



NEW YORK STATE BAR ASSOCIATION CORPORATE COUNSEL SECTION

Critical Issues Fresh Ideas Best Practices

Fifth Corporate Counsel Institute

Topics to be Covered Include:

- Employment Hot Topics for Corporate Counsel including: NLRB update; I-9 Immigration employer obligations; wage and hour claims
- Alternative Fee Arrangements and the Future of the Billable Hour
- Ethics and Privilege Issues
- Social Media: Guidelines and best practices to reduce risk in using social media for marketing, promotion, and employment decisions, as well as social media issues in "traditional" contracts.
- FCPA: What are the red flags in-house counsel need to look for?
- Insurance and Risk Management: Learn how to determine whether your company is under-insured, over-insured or "mis-insured."
- Advertising and Brand Protection in the Digital Age – A multimedia presentation on what constitutes "advertising"; how to substantiate advertising claims; manage external communications; and deal with advertising challenges; as well as the most cost effective options for challenging competitors

.....and much, much more!

Your Registration Fee Includes Lunch and Refreshment Breaks.

Who Should Attend:

In-House and Outside Corporate Counsel

Friday, November 22, 2013

8:45 a.m.—5:15 p.m.

Concierge Conference Center

780 Third Avenue, New York, NY 10017

(Between East 48th & East 49th Streets)



INCLUDES

**1.0 Ethics and Professionalism
3.0 Professional Practice
1.0 Skills Credit
2.0 Credits in Professional
Practice /Law Practice
Management Credits**

This program is transitional and suited for all attorneys including those newly admitted.

Keynote Luncheon Speaker

**Attorney General of the State of
New York Eric T. Schneiderman**

Co-Sponsored by:

Practical Law

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Program Description

The Corporate Counsel Institute brings together a distinguished faculty to address a wide array of the issues important to in-house and corporate counsel. In seven content-packed plenary sessions, the Institute's faculty will cover vital topics, including key employment issues and developments, alternative fee

agreements, ethics and privilege issues, the Foreign Corrupt Practices Act, key regulatory issues, insurance policy issues, and important intellectual property, advertising and branding issues. You don't want to miss this opportunity to hear from key in-house counsel and outside practitioners.

Keynote Luncheon Speaker: Attorney General of the State of New York Eric T. Schneiderman

Agenda

8:30 – 9:10 a.m. Registration and Continental Breakfast

9:10 – 9:15 Welcome and Introductions

Institute Co-Chairs

Anne S. Atkinson Esq., Pryor Cashman, LLP
Steven G. Nachimson Esq., Assistant General Counsel,
Compass Group USA, Inc.

9:15 – 10:05

Employment Law

(1.0 CLE credit in Professional Practice)

Corporations are constantly challenged to improve employee relations while reducing any workplace turmoil, discrimination and employment litigation. This session will focus on current "hot issues" for corporate employers and consist of a panel of three experienced employment practitioners, including two management-side defense counsel and an in-house counsel of a Fortune 100 company, moderated by a nationally known management-side defense attorney. The panelists will share their experiences preventing and responding to current issues, including wage & hour claims, recent changes in I-9/immigration employer obligations and the National Labor Relations Board (NLRB) decisions impacting both union and non-union settings.

Panel Chair

Mercedes Colwin, Esq., Gordon Rees, LLP

Panelists

Wendy Butler, Esq., Jones Day
Gary Glaser, Esq., Seyfarth Shaw LLP
Vicki Walcott-Edim, Esq., Macy's, Inc.

10:10 – 11:00

Alternative Fee Agreements

(1.0 CLE credit in Skills)

The billable hour—ubiquitous but perhaps not loved—has defined the fee arrangements between outside counsel and corporate clients for decades. Is that changing, and how? This panel will discuss the future of the billable hour, what alternative fee arrangements are being used, particularly for litigation, and what are the pros and cons of such alternatives. The panel will also discuss the emerging market for litigation financing for commercial litigation and how such financing may facilitate alternative fee arrangements that better align the interests of counsel and their corporate clients.

Moderator

Steven R. Schoenfeld, Esq., Robinson & Cole LLP

Speakers

Sheila Brodbeck, Esq., Pfizer
Steven F. Molo, Esq., MoloLamken LLP
Aviva O. Will, Esq., Managing Director, Burford Capital

11:00 – 11:15

Morning Break

11:15 – 12:05

Ethics/Privilege Issues

(1.0 CLE credit in Ethics and Professionalism)

An interactive panel discussion and question and answer session with your input and participation on hot topics regarding the corporate counsel's ethical responsibilities and applicable privilege protections.

Panel Chair

Robert L. Haig, Esq., Kelley Drye & Warren LLP

Panelists

Ricardo A. Anzaldúa, Esq., Executive Vice President and General Counsel, MetLife, Inc.
Brandon Becker, Esq., Executive Vice President and Chief Legal Officer, TIAA-CREF
Sheila K. Davidson, Esq., Executive Vice President, Chief Legal, Officer and General Counsel, New York Life Insurance Company
Michael D. Fricklas, Esq., Executive Vice President, General Counsel and Secretary, Viacom Inc.
Sandra Leung, Esq., General Counsel and Corporate Secretary, Bristol-Myers Squibb Company
Thomas A. Russo, Esq., Executive Vice President and General Counsel, American International Group, Inc.
Bart R. Schwartz, Esq., Executive Vice President and Chief Legal Officer, Assurant, Inc.

12:05 – 1:35

LUNCH ON PREMISES INCLUDED

Keynote Luncheon Speaker:

Attorney General of the State of New York Eric T. Schneiderman

1:35 – 2:25

Social Media

(1.0 CLE credit in Professional Practice/Law Practice Management)

What are the legal risks inherent in social media? Is it safe to use your existing marketing materials in social media channels? What is this 'crowdsourcing' thing, and is it safe? If your company doesn't use social media, do you need to talk about it in your licenses and employment contracts? Can you use it to make decisions about hiring or firing employees? Social media can feel like the wild west—this panel will discuss how to safely navigate it as a marketing and employment tool.

Panel Chair: Fawn Horvath, Esq., Macy's Inc.

Panelists

William Heberer, Esq., Morritt Hock & Hamroff, LLP
Jesse Ma, Esq., Gawker Media
Brian G. Murphy, Esq., Frankfurt Kurnit Klein & Selz PC
Susan Rosenfeld, Esq., PVH Corp. (Phillips Van Heusen)

2:30 – 3:20

Foreign Corrupt Practices Act

(1.0 CLE credit in Professional Practice/Law Practice Management)

What are the red flags in-house counsel need to look for? What does an internal compliance program look like and how can it help? What does 2014 hold for FCPA enforcement actions? Where will the Government go next?

Panel Chair

James M. Black II, Esq., Overseas Military Sales Corp

Panelists

Jonathan Leiken, Esq., Jones Day
Todd Harrison, Esq., McDermott Will & Emery LLP
Patrick R. Gnazzo, Esq., Chief Compliance Officer, United Technologies (ret)

3:20 – 3:30 Afternoon Break

3:30 – 4:20

Insurance and Risk Management

(1.0 CLE credit in Professional Practice)

The quality of the property, casualty, and D&O insurance contracts intended to protect the company are of paramount importance. Learn how to determine whether your company is under-insured, over-insured or "mis-insured."

Panel Chair

Howard S. Shafer, Esq., Shafer Glazer LLP

Panelists

Joseph Bauer, Bauer Advising
G. Thomas Coughlin, CPCU, ARM, Willis North America

4:25 – 5:15

Advertising and Brand Protection in the Digital Age

(1.0 CLE credit in Professional Practice)

In the digital age, the scope of what is considered "advertising" has dramatically increased. Companies' websites, employees' tweets, and other social media posts all constitute "advertising" and must comply with the complex rules and regulations of advertising law. Furthermore, even companies that do not advertise online or through traditional media must still consider the extent to which advertising law governs all external communications given that press releases, sales calls, and presentations at trade events have all been held to be subject to the rules governing "advertising." It thus is more important than ever for corporate counsel to know the relevant rules of the road, including a basic understanding of what constitutes "advertising," how to substantiate advertising claims, how to manage the company's external communications to avoid challenge, how to defend against (or creatively resolve) advertising challenges, and the most cost effective options for challenging competitors when they step over the line. This multimedia program will use actual examples from recent advertising cases to illustrate the key advertising law principles that are relevant across all businesses.

Speakers

David H. Bernstein, Esq., Debevoise & Plimpton LLP
Cynthia Hughes-Coons, Assistant General Counsel, Bayer HealthCare, LLC

Program Faculty

Institute Co-Chairs
Anne S. Atkinson, Esq.
Pryor Cashman, LLP
New York, New York

Steven G. Nachimson, Esq.
Assistant General Counsel, Compass Group USA, Inc.
Rye Brook, New York


Planning Committee
Anne S. Atkinson, Esq., Pryor Cashman, LLP, New York, New York * **Mark L. Belkin, Esq.** * **James Black**, Vice President and General Counsel, Overseas Military Sales Corp, Woodbury, New York * **Mitchell F. Borger**, Vice President, Assistant General Counsel, Macy's, Inc., New York, New York * **Naomi K. Hills, Esq.**, Queens, New York * **Fawn M. Horvath, Esq.**, Senior Counsel, Macy's Inc., New York, New York * **Steven G. Nachimson, Esq.**, Assistant General Counsel, Compass Group USA, Inc., Rye Brook, New York * **Steven R. Schoenfeld, Esq.**, Robinson & Cole LLP, New York, New York * **Howard S. Shafer, Esq.**, Shafer Glazer LLP, New York, New York * **Rachelle Stern, Esq.**, Senior Counsel, Macy's Inc., New York, New York

Speakers (Alphabetical)
Ricardo A. Anzaldua, Esq., Executive Vice President and General Counsel, MetLife, Inc., New York, New York * **Joseph W. Bauer**, Bauer Advising, Ann Arbor, MI * **Brandon Becker, Esq.**, Executive Vice President and Chief Legal Officer, TIAA-CREF, New York, New York * **David H. Bernstein, Esq.**, Debevoise & Plimpton LLP, New York, New York * **James M. Black II, Esq.**, Vice President, General Counsel & Chief Compliance Officer, Overseas Military Sales Corporation, Woodbury, NY * **Sheila Brodbeck, Esq.**, Pfizer, New York, New York * **Wendy C. Butler, Esq.**, Jones Day, New York, New York * **Mercedes Colwin, Esq.**, Gordon Rees LLP, New York, New York * **G. Thomas Coughlin, CPCU, ARM**, Willis North America, New York, New York * **Sheila K. Davidson, Esq.**, Executive Vice President, Chief Legal Officer and General Counsel, New York Life Insurance Company, New York, New York * **Michael D. Fricklas, Esq.**, Executive Vice President, General Counsel and Secretary, Viacom Inc., New York, New York * **Gary Glaser, Esq.**, Seyfarth Shaw LLP, New York, New York * **Patrick R. Gnazzo, Esq.**, Chief Compliance Officer, (ret) United Technologies * **Robert L. Haig, Esq.**, Kelley Drye & Warren LLP, 101 Park Avenue, New York, New York * **Todd R. Harrison**, McDermott Will & Emery LLP, New York, New York * **William Heberer, Esq.**, Moritt Hock & Hamroff LLP, Garden City, New Jersey * **Fawn M. Horvath, Esq.**, Senior Counsel, Macy's Inc., New York, New York * **Cynthia Hughes-Coons**, Assistant General Counsel, Bayer HealthCare LLC, Shawnee Mission, Kansas * **Jonathan Leiken, Esq.**, Jones Day, Washington, DC * **Sandra Leung, Esq.**, General Counsel and Corporate Secretary, Bristol-Myers Squibb Company, New York, New York * **Jesse Ma, Esq.**, Associate Counsel, Gawker Media, New York, New York * **Steven F. Molo, Esq.**, MoloLamken LLP, New York, New York * **Brian G. Murphy, Esq.**, Frankfurt Kurnit Klein & Selz PC, New York, New York * **Susan Rosenfeld, Esq.**, Associate General Counsel-Intellectual Properties, PVH Corp. (Phillips Van Heusen), New York, New York * **Thomas A. Russo, Esq.**, Executive Vice President and General Counsel, American International Group, Inc., New York, New York * **Steven R. Schoenfeld, Esq.**, Robinson & Cole LLP, New York, New York * **Bart R. Schwartz, Esq.**, Executive Vice President and Chief Legal Officer, Assurant, Inc., New York, New York * **Howard S. Shafer, Esq.**, Shafer Glazer LLP, New York, New York * **Vicki Walcott-Edim, Esq.**, Macy's, Inc., New York, New York * **Aviva O. Will, Esq.**, Managing Director, Burford Capital, New York, New York

Information and Policies

Important Information: Notice of cancellation must be received on or before Wednesday, November 20 to receive a refund for the registration fee. Please contact Patricia Johnson pjohnson@nysba.org or 518-487-5688 fax to cancel your registration.

Discounts and Scholarships: New York State Bar Association members and non-members may receive financial aid to attend this program. Under this policy, any member of our Association or non-member who has a genuine basis for his/her hardship, if approved, can receive a discount or scholarship, depending on the circumstances. To apply for a discount or scholarship, please send your request in writing to: Pat Johnson, New York State Bar Association, One Elk Street, Albany, New York 12207.

 **Accommodations for Persons with Disabilities:** NYSBA welcomes participation by individuals with disabilities. NYSBA is committed to complying with all applicable laws that prohibit discrimination against individuals on the basis of disability in the full and equal enjoyment of its goods, services, programs, activities, facilities, privileges, advantages, or accommodations. To request auxiliary aids or services or if you have any questions regarding accessibility, please contact Patricia Johnson at 518.487.5688 phone/fax or pjohnson@nysba.org.

REGISTRATION FORM

Name_____

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Business Phone (_____) _____

Email _____

PROGRAM FEES

NYSBA Corporate Counsel Section Members ☐ \$270 before Nov. 15 ☐ \$285 after Nov. 15

NYSBA Members*: ☐ \$300 before November 15 ☐ \$315 after Nov. 15

**Fee includes 2014 Membership in the NYSBA Corporate Counsel Section*

Non-NYSBA Members: ☐ \$400 before November 15 ☐ \$415 after Nov. 15

☐ Check or money order enclosed in the amount of \$ _____
(Please make checks payable to the New York State Bar Association.)


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New York State Bar Association
One Elk Street, Albany, NY 12207

 **Fax the order form to 518.463.5993**

Questions?? Call Pat Johnson 518.487.5688
or **Email:** pjohnson@nysba.org

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