

**President**  
**Tracey Rice**  
 Room One Operations Management, LLC  
 717.533.1550  
 trice@roomllc.com

**Vice President**  
**Mary Jane Forbes**  
 Assistant General Counsel Highmark Inc.  
 717.302.4209  
 maryjane.forbes@highmark.com

**Secretary and Membership Chair**  
**Lisa Katterman**  
 Penn National Insurance  
 717.255.6336  
 lkatterman@pnat.com

**Treasurer**  
**Kimberley Frank**  
 Pennsylvania State Employees Credit Union  
 717.777.2150  
 kfrank@psecu.com

**Vice President (Diversity)**  
**Franklin Miles**  
 Hershey Entertainment & Resorts Company  
 717.534.3392  
 FMiles@HersheyPA.com

**Vice President (Diversity)**  
**Barbara Sardella**  
 Kinsley Construction, Inc.  
 717.741.8415  
 bsardella@rkinsley.com

**Vice President (Networking/Social)**  
**Albert Peters**  
 Pennsylvania Turnpike Commission  
 717.920.7315  
 apeters@paturnpike.com

**Program Chair**  
**Jennifer Deitchman**  
 Attorney  
 717.303.0339  
 jdeitchman@comcast.net

**Immediate Past President**  
**Barbara McLemore**  
 Gannett Fleming, Inc.  
 717.763.7212 x2227  
 bmclemore@gfnet.com

**Board of Directors**  
**Lois Duquette**  
**Lauren Lacey**  
**Justin McCarthy**  
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**Forrest Troutman**  
**Karen Yarrish**

**Chapter Administrator**  
**Glenn White**  
 717.571.7691  
 gwhite@ImpactEventsGroup.com

## Early Renewal Rate Expires on December 15

Most of our members are scheduled to lapse on December 31. Renew your membership by December 15 to receive this year's rate of \$225 and to avoid interruption in benefits. If you don't renew by December 31, you will miss out on chapter program announcements and other chapter broadcast email messages as well as ACC Docket issues featuring articles on records retention, outsourcing, litigation management, and compliance. Access to the Virtual Library and InfoPAKs will also be cut off, restricting you from accessing the hundreds of sample forms, policies, articles, checklists, and helpful web references available in these publications. To ensure that you don't experience an interruption in services, simply renew your membership now at <http://www.acc.com/membership/renew.php>. Questions? Contact the membership department at 202.293.4103, ext. 360; [membership@acc.com](mailto:membership@acc.com).

## ACC's 2008 Annual Meeting: Calling All New, Innovative Ideas for CLE/CPD Programs

Have new and innovative ideas for a CLE/CPD program? Send them to ACC. We are currently accepting program ideas for the 2008 Annual Meeting ("In-house, Informed, Indispensable", October 19-22, Seattle, Washington). To get started, go to <http://am.acc.com>, click on the "Call for Programs" link on the left side of the page, and select the appropriate category (members and in-house counsel, or sponsors) to submit your idea. ACC members/In-house counsel submissions are due by January 11, 2008. Your ideas are what make ACC's Annual Meeting a valuable resource every year. Questions? Contact the education team at [education@acc.com](mailto:education@acc.com); 202.293.4103, ext. 315.



1025 Connecticut Avenue, NW  
 Suite 200  
 Washington, DC 20036-5425



## Tracey Poisal Rice President's Message

Dear chapter members—  
 February will mark the end of my second term

as president of the Central Pennsylvania Chapter of ACC. Through the efforts of many, we have accomplished a great deal over the past two years.

Chapter membership rests at 96, one of our highest levels ever. Lisa Katterman, our vice president of membership, has been instrumental in adding seven members during the past 12 months. Most of those have joined from organizations new to our membership.

Within the past two years, the chapter co-sponsored the first and second annual Pathways to Success Golf/Spa Event. These events raised combined proceeds of over \$100,000. Frank Miles, vice president of the chapter's Diversity Committee, who has been personally devoted to this program, rallied sponsors, and organized volunteers.

To further those efforts, we created our own charitable mechanism this year for the utilization of the Golf/Spa proceeds. They have been deposited with The Foundation for Enhancing Communities in a project account. The

Pathways Committee, consisting of community representatives as well as chapter members, allocates these funds to support the operations of the chapter's Street Law program, diversity efforts in Central Pennsylvania, and to award scholarships to minority students interested in pursuing legal related careers.

However, the biggest challenge I have faced as president came earlier this year, with mixed feelings. Julie Young, chapter administrator, decided to go to law school. It's been a tremendous opportunity for her and quite a loss for us. Julie's initiative, organization, and smiling face has kept this chapter running smoothly for over five years. Fortunately, we will see Julie again as a fellow member.

Being the loyal person she is, Julie took it upon herself to find her replacement prior to beginning school. In the course of that search she brought us Glenn White. Glenn's been a great addition to our team with his event planning and marketing background. He's been a pleasure to work with, both diligent and professional. If you haven't met Glenn yet, I encourage you to do so.

I want to close by personally thanking the other committee chairs and officers

who produce the events and programs so beneficial to our members and community—Jennifer Deitchman, Kim Frank, Al Peters, Barbara Sardella, and Justin McCarthy. And thank you to those dedicated members who find a niche within the chapter and devote significant time to the organization. As I pass the baton to Mary Jane Forbes in February, I'll leave this role knowing that she's in great hands with all of you supporting the ongoing mission of our chapter.

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## Traps for Corporate Counsel Under Pennsylvania's Lobbying Disclosure Act

By Susan E. Bruce and Marcy L. McCullough

Pennsylvania's Lobbying Disclosure Act, which became effective January 1, 2007, establishes comprehensive requirements for lobbying regulation and disclosure. To avoid costly and embarrassing pitfalls, it is important to understand the Act's registration and reporting requirements and how they relate to your client's activities.

### I. What Is "Lobbying" Under the Act?

The Act defines "lobbying" as an effort to influence legislative or administrative action in Pennsylvania. Lobbying can extend beyond working for or against legislation. It may include taking a legislative staff member to lunch or working to get someone appointed to a commission.

The Act specifically defines "legislative action" and "administrative action":

"Legislative action" includes actions taken by a state official or employee, not only to research and prepare legislation, but also to modify, postpone or defeat legislation or legislative motions. Actions include securing appointments to public boards or commissions.

"Administrative action" covers the broad range of agency activities regarding regulation. It also extends to certain procurement of supplies, services and construction; gubernatorial approval or veto of legislation; nomination or appointment of an individual as an officer or employee of the Commonwealth; or activities related to executive orders.

Lobbying efforts consist of direct or indirect communications, office expenses, and providing any gift, hos-

pitality, transportation, or lodging to a state official or employee to advance the lobbyist's interest. Indirect communications include mailings, advertisements and activities such as phone banks. The Act also requires that such communications "clearly and conspicuously state the name of the person who made or financed the expenditure for the communication."

Corporate counsel should explain the Act's basic parameters to employees, officers and directors, as some provisions may not be intuitive. For example, if a corporate newsletter advocates defeat of a pending bill and asks employees to contact their local legislators on the issue, the communication is "lobbying," even if only published internally. Office and personnel expenses associated with this communication should be accounted for in the registration and reporting process.

### II. Who is Required to Register?

Under the Act, "lobbyists," lobbying firms and "principals" must register with the Pennsylvania Department of State within ten days of lobbying. Registration requires a biennial fee of \$100 and runs for the duration of the legislative session.

Under the Act, a "lobbyist" subject to registration is any individual, association, corporation, partnership, business trust, or other entity that engages in lobbying for a principal for economic consideration. The term includes an attorney who is engaged in lobbying. As noted below, however, participating as a party or attorney in an administrative adjudication qualifies as an exemption. Corporate counsels must thus consider when they are practicing law and when they have crossed into "lobbying" and require registration.

Counsels should also be alert to how the Act defines "principal". Almost any entity that engages an outside lobbyist or has an employee lobby on its behalf is a

principal and required to register. Accordingly, if a corporation engages an outside lobbyist, then the corporation is a "principal" required to register. To the extent that any employee of a corporation, including corporate counsel, lobbies on behalf of the corporation, the corporation is a "principal" under the Act.

### III. What Are The Act's Reporting Requirements?

Principals must file quarterly expense reports with the Department of State when expenses for the quarter exceed \$2,500. The reports must contain the names and registration numbers of all lobbyists who lobbied for the principal, general subject matter being lobbied and total costs of all lobbying during the period. Costs include office, personnel, gifts, hospitality, transportation and lodging expenses for state officials or employees, and any other lobbying costs, such as those for

public relations staff. If lobbying expenses are less than \$2,500, a statement to that effect must still be filed.

### IV. What Registration & Reporting Exemptions Exist Under The Act?

Although several registration and reporting exemptions exist under the Act, corporate counsel should be aware that the following are exempt from the Act's requirements:

- An individual who limits lobbying to testifying before a legislative committee or participating in administrative proceedings before an agency;
- An individual whose economic consideration for lobbying, from all principals represented, does not exceed \$2,500 in the aggregate during any reporting period;

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- An individual who engages in lobbying for the individual's employer for less than 20 hours during any reporting period;
- A principal whose total lobbying expenses do not exceed \$2,500 during any reporting period;
- An individual who is not a registered lobbyist and serves on an advisory board at an agency's or General Assembly's request;
- An individual who participates as a party or as an attorney in any administrative adjudication;
- Expenditures and other transactions reportable under the Pennsylvania Election Code; and,
- Vendor activities relating to small or emergency procurements and efforts directly related to responding to publicly advertised invitations to bid and requests for proposal.

### V. What Are The Penalties For Violating The Act?

If the State Ethics Commission determines, after investigation, notice and hearing, that a violation of the

Act has occurred, it must impose an administrative penalty. The Commission may also prohibit a lobbyist from lobbying for up to five years, and/or refer the matter to the Attorney General's Office for criminal prosecution.

### VI. How Are Lawyers Who Lobby Regulated Under the Act?

As you may be aware, the Pennsylvania Supreme Court invalidated the prior Lobbying Disclosure Act, holding it unconstitutionally regulated the practice of law. In response, the current Act expressly recognizes the Supreme Court's authority to govern lawyers' conduct. Notably, if a lawyer is found to have violated the Act's conflicts of interest provision, the State Ethics Commission is required to refer the matter to the Supreme Court's Disciplinary Board and notify the Disciplinary Board of any civil penalty imposed on any lobbyist or principal who is an attorney.

*Susan E. Bruce can be contacted at 717.237.5254 and Marcy L. McCullough can be contacted at 717.237.5388. They are both attorneys from McNees Wallace & Nurick.*

### 2007 ACC/Serengeti Managing Outside Counsel Survey Report

Find out how your management of outside counsel compares with the approach of your in-house peers. Learn about the latest techniques being used by other law departments. Now in its seventh year, this survey report provides unique and valuable information regarding the diverse strategies being used by in-house counsel to manage their work with their law firms. Specific benchmarks by size of company and size of law department permit useful comparisons with your practice. From amounts spent and fee structures, to common management techniques (such as retention terms, alternative fees, and budgets), to technology solutions (such as electronic billing and

Internet-based services), detailed information is summarized so that you can learn from the experiences of other in-house counsel. In addition, tables summarize the high, low and average hourly rates paid by corporate law departments for specific types of work in metropolitan areas across the country. The 150 page report is provided on a CD, which organizes information for ease of reference. To get a free benchmarking worksheet or to order the full survey (discounted for ACC members), visit the Serengeti website at <http://www.SerengetiLaw.com>.

## ACC Central PA Chapter Holds Successful CAMP Event

ACC's Central PA Chapter was proud to produce the CAMP (Capital Area Managing Partners) event held at Penn National on July 17.

The CAMP event was well-attended by over 12 minority interns currently attending Widener and Dickinson Law Schools. Mary Jane Forbes (Highmark) and Frank Miles (Hershey Entertainment & Resorts) did a great job facilitating some discussion about what life is like as in-house counsel. The questions that the students posed were highly insightful into the pros and cons of in-house life. The evening concluded with a roundtable of Mary Jane, Frank, Karen Yarrish, Scott Maier, and Lisa Katterman (Penn National Insurance) fielding questions and offering personal experiences and observations on the practice of in-house counsel. Students expressed that they were truly fortunate to have this opportunity, and the local law firms and company's sponsoring this program should be lauded for making this valuable program available.

For more information, contact Glenn White at [gwhite@impaceteventsgroup.com](mailto:gwhite@impaceteventsgroup.com). For information on upcoming programs, go to [www.acc.com/chapters/centpa.php](http://www.acc.com/chapters/centpa.php).

