



**Teresa Kennedy
 President's Message**

Some Resolutions We Can Keep!

In keeping with the spirit of new year's resolutions, your board has

made one. (No, it's not losing weight—how could we pull that off while eating at Maggiano's every month?!) We resolved to advance critical elements of our following mission statement:

The ACC Georgia Chapter's mission is to add value to a diverse community of in-house counsel through educational programs, public service, and professional relationships.

Adding value to a diverse community: We will continue our successful and meaningful outreach efforts and explore additional avenues to add value and support the needs of the Atlanta legal community and our diverse membership.

One such initiative is the sponsorship of a second annual ACC minority intern. Through a recently adopted sponsorship

program, we hope to partner with outside counsel and other professionals in raising the funds to sponsor one or more minority law students to serve as ACC Georgia interns during the summer of 2006. This goal will build upon our very successful experience with Shawntel Hebert, ACC Georgia's first-ever law student intern, whose sponsorship was made possible through a diversity dollars grant through the Minority Corporate Counsel Association.

Board vice president Virginia Wadsworth (vwadsworth@easycare.com) is spearheading a committee to apply ACC Georgia sponsorship funds to worthwhile community outreach efforts. Please offer Virginia your suggestions and assistance in this very significant chapter service.

Providing quality educational programs: Our VP of sponsorship, George Sewell, together with program chair, Lori Shapiro, have met with the Programs Committee to outline program topics and potential presenters for 2006. The calendar is rapidly filling; however, George and

Lori welcome your suggestions for topics on sponsors to fill the remaining spots. Please contact Lori, at

Lshapiro@eliinc.com, or George, at gese@facilitygroup.com.

The year kicked off with a program co-sponsored by Alston & Bird, LLP and McGriff, Seibels & Williams, Inc. called, "Weathering the Perfect Storm: Securing the Necessary Insurance Coverage and Obtaining Other Protections to Survive Hurricane Wilma or WorldCom." The panelists shared legal and practical advice about business interruption coverage: who needs it and why; natural disasters and the risk of terrorism; shareholder class action litigation; directors and officers insurance; and contract issues (structuring disaster-related clauses in business contracts, and indemnification provisions in corporate by-laws and other agreements).

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Privacy Issues at the Front of Corporate Counsel's Agenda

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Privacy issues are at the top of everyone's agenda these days. Constitutional privacy concerns dominate the headlines. Every time you go to the doctor's office, you sign the ubiquitous HIPPA form, authorizing the limited distribution of your medical information amongst the insurers and healthcare providers you rely upon. You worry that giving out your phone number or email address, or making an online purchase will subject you to numerous and often offensive invasions of your time and resources, and potentially expose you to a greater risk of identity theft. Even the Bush Administration spends a significant portion of their time defending against charges of civil liberties violations involving government wiretapping, the appropriateness of expanded subpoena powers under the Patriot Act reauthorization, and the government's campaign against pornography by monitoring citizen's navigation of the Internet.

For corporate counsel, regulation of data privacy increasingly plagues their workplace. Issues that used to be the specialized province of only a few industries (such as banking/financial services and Internet companies) are now standard requirements for companies in every sector of commerce, in both the public and private company sectors, with business and legal departments large and small. Virtually everyone who touches your company passes personal information to the company, and the company in some way or another manages or distributes that information, internally or externally: information about customers, employees, suppliers, third parties, and even shareholders.

Who has access to your company's records containing "private" information, and how it is used, protected, and further disseminated is not only important to your records managers and IT staff, but to you, as legal counsel and risk manager for the company. Clearly communicating organizational policies for the collection and use of information, establishing and monitoring the success of systems and processes in place to provide security and safeguards, and giving people choices about how their information may be used and how they would like to be contacted, are basic considerations that counsel must look at when developing and evaluating privacy and data protection programs.

And if your company does business across a number of borders, you have the added complexity of understanding how other countries' regulation and underlying privacy philosophies will affect your company's policies, procedures and compliance in any number of jurisdictions. What works in Canada may not be sufficient in Europe; presuming that compliance with US law will forge policies that can be universally helpful may plunge you into tremendous trouble

in the Pacific Rim. Just to give you a for instance, recently, companies that are publicly traded in the US who had developed policies compliant with Sarbanes-Oxley whistleblower rules (regarding the establishment of confidential helplines) ran afoul of recently announced regulations in France and German labor court rulings that suggest that such systems violate local/EU data privacy rules.¹

So who's got you covered, especially if you're not a specialist in this field and don't even fully understand what your exposure is, nonetheless your company's policies and procedures should entail? Why, ACC, of course!

ACC's newest leading practices profile on data privacy (www.acca.com/protected/article/data/lead_privacy.pdf) provides an outstanding overview of the issues you need to understand at a broader level, and then insights into how to drill further into the specifics that affect you and your client. Leading practices profiles (generally available at www.acca.com/vl/practiceprofiles.php examine issues of concern to law departments and their clients, not with a legal analysis, but with a focus on benchmarking how a sampling of companies from a range of industries, department sizes, and geographic locations have handled the matter from a practical standpoint. So you see how to do it and we provide a resource bibliography at the end of the profile that provides links to educational material with background analysis you may want to delve further into.

Organizations featured in the data privacy practice profile describe practices and approaches for working through the matrix of varying and changing requirements — across multiple jurisdictions — for developing and integrating policies and practices with systems and security features deemed critical features for the organizations profiled. In addition, organizations in the profile describe the importance of playing an advocacy role in helping to shape emerging requirements and implementing proactive policies to ensure that privacy and data protection considerations are included as part of the larger company's business process evaluation.

Featured in this Profile are initiatives implemented by: American Society of Association Executives; eBay; FedEx Corporation; HP; International Association of Defense Counsel; a Fortune 500 Global Company; and a National Healthcare Professional Association. The profile also features the thoughts of Trevor Hughes, executive director of the International Association of Privacy Professionals (IAPP)², on international data sharing and data flow, the emergence of a connection between privacy practices and return on investment/corporate brand value, and on regulatory and jurisdictional fragmentation of requirements affecting privacy and permissible communications channels. Also shared are his views on leading edge practices in privacy and data protection and IAPP's certification program.

Leading Practices:

Organizational Design: Representatives interviewed emphasized the importance of management and leadership support as a key success factor for program implementation. While some of the organizations have program structures that include a Privacy Office or Privacy Department with a Chief Privacy Officer or leader with some similar title, others described program practices that may be championed by leaders within their organizations even though the leaders do not have privacy or data protection as part of a formally recognized title or portfolio component. Representatives for some organizations also described important interfaces and collaborative efforts between privacy and data protection professionals and other professionals within their organizations, such as the law department, information technology, security, corporate or government affairs, the law department, and others.

Summarized below are some organizational design characteristics described by the featured organizations.

Global Privacy Office or Department: Three of the organizations described having a global privacy office or department. Two noted that the global privacy office/department was part of the organization's law department; one shared that the leader of its global privacy office reports organizationally to the group leading its corporate social and environmental strategies, which is part of the corporate affairs group.

Chief Privacy Officer/Privacy Officer/Data Protection Director: Several organizations described having a position held by an individual considered to be on point for leading the organization's initiatives in the area of privacy and data protection. In two of the organizations the person holding this position is a lawyer.

Customer Privacy Director; Employee Privacy Leader: In addition to having a Chief Privacy Officer, one organization described having individuals in these roles who report organizationally on a dotted line basis to the company's CPO. The Customer Privacy Director and the Employee Privacy Leader each lead global networks of privacy professionals around the world who focus on privacy and data protection initiatives in their respective substantive areas (e.g., customer privacy or employee privacy).

Business Group Point People: One organization described having individuals around the world who are designated as being on point for privacy and data protection-related issues or program components for their regions or businesses.

Global Security/Information Technology Professionals: Some of the organizations described important roles played by professionals within these departments as part of the organizations' overall privacy and data security practices.

Government Affairs: Some of the organizations described key roles played by individuals within their government/regulatory affairs groups. These roles include advocacy and communications on proposed and emerging legal and regulatory requirements.

Legal Privacy Group: One organization described having a Legal Privacy Group that consists of lawyers for the company's Chief Privacy Officer, Customer Privacy Director, Employee Privacy Leader as well as three regional privacy counsel and additional lawyers around the world with responsibility for supporting privacy and data protection initiatives.

In-house lawyers play key roles: Several of the organizations described the important roles played by in-house lawyers as part of their overall approach to supporting and implementing privacy and data protection initiatives.

Divisional Vice Presidents lead initiatives: One organization described leading roles played by divisional vice presidents within the organization.

External resources: Some of the organizations described seeking guidance on privacy and data protection program components from outside counsel or other resources. (A list of recommended resources is included in the profile.)

Practice Highlights: Each of the four companies and three associations we profiled shared information on types of privacy and data protection practices they are implementing. Listed below are some practice highlights from their programs.

Companies

Global Master Privacy Policy/Core Privacy Principles: Some companies described having these types of enterprise-wide policies in addition to online privacy statements.

Online Privacy /Data Protection Policies: Companies described having policies that apply enterprise-wide. They also described privacy policies posted on their websites. In addition to customer-facing and web-user privacy policies, some companies described internal corporate privacy policies and employee privacy policies and practices. One company provides links to company privacy statements for over 67 countries in which it does business. (Examples of privacy policies from participants in our profile are included in the resource section of the document.)

Privacy Central Website: One company has developed a customer-facing website page that includes information on privacy practices and links to the company's Core Privacy Principles, Privacy-related policies, and policies of subsidiaries and joint venture companies around the world. In addition, the Privacy Central Website includes links to: a notifications preference page to decide how to be contacted, a chart showing how personal information may be used, information on spam and how to minimize it, and other privacy web links.

Product Compliance Reviews/Privacy Impact

Assessment Tool: Several companies described having processes for evaluating proposed business and/or web site changes to determine and address possible impacts and issues relating to privacy and data protection. (An example of a product compliance privacy review checklist is included in the resource section.)

Due Diligence Initiatives/Business Partner Strategic Planning: Several companies described processes for performing due diligence, including pre-acquisition due diligence, pre-connectivity due diligence, and business partner/strategic evaluations. (Ditto on sample checklists.)

Systems & Security Layers: One company described layers built into its information systems to help provide security and gated access to information by restricting access based on whether customers or employees are seeking the data, and then designing system layers or gates for data that needs to be accessed by employees in different positions as part of their jobs.

Customer Contact Preferences: Some companies described practices allowing customers to choose the extent and medium (e.g., fax, email, phone, direct mail, etc.) of contacts. An example of a Notifications Preferences web page may be accessed via link in the Resource List in Section IV of this Profile.

EU Data Protection Compliance Approaches: Companies described different approaches for achieving compliance with the EU Data Protection Directive. These approaches include self-certifying with the EU Safe Harbor Principles, using model contracts or clauses, and developing Binding Corporate Rules.

Privacy Innovation Award: One company has developed an annual award program that honors a recipient for two sectors—the commercial sector and the government/non-profit sector—to recognize global leadership and innovation in the area of privacy.

Monthly Multi-Disciplinary Meetings: In one company, representatives from a number of internal departments for this company in the US, including Information Security, Internal Audit, and Physical Security meet monthly to discuss emerging requirements, current issues, and company initiatives relating to privacy and data protection.

Employee Monitoring Practices: Some companies described practices to inform employees of workplace monitoring. Practices vary based on employee location around the world and include communicating relevant policies to employees, and may include requesting an acknowledgement of receipt of the policy, asking for consent, or incorporating notice and acknowledgement as part of dissemination of the overall Code of Conduct. (An example of a monitoring disclosure and consent form is included in the resources section of the profile.)

Employee Directory Practices: One company described measures in connection with its worldwide employee directory and noted that

choices are generally given to the employee concerning whether to include certain types of personal information, including photographs.

Employee Training: One association described training sessions on its practice manual, noting that staff members receive training on policies during employee orientation, divisional staff meetings, and whole staff meetings. To help reinforce the importance of these policies, Divisional Vice Presidents play a key role in providing training.

Data privacy concerns have likely already impacted your company: some concerns you are probably aware of, but others you may not even fully understand or anticipate yet. ACC encourages members to contact us with additional information about your company's policies and best practices that we can share with others, and to use our resources to find out more about issues that you may not have yet grappled.

In the meantime, please continue to watch for information on the issues we're currently developing responses to, such as those confronting companies that are subject to Sarbanes-Oxley regulation, but doing business in the EU where Sarbox whistleblowing program requirements may cause conflicts with European member state regulation. And also stay tuned as ACC continues its work as a member of a coalition of business and legal groups that have been pushing for increased reform of the business records provisions of The Patriot Act, which subject businesses to potentially overly-broad and ill-defined subpoena demands for business records by the government.

All that said, I'd WELCOME your calls and comments! After all, and as you well know, if you can't call your general counsel, who can you call? Feel free to email me at hackett@acca.com.

1. Please note that ACC is working with the ACC-Europe and the Greater New York Chapters to develop resources and potential commentary that would help resolve this matter. Watch ACC Online (www.acca.com) for news on this front in the coming weeks. The point, however, is that while this situation may be resolved favorably, the larger question of how frequently such jurisdictional regulatory collisions will arise in the future is one that we will likely see again and again in the future, with companies caught as the monkey in the middle.

2. The International Association of Privacy Professionals is the world's largest privacy organization of privacy and security professionals providing education, networking, and certification opportunities to its more than 1500 members worldwide. In addition to its daily eNewsletter, *The Daily Dashboard*, IAPP's website includes an electronic library with links to resource documents from IAPP educational programs and a webpage with links to additional internet resources on privacy and data protection. IAPP also sponsors a privacy professional certification program and has tested and certified over 300 professionals. Additional information on IAPP may be found on its website at <http://www.privacyassociation.org/>.

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Visit our calendar of upcoming events at www.acca.com/chapters/georgia.php for information on how you can sign up for our chapter's practical, high-quality programs which service in-house counsel's practice needs.

Public service: We hope to continue our successful partnership with Emory Law School in co-sponsoring an EPIC intern, whose primary focus is public policy law, and to co-sponsor a high school intern through the Atlanta Bar's program. Similarly, chapter vice president Betsy Griswold will explore opportunities such as ACC's National Day of Service, in which chapters across the country join together to provide pro bono legal services and/or public service benefiting their particular communities. Please share your ideas on these activities with Betsy at betsygriswold@ups.com.

Building and maintaining professional relationships.

Membership vice president, Sally Austin (sally.austin@choa.org) is exploring innovative ways to introduce prospective members to the many benefits of ACC. Perhaps chief among these is the opportunity to develop and foster professional relationships, both among ACC Georgia members and throughout the community in which we practice. Please take a moment to forward this newsletter (along with an invitation to an upcoming program) to an in-house attorney who hasn't yet joined ACC). In addition to reaching out to new members, we hope to strengthen ties with ACC's national office. Ideas? Support national committees, participate in programs such as the ACC Annual Meeting, and write for publications such as the *ACC Docket*. Information concerning these and other resources offered through ACC's national office are available at ACC's website: www.acca.com/homepage.php.

As we know all too well, most new year's resolutions are abandoned within the first two weeks. With your help, however, the board's resolutions will hold fast throughout 2006.

How can you help? Most importantly, please speak up: LOUD and OFTEN. Please contact any of the 2006 Board

Members with your program interests, potential sponsorships, and community service goals. Their names and contact information are listed in this newsletter.

Henry Abelman	henry.abelman@firstdatacorp.com
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Virginia Wadsworth	vwadsworth@easycare.com

Also, continue to actively participate in ACC Georgia's monthly luncheon programs. We've traditionally dedicated the second Tuesday of every month to a luncheon meeting at Maggiano's in Buckhead. One of the many outstanding features of our chapter is the fact that we consistently have higher attendance at our luncheon programs than many chapters with a larger membership roster.

Third, get actively involved with our committees. New interests groups, such as the Career Enhancement Committee and Young Lawyers' Council (contact Steve Kaplan at stephen.kaplan@purposecenter.com for both), would welcome additional members and will readily put your talents to work.

With your help, the new year's resolution adopted by your board will build a foundation for our chapter's continued success in 2006 and beyond.

Happy New Year!
Teresa Kennedy

New Sponsorship Program Enhances Mission and Activities

In June 2005 ACC-Georgia adopted a new sponsorship program. The primary purpose of our new program is to fund a minority summer internship, and all sponsorship fees over and above program costs are devoted to that purpose. Under the new program, firms interested in partnering with the chapter are able to sign up for one of three levels of sponsorship, each with different costs and benefits.

Silver Level Sponsorship. This sponsorship involves sponsoring a monthly chapter luncheon, including presenting the lunch program on a substantive topic of interest to the members. We believe that providing sponsors with an opportunity to showcase their expertise and experience to the members is a substantial benefit to sponsors. The sponsor receives name recognition in chapter announcements and publications and also has the opportunity to publish an article, or the program materials on the chapter webpage or possibly the ACC national website.

Gold Level Sponsorship. The gold sponsorship is the virtually the same as a silver level sponsorship except that the program is presented at an afternoon CLE seminar rather than at a monthly chapter luncheon. The CLE seminar is followed by a social hour to give sponsors and members a chance to network and socialize.

Intern Sponsorship. This sponsorship is intended to give participating firms the opportunity to hire a minority summer intern who will spend 50 percent of the summer with the firm and the other 50 percent with ACC member companies.

At ACC-Georgia, Learning Is Part of the Fun

ACC-Georgia has an excellent line-up of informative and educational programs for 2006!

We kicked off the year with an excellent program entitled "Weathering the Perfect Storm: Securing the Necessary Insurance Coverage and Obtaining Other Protections to Survive Hurricane Wilma or WorldCom," co-sponsored by the law firm of **Alston & Bird, LLP** and the insurance broker, **McGriff, Seibels & Williams, Inc.** The program was held on January 10. The panel of experts discussed the insurance implications of natural disasters and terrorism, important insurance coverage concerns and insurance policy clauses about which in-house counsel need to be aware. Alston & Bird, LLP applied for approval of CLE credit for this program.

The February program provided us with insight and information about intellectual property issues important to in-house attorneys. From discussing how to address the situation when an employee with intimate knowledge leaves the organization, to giving intellectual property advice to organizational leadership, to avoiding copyright claims, the expert speakers in this program shared with us the tools that we need to protect the organization's interests. The program, entitled "Trade Secrets, Restrictive Covenants and Workplace Copyright Issues," was sponsored by **Kilpatrick Stockton, LLP** and occurred on February 14.

We look forward to an excellent program on "Ethics and Professionalism for In-house Counsel" on March 14. This program, sponsored by **McKenna, Long & Aldridge, LLP**, will provide two hours of CLE credit, including ethics and professionalism credit for attendees. It will be held from 3:00 pm to 6:00 pm.

Please contact Lori Shapiro (770.437.2458 or lshapiro@eliinc.com) or George Sewell (770.437.2736 or gese@facilitygroup.com) if you are interested in participating in or sponsoring a future program.

Open for Business



Nussbaum

By Judy Nussbaum and Robin Sangston¹

After years of planning and organizational efforts, Georgia's new business court is open for business and has cases on the docket. This court, currently presided over by Senior Judges Alice Bonner and Elizabeth Long, is a division of the Fulton County Superior Court specializing in business litigation with a lot at stake.



Sangston

Though this specialized court is new in Georgia, the concept has been in successful practice in several other states. In fact, it was SunTrust GC, Ray Fortin's experience in the North Carolina business court that propelled him to advocate for an equivalent forum in Georgia. He realized that

Georgia was losing litigation business to other states that had developed a niche in handling complex commercial litigation. He also understood that the expertise and understanding of a business division facilitates resolution of commercial disputes.

The new court's rules of civil procedure are also designed to appeal to experienced commercial litigants handling cases with potentially heavy or complex discovery requirements. The rules allow for expedited discovery possibilities, scheduling flexibility, e-filing and e-service. Early in the process, parties must discuss the estimated volume of documents likely to be the subject of discovery from parties as well as non-parties, and they must engage in efforts to make document or discovery production more manageable and less expensive. Division

judges will be readily available to the parties to resolve discovery disputes.

Additionally, in consultation with the parties, division judges may order non-binding arbitration, mediation, or other alternative dispute resolution options and may themselves conduct those means of non-binding alternative dispute resolution. Parties may even agree to hold hearings by video conference, subject to the same rules of procedure as if the hearing were held in open court.

As the name implies, this is no "people's court." Rather, the Court is generally intended for business-to-business litigants in commercial litigation. It is not intended to resolve consumer disputes or personal injury torts. To litigate in the Fulton County Business Court Division, there must be over one million dollars in controversy. Further, both parties must agree to the forum; so moving to the division is voluntary.

Though parties were initially cautious about signing up, there are now seven cases pending before the court. Because no cases have been decided yet, there is little in the way of practical guidance regarding how the rules work in practice and whether the court is fulfilling the purpose for which it was intended. Once a critical mass of cases has been decided, we intend to follow up with part two to this article with a closer look at whether litigants are giving it a "two thumbs up" or whether it's a well-intended experiment that needs more tweaking.

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To Indemnify or Not to Indemnify— Have You Asked The Relevant Corporate Bylaw and D&O Insurance Questions



Lamberth

By Rebecca M. Lamberth and
John C. Tanner¹

When was the last time someone took a look at your company's corporate bylaw provisions governing the scope and extent of its indemnification obligations to current and former directors and officers? What about related indemnity policies with your directors, or indemnification provisions in the employment agreements with senior officers?



Tanner

In the case of public companies, someone may have done so fairly recently in light of renewed concerns about whether and how today's public corporations can continue to attract qualified candidates for vacant board of director and senior management positions. In the wake of stunning corporate scandals and a seemingly unprecedented level of governmental regulation and enforcement scrutiny, such concerns have certainly been widely discussed. Thus, in-house counsel may have revisited provisions governing the company's indemnification obligations to ensure that they are drafted as broadly as is legally permissible.

In so doing, however, was a review also performed of the company's current D&O insurance policy? And did anyone consider the interplay between the two? If not, perhaps someone should. Consider the following scenario.

Advancement May Be Legally Required for Guilty Parties

A securities lawsuit has been filed against your company and against various of the company's current and former directors and officers. In response, the company notifies its insurance carrier of the lawsuit, and the carrier agrees to provide coverage subject to a fairly standard reservation of rights letter. In

the course of defending against the lawsuit, the company then advances defense costs on behalf of the individual defendants pursuant to broad and fairly typical indemnification provisions in the corporate bylaws and elsewhere. At the same time or shortly thereafter, one or more governmental agencies begin an investigation of the same events at issue in the civil action.

One of the named individual defendants—the former CFO—ultimately strikes a deal with the investigating enforcement agency, agreeing to plead guilty to one count of securities fraud and to cooperate with the government's on-going investigation of the company and the events in litigation. Immediately thereafter, the company notifies the former CFO that it will no longer advance defense costs on her behalf. Likewise, the insurance carrier (perhaps with full support from the current directors and officers who would prefer not to share the limited pool of insurance proceeds with someone who has just pled guilty) notifies the former CFO that it is denying coverage based on the D&O policy's fraud exclusion.

Additional litigation ensues in which the former CFO seeks, in the first instance, to force the company to continue advancing defense costs on her behalf, and secondly, to force the company's D&O carrier to continue funding those defense costs because no final judgment has yet been entered in the criminal proceedings against the former CFO – and will not be until her testimony has been given and its effect on her sentencing has been determined.

Broad Indemnification and Insurance Provisions May Inadvertently Protect Culpable Parties

Typical D&O policy language requires the carrier to advance, "excess of any applicable retention amount, covered Defense Costs" prior to the final disposition of any claim. It is also typical that such a policy will contain a fraud exclusion—excluding liability by the carrier for the advancement of defense costs—in the event that "a judgment or final

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adjudication” establishes in fact that fraudulent conduct has occurred.

Recent court rulings indicate that a D&O carrier’s obligation to advance defense costs may continue despite the entry of a formal guilty plea by a corporate defendant. See *Great American Insurance Co. v. Gross*, 2005 WL 1048752 (E.D. Va. May 3, 2005). As a result, many carriers are moving away from “final adjudication” fraud exclusion wording—in some cases with the blessing of their insureds—to arm the carriers with the ability to exclude bad actors while preserving coverage for other, innocent parties.

While a desire to prevent erosion of coverage by guilty parties is appealing, give careful consideration to how your corporate indemnification and advancement obligations may interact with your D&O insurance. In many cases, the corporate bylaws mandate advancement of defense expenses prior to a final adjudication that indemnification is improper. Broad advancement provisions thus may dictate continued advancement of defense costs by your company

even in the face of criminal guilty pleas. See *Bergonzi v. Rite Aid Corp.*, 2003 WL 22407303 (Del. Ch. Oct. 20, 2003). In other words, your company’s advancement obligations to its former and current directors and officers may be broader than the negotiated fraud exclusion wording in your D&O policy.

The above example is merely one of several ways your corporate indemnification and advancement provisions may interact with your company’s D&O insurance. In the current legal environment, prudent counsel should undertake a fresh review of both in order to avoid surprise once litigation ensues.

1. Rebecca Lamberth is a partner of the law firm Alston & Bird, LLP and member of the firm’s Securities Litigation Group. She may be contacted at 404.881.7000 or at rlamberth@alston.com. John Tanner is vice president & claims counsel for the Financial Services Division of insurance broker McGriff, Seibels & Williams, Inc., a wholly owned subsidiary of BB&T. He may be contacted at 404.847.1607 or at jtanner@mcgriff.com.

ACC News Briefs

Where Do You Turn for On-Point Advice from a Colleague?

Why not make your first stop MemberToMember (www.acca.com/membership/search.php), a unique online network that links ACC members in search of advice with colleagues who can answer their questions? Through MemberToMember, you will quickly find more than 3500 in-house counsel who are willing to share their experiences and expertise in more than 100 practice areas. And to top it off, you can even segment your searches by state or country. Search MemberToMember or sign up to become a subject matter expert now.

Find Out What Chief Legal Officers Are Thinking

ACC has been hosting a series of CLO Think Tanks, bringing together small groups of top in-house counsel to discuss key business issues. You have access to the executive reports from these sessions, which provide insight into current

trends and proposed action points. Topics include:

- Attorney-client privilege (www.acca.com/protected/clo/thinktank05.pdf)
- Private company liability (www.acca.com/protected/clo/corpliability.pdf)
- Corporate Governance (www.acca.com/protected/clo/governance.pdf)

ACC Adds Financial Services Committee

ACC now has 14 national committees representing practice areas and types of practice ranging from corporate and securities law to small law departments. The new Financial Services committee will serve the interests of and develop resources for ACC members who work in the finance, banking, investments, leasing, and insurance industries. Please contact Jacqueline Windley at windley@acca.com for more

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information about this new ACC committee. To learn how to get involved in any of ACC's committees, go to www.acca.com/networks/committee.php.

ACC's Webcasts Offer Enhanced Features

Want education from your desktop? Skip your face-to-face program this month and tune in to one of ACC's March webcasts. We've enhanced the user experience with speaker-controlled slides, and live chat capabilities allow attendees to post public questions (anonymously) to the speaker. Surveys are available at the end of each presentation. To access ACC's upcoming webcasts, go to webcasts.acca.com/.

Tuesday, February 28, 2006 at 2:00 PM EST

Common Problems in Technology Outsourcing Transactions: How to Recognize and Avoid Them

Wednesday, March 8, 2006 at 1:00 PM EST

Assessing Corporate Vulnerability to New Union Organizing Tactics, Corporate Campaigns, and Two Labor Federations: The In-House Counsel's Playbook

Tuesday, March 14, 2006 at 1:00 PM EST

Hot SOX: Executive Compensation and other Sarbanes-Oxley Developments

Thursday, March 16, 2006 at 12:00 PM EST

Reputations On The Line—The Legal Remedies Available for Dealing with a Media Crisis in the UK and Europe

Provide Your Legal Staff with the Resources They Need to Excel

ACC offers significant membership discounts for law departments with nine or more attorneys. The Large Law Department membership category provides a cost-effective option for extending the benefits and privileges of ACC membership to all or part of your organization's law department. Whether you want to enroll the entire department or just a portion, the large law membership program offers those enrolled monthly issues of the *ACC Docket*, online access to our library of legal resources, including best practices, sample forms, and policies used by other legal departments, member experts who will answer questions, offer advice, and recommend outside counsel, and daily late breaking news on cases that affect the way that you practice law. Your legal staff will also be able to join any or all of our 13 Committees to learn the latest in their particular area of interest. Finally, and perhaps most importantly, your legal staff can participate on a local level through our extensive Chapter network and attend continuing legal education programs, knowledge networking events, and social activities. The contacts and knowledge they gain will help them tackle their next big assignment.

The Large Law Department fee schedule can save you anywhere from \$1,395 to more than \$40,000 of the cost of dues, depending on the size of your department. For more information about ACC's large law membership, go to www.acca.com/membership/largelaw.php.

Board of Directors

President

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404.843.7681
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Vice President and President Elect (Sponsorship/Programs)

George Q. Sewell
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