lead, Threat Intelligence, Chevron Information Technology Corporation, Houston, TX
Annessa McKenzie, Director, Enterprise Information Security and Cyber Risk, Calpine Corporation, Houston, TX
Panelist TBD

3:15 p.m. Break

3:30 p.m. .75 hr

Punishing Corporations Isn't Enough: The Government's Push to Prosecute Individuals

A look at the implications of the Yates Memo and the reinvigorated efforts of government agencies focusing their enforcement efforts on prosecuting individuals in corporate fraud cases.

Moderator:

Jim Letten, Senior Counsel, Butler Snow LLP, New Orleans, LA

Panelists:

Jeffrey J. Ansley, Partner, Bell Nunnally & Martin LLP, Dallas, TX
Charles E. Duross, Partner, Morrison & Foerster LLP, Washington, DC
Paul E. Pelletier, Partner, Pepper Hamilton LLP, Washington, DC

4:15 p.m. 1.00 hr | .25 hr ethics

Whistleblowers: The Challenges for In-House Counsel

An exploration of the myriad challenges posed for companies by whistleblowers, as well as viable strategies for successfully negotiating the difficult obstacles presented.

Moderator:

Kevin Edmundson, Edmundson PLLC, Spicewood, TX

Panelists:

Chip Jones, Shareholder, Littler Mendelson P.C., Dallas, TX
David L. Peavler, Associate Regional Director, U.S. Securities and Exchange Commission, Fort Worth, TX
Jordan A. Thomas, Chair, Whistleblower Representation Practice, Labaton Sucharow LLP, New York, NY

5:15 p.m. Adjourn to Reception

NETWORKING RECEPTION

5:15 – 6:15 p.m.

Join Institute faculty and attendees for drinks and hors d'oeuvres.

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FRIDAY MORNING, SEP. 30, 2016

Presiding Officer:

Barrett R. Howell, Partner,
K&L Gates LLP, Dallas, TX

8:00 a.m. Conference Room Opens

Includes continental breakfast.

8:30 a.m. .75 hr

Surviving Internal Investigations and Prosecution: A General Counsel's Personal Experience

Peter Henning and Kent Roberts, the former General Counsel of a major technology firm, will discuss the dynamics of an internal investigation and the risks that lawyers and compliance officers can face in responding to a government inquiry, including Roberts' experience being indicted and then sued by the SEC during the options backdating scandal.

Peter J. Henning, Professor of Law, Wayne State University Law School, Detroit, MI
Kent Hart Roberts, Attorney at Law, Dallas, TX

9:15 a.m. 1.00 hr

Protecting Intellectual Property: Will Criminal Authorities Help?

A review of the relevant law and the workings of intellectual property investigations and prosecutions, as well as key steps that companies can take to increase the likelihood that criminal authorities will take action.

Moderator:

Alan M. Buie, Assistant U.S. Attorney, United States Attorney's Office, Western District of Texas, Austin Division, Austin, TX

Panelists:

Paul Yanowitch, Assistant U.S. Attorney, United States Attorney's Office, Northern District of Texas, Dallas Division, Dallas, TX
Bruce P. Keller, Assistant U.S. Attorney, United States Attorney's Office, Newark, NJ

10:15 a.m. Break

10:30 a.m. 1.00 hr

When Bad Things Happen to Good Companies: Managing Catastrophic Environmental Risks

This panel discusses essential preparations for an environmental crisis and offers insights into post crisis issues like communications, multi post-incident investigations, emergency legislation and regulatory action, and the adverse attention that a crisis brings, all while keeping a company afloat.

Moderator:

James J. Dragna, Partner, Morgan Lewis & Bockius LLP, Los Angeles, CA

Panelists:

Steven Cook, Lead Counsel Global HSE, LyondellBasell, Houston, TX
Suzanne Beaudette Murray, Partner, Haynes and Boone, LLP, Dallas, TX
James O' Rourke Payne Jr., Regional Counsel, Environmental Protection Agency Region 6, Dallas, TX

11:30 a.m. 1.00 hr ethics

Corporate Families, Board Committees and the Ethical Issues They Present

Government investigations and shareholder claims and complaints can place huge stresses on the modern corporation, often forcing it to investigate itself and causing internal personal and professional conflicts in its senior management and board. These pressures create difficult ethical problems for corporate lawyers who advise companies, boards and board committees. Using a hypothetical scenario, this panel provides practitioners with guidance for some of these problems.

Randall M. Ebner, Assistant General Counsel- Compliance and Corporate, Exxon Mobil Corporation, Irving, TX

Rebecca A. Gregory, Adjunct Faculty, SMU Dedman School of Law, Dallas, TX

John K. Villa, Partner, Williams & Connolly LLP, Washington, DC

12:30 p.m. Adjourn

REASONS TO ATTEND THE GOVERNMENT ENFORCEMENT INSTITUTE

- **Kara Novaco Brockmeyer**, Chief of the SEC's FCPA Unit, opens with this year's Keynote Presentation
- *In-House Counsel's Effective Management of Investigations*, moderated by **Lynn A. Neils**, Partner with Baker Botts and former AUSA for the Southern District of NY and the District of NJ, provides key considerations for conducting and managing internal investigations and collaborating with external counsel
- *SEC Priorities: The Year Past, The Year Ahead* featuring **Scott Friestad**, Associate Director of the SEC's Division of Enforcement, and **Shamoi T. Shipchandler**, Director of the SEC's Fort Worth Regional Office
- *Surviving Internal Investigation and Prosecution* with former GC of a major technology firm, **Kent Roberts**, discusses the dynamics of an internal investigation including Roberts' own experience being indicted by the SEC during the options backdating scandal
- *Punishing Corporations Isn't Enough: The Government's Push to Prosecute Individuals*, moderated by **Jim Letten**, Senior Counsel with Butler Snow LLP, and former U.S. Attorney, looks at the implications of the Yates Memo and increased efforts to prosecute individuals in corporate fraud cases
- *Cybersecurity for Business Infrastructure* with information security and cyber risk leads from **Chevron** and **Calpine Corporation**
- *Whistleblowers: The Challenges for In-House Counsel* provides key strategies and considerations for successfully navigating the challenges posed to companies by whistleblowers.
- Plus invaluable networking opportunities to interact with speakers and attendees, including the Thursday Networking Luncheon and Evening Reception

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512.475.6876

Questions? 512.475.6700

*Dietary requirements or Accessibility needs?
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GOVERNMENT ENFORCEMENT INSTITUTE ACCREDITATION

CALIFORNIA—10.75 hrs | 2.00 hrs ethics

The University of Texas School of Law is a State Bar of California approved MCLE provider (#1944).

LOUISIANA—10.75 credits | 2.00 credits ethics (Expected)

This course is expected for 10.75 credits, including 2.00 Ethics credits by the Committee on Mandatory Continuing Legal Education of the Supreme Court of Louisiana

NEW JERSEY—12.00 hrs | 2.00 hrs ethics

As The University of Texas School of Law is a State Bar of Texas approved MCLE provider (Sponsor #13), our courses are presumptively approved for MCLE credit based on a 50-minute credit hour, and in accordance with the Regulations of the Supreme Court of New Jersey Board on Continuing Legal Education.

NEW YORK—12.00 hrs | 2.00 hrs ethics

As The University of Texas School of Law is a State Bar of California approved MCLE provider (#1944), our courses are presumptively approved for MCLE credit based on a 50-minute credit hour, and in accordance with the Program Rules and the Regulations and Guidelines of the New York State Bar Association.

OHIO—8.75 hrs | 2.00 hrs ethics (Expected)

This course is expected by the Supreme Court of Ohio Commission on Continuing Legal Education for 8.75 total CLE hours, with 2.00 hours of ethics instruction.

OKLAHOMA—13.00 hrs | 2.50 hrs ethics

This course has been approved for Minimum Continuing Legal Education credit by the Oklahoma Bar Association in the amount of 13.00 hours, of which 2.50 hours will apply to legal ethics credit.

TEXAS—10.75 hrs | 2.00 hrs ethics

This course has been approved for Minimum Continuing Legal Education credit by the State Bar of Texas Committee on MCLE in the amount of 10.75 hours, of which 2.00 credit hours will apply to legal ethics/professional responsibility credit.

TX Legal Specialization credit approved for Administrative Law, Civil Appellate Law, Civil Trial Law, Criminal Appellate Law, and Criminal Law.

OTHER STATES

Many jurisdictions accept conferences offered by The University of Texas School of Law, and approved by the State Bar of Texas, for CLE credit. Please check with your jurisdiction's regulatory authority. A Certificate of Attendance and credit reporting documentation will be provided at the conference.

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Invoices, confirmations and receipts are emailed to these addresses.

REGISTRATION—Includes Course Materials, Thursday Networking Luncheon and Thursday Evening Reception

Special group registration rates available. Call 512.475.6700.

1. Select Registration Type

- Individual registration by Wednesday, September 21 \$575
- Individual registration after Wednesday, September 21 \$625
- In-House Counsel registration by Wednesday, September 21 \$375
- In-House Counsel registration after Wednesday, September 21 \$425
- Government Attorney registration by Wednesday, September 21 \$375
- Government Attorney registration after Wednesday, September 21 \$425

2. Select Course Materials Format

- Electronic Course Binder Download (PDF) ONLY
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HOUSTON

September 29–30, 2016

CONFERENCE LOCATION



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2525 West Loop South
Houston, TX 77027
713.961.3000

Special Room Rate: \$179

good through August 30, 2016
(subject to availability)
866.292.4100

Parking:

\$10 daily self-parking
\$14 overnight self-parking

KEY DATES

September 21, 2016

last day for early registration
add \$50 for registrations
received after this time

September 23, 2016

last day for cancellation (full refund)

September 26, 2016

last day for cancellation (partial refund)
\$50 processing fee applied

September 29, 2016, 8:50 a.m.

Conference begins

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