

# 43<sup>rd</sup> Annual Corporate Counsel Institute

## April 28-30, 2021 • Live Webcast

### Wednesday Morning, Apr. 28, 2021

**Presiding Officer:**

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

8:20 am	<b>Welcoming Remarks</b>
8:30 am 0.50 hr	<b>Employment Law Updates and Hot Topics</b>  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 am	<b>10-Minute Break</b>
9:10 am 0.50 hr	<b>Privacy Law Updates: Texas, USA, and Abroad</b>  Privacy law continues to evolve in the US and abroad at a fast pace with many significant updates in the past year, including <i>Schrems II</i> , 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 am	<b>10-Minute Break</b>
9:50 am 1.00 hr	<b>Contract Tips, Tricks and Traps</b>  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, Precisely - Richardson, TX
10:50 am	<b>10-Minute Break</b>

<p>11:00 am 0.75 hr</p>	<p><b>What Do You Do When the Feds Show Up?</b></p> <p>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.</p> <p>Moderators: Kip Mendrygal, Locke Lord LLP - Dallas, TX Dena DeNooyer Stroh, North Texas Tollway Authority - Plano, TX</p> <p>Panelists: Jessica B. Magee, Thompson &amp; Knight LLP - Dallas, TX Grant Scheiner, Scheiner Law Group, P.C. - Houston, TX</p>
<p>11:45 am</p>	<p><b>10-Minute Break</b></p>
<p>11:55 am 0.75 hr 0.25 hr ethics</p>	<p><b>Handling and Responding to an Investigation (When Your Employees Are Remote)</b></p> <p>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.</p> <p>Moderator: Jeff Barnes, Rice University, Office of the General Counsel - Houston, TX</p> <p>Panelists: Alex Bourelly, Baker Botts - Washington, DC Mark J. Oberti, Oberti Sullivan LLP - Houston, TX</p>
<p>12:40 pm</p>	<p><b>Adjourn</b></p>
	<p><b>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.</b></p> <p>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. We will send additional information and instruction on how to join via Zoom the week of the conference. <i>Please note you will need to have the latest version on Zoom, you can find instructions on updating your Zoom client by using <a href="#">this link</a>.</i></p>

## Wednesday Evening, Apr. 28, 2021

<p>5:00 pm 0.75 hr 0.50 hr ethics</p>	<p><b>Networking and Presentation: Lawyers as Leaders</b></p> <p>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.</p> <p>Jane Mallor McBride, Optimus Legal Management &amp; Consulting - Plano, TX Sterling L. Miller, Hilgers Graben PLLC - Dallas, TX</p>
<p>6:00 pm</p>	<p><b>Adjourn</b></p>

## Thursday Morning, Apr. 29, 2021

### Presiding Officer:

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

8:30 am 0.75 hr	<p><b>Crisis Communications: Preparing for the Inevitable</b></p> <p>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.</p> <p>Moderator: Richard W. Rew II, Luminex Corporation - Austin, TX</p> <p>Panelists: Bradley L. Adams, Southwest Transplant Alliance, Inc. - Dallas, TX Paul Nathanson, The Policy Resolution Group at Bracewell LLP - Washington, DC</p>
9:15 am	<p><b>10-Minute Break</b></p>
9:25 am 1.00 hr ethics	<p><b>Mythbusters and Dynamic Duos: Corporate Counsel Pro Bono Edition</b></p> <p>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.</p> <p>Stephen E. Stein, Thompson &amp; Knight LLP - Dallas, TX Mary Brennan Stich, Rackspace Technology - Windcrest, TX Scott A. Young, Toyota Motor North America, Inc. - Plano, TX</p> <p>Materials By: T. Jason Smith, Elevate Services - Houston, TX</p>
10:25 am	<p><b>10-Minute Break</b></p>
10:35 am 0.75 hr	<p><b>Substantive Legal Issues Being Created by the Use of AI</b></p> <p>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.</p> <p>Gary D. Eisenstat, Ogletree, Deakins, Nash, Smoak &amp; Stewart, P.C. - Dallas, TX Adam Tullman, PACCAR Inc - Bellevue, WA</p>
11:20 am	<p><b>10-Minute Break</b></p>

<p>11:30 am 0.75 hr 0.25 hr ethics</p>	<p><b>To Pay, or Not to Pay: How to Respond to (or Prepare for) a Ransomware Attack</b></p> <p>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.</p> <p>John E. Ansbach, Stroz Friedberg an Aon Company - Dallas, TX</p>
<p>12:15 pm</p>	<p><b>10-Minute Break</b></p>
<p>12:25 pm 0.50 hr</p>	<p><b>When the #&amp;*! Hits the Fan: Using Executive Risk Insurance to Clean Up the Mess Before it Gets Worse</b></p> <p>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 &amp; 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 &amp; Records coverage in a D&amp;O policy; Training and Policy &amp; Procedure support in an Employment Practices Liability Policy; and Reputational Harm coverage in a Cyber Policy.</p> <p>Kara Altenbaumer-Price, McGriff, Siebels &amp; Williams, Inc. - Addison, TX</p>
<p>12:55 pm</p>	<p><b>Adjourn</b></p>
	<p><b>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.</b></p> <p>Bring your favorite beverage or snack, spend time catching up with colleagues, and participate in an engaging discussion from our presentation speakers. We will send additional information and instruction on how to join via Zoom the week of the conference. <i>Please note you will need to have the latest version on Zoom, you can find instructions on updating your Zoom client by using <a href="#">this link</a>.</i></p>

## Thursday Evening, Apr. 29, 2021

<p>5:00 pm 0.75 hr ethics</p>	<p><b>Networking and Presentation:</b> <b>"Rumble in the Virtual Jungle": Negotiating Engagement Letters and Fee Agreements with Outside Counsel</b></p> <p>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?</p> <p>Moderator: Clay B. Scheitzach, DriveTime - Tempe, AZ</p> <p>Panelists: Dionne C. Rainey, Conduent Business Services, LLC - Dallas, TX Steven G. Schortgen, Sheppard Mullin Richter &amp; Hampton LLP - Dallas, TX</p>
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6:00 pm

**Adjourn**

## Friday Morning, Apr. 30, 2021

### Presiding Officer:

**Emma Cano**, Jefferson Cano - San Antonio, TX

8:30 am

0.50 hr

0.25 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 am

### **10-Minute Break**

9:10 am

0.75 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 am

### **10-Minute Break**

10:05 am

0.75 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

10:50 am

### **10-Minute Break**

11:00 am

0.75 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 am

### **10-Minute Break**

11:55 am  
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 pm

**Adjourn**