UT LAW CLE Continuing Legal Education

3rd Annual Government Enforcement Institute
September 29-30, 2016 • Hotel Derek • Houston, TX

Thursday Morning, Sep. 29, 2016

Presiding Officer:
Steve Korotash, Partner, Morgan, Lewis & Bockius LLP - Dallas, TX

8:00 am	**Registration Opens** Includes continental breakfast. **Thank You to Our Breakfast Sponsor** Baker Botts
8:50 am	**Welcoming Remarks**
9:00 am 0.50 hr	**Opening Keynote** Shamoil T. Shipchandler, Regional Director, U.S. Securities and Exchange Commission - Fort Worth, TX
9:30 am 1.00 hr 0.50 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: Bridget Moore, Partner, Baker Botts - Washington, DC Panelists: Patrick Craine, Deputy General Counsel, Chief Risk and Compliance Officer, Chesapeake Energy Corporation - Oklahoma City, OK Ritu Gupta, Executive Director-Senior Legal Counsel Litigation, AT&T Services, Inc. - Bellaire, TX Casey P. Kaplan, Assistant General Counsel - Litigation and Investigations, NIKE, Inc. - Portland, OR James J. Neath, Associate General Counsel - Global Litigation & Environmental (Retired), BP - Houston, TX
10:30 am	**Break**
10:45 am 0.75 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 Shamoil T. Shipchandler, Regional Director, U.S. Securities and Exchange Commission - Fort Worth, TX
	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

11:30 am 1.00 hr 0.25 hr ethics	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 N. Scott Fletcher, Partner, Jones Day - Houston, TX David L. Peavler, Associate Regional Director, U.S. Securities and Exchange Commission - Fort Worth, TX

Thursday Afternoon, Sep. 29, 2016

Presiding Officer:
Steve Korotash, Partner, Morgan, Lewis & Bockius LLP - Dallas, TX

12:30 pm	**Networking Luncheon** Interact and network with faculty and fellow colleagues. Buffet lunch included in registration. **Thank You to Our Sponsor** FTI Consulting, Inc.
1:15 pm 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 pm 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 Allan Manuel, Deputy CIO for Enterprise Policy, Portfolio Management & Governance, U.S. Department of Energy - Washington, DC Annessa McKenzie, Director, Enterprise Information Security and Cyber Risk, Calpine Corporation - Houston, TX
3:15 pm	**Break**
3:30 pm 0.75 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 pm 1.00 hr 0.25 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 Jane Norberg, Acting Chief, Office of the Whistleblower, U.S. Securities and Exchange Commission - Washington, DC Jordan A. Thomas, Chair - Whistleblower Representation Practice, Labaton Sucharow LLP - New York, NY
5:15 pm	**Adjourn to Reception** Join us for drinks and hors d'oeuvres with program faculty and attendees. **Thank You to Our Sponsor** Butler Snow LLP

Friday Morning, Sep. 30, 2016

Presiding Officer:
Barrett R. Howell, Partner, K&L Gates LLP - Dallas, TX

8:00 am	**Conference Room Opens**
8:30 am 0.75 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 am 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: Bruce P. Keller, Assistant U.S. Attorney, United States Attorney's Office, District of New Jersey - Newark, NJ Brandon N. McCarthy, Partner, K&L Gates LLP - Dallas, TX Paul Yanowitch, Assistant U.S. Attorney, United States Attorney's Office, Northern District of Texas, Dallas Division - Dallas, TX
10:15 am	**Break**

10:30 am 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 am 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 pm	**Adjourn**