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FOCUS

President's Message

Jeffrey Lauderdale



Dear Northeast Ohio Chapter Members:

I'm more than halfway through my tenure as the 2018-2019 Chapter President and I'm pleased to report that the first half of 2019 has been busy for our Chapter. We're able to offer such a robust calendar of networking, educational and social activities thanks to the generous support and professional insight of

our Chapter's law firm and vendor sponsors.

Our CLEs and RoundTables thus far have offered a broad range of highly relevant and timely topics, including crisis communications, changes in labor and employment laws, GDPR compliance, contracts, and the ethical and legal challenges presented by new technologies. In March, we reprised our panel presentation on what it's like to work in-house at Cleveland Marshall Law School at Cleveland State University. We're already planning for our fall semester presentations at Case's and Akron's law schools, and we invite our members to consider being a panelist for one of them.

We know that you have very full plates, personally and professionally, but in this increasingly digital environment, I encourage our members to be mindful of the value that only in-person contact can provide. (And we all could use a break from our computer screens and desk chairs!)

Go ahead, skip the online CLE and go analog instead! Attend one of our CLEs, participate in a RoundTable or join us for a pro bono clinic. Our members provide an endless pipeline to potential mentors, resources, references and opportunities. For the balance of this year, I encourage you to engage with this amazing group and discover what our Chapter has to offer to you and your career.

Regards,
Jeff

Welcome New (and Recently Renewed) Members!

Ann Aber	Jaime Kolligian
Anthony Ania	David Kroh
Lynn Breckner	William Krueger
AJ Bulua	Wei Lee
Robert Burns	Teresa Leibas
Carolyn Cheverine	Jackie Maskovyak
Anna Maria Theresa Cua	Elizabeth Matis
Molly Drake	Lauren May
Alexander Ehrenschwender	Ingrid Minott
Nicole Farley	Jamie Pience
Michael Fesler	Zachary Robock
Jean Frydman	Frank Santoiemmo
Edward Gecovich	John Sekula
Andrew Goodwin	Michael Sherban
Catheryn Greene	Robert Tibbitts
Joseph Gutkoski	Kathryn Vanderwist
Martin Harvey	David Welty
Arturo Hernandez	Kesi Ymeri
John Alan Jones	Scott Zackaroff
Eileen Joyce	

How to Elevate Your In-house Practice by Taking a Page from the CFO Playbook

By Neil Peretz, Contract Wrangler, Inc.

Companies need lawyers closer to their day-to-day business operations to handle the new, complicated, and increasingly global legal landscape. The proliferation of new regulations, combined with the need for businesses to move faster than ever before, present major opportunities for in-house attorneys. But before you demand a spot on the executive committee, it's time for an attitude check.

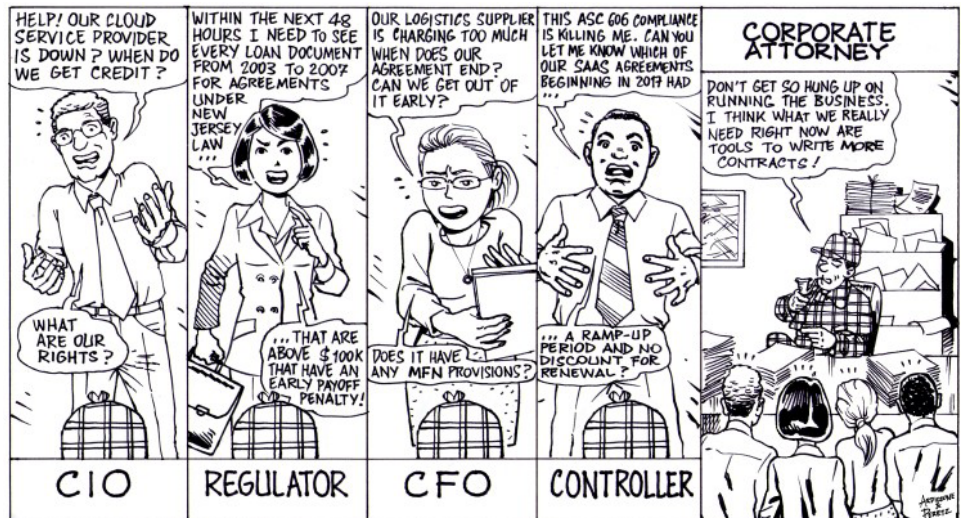
In order to truly succeed in-house, you need to become an involved business partner, rather than a detached advisor. It's no longer your job to be a detached professional advisor whose work is judged on the sheer number of hours worked or "points scored" by finding flaws and dangers around every bend.

These days, the most successful, indispensable in-house attorneys are those who become a member of the company's core senior leadership team. To do that, attorneys would be wise to learn lessons from the chief financial officer (CFO) world, where a similar transition occurred over the last decade. Previously, the CFO was considered a "scorekeeper" who would tally results and perhaps push others for budget forecasts. Today, the successful CFO has transitioned from keeping score to becoming a day-to-day partner with the CEO in growing the business.

How did the CFOs make this transition? And are there lessons for lawyers who want to follow in their footsteps from the role of specialist counselor to core decisionmaker?

Embrace digital transformation

A 2018 study by Accenture involving over 700 senior finance leaders revealed that a key contribution of top CFOs was to lead many of their organization's digital transformation efforts. The result affected the entire company, not just the financial or accounting department. The entire C-suite had new data and insights to guide the business, which led to better corporate decision-making and growth. Rather than



Art by F. P. Ardizzone. fpaolardizzone@gmail.com

focusing on tools targeted solely at making their own life easier, the CFOs set out to make the entire senior team smarter.

Find new value

Over 80 percent of the successful CFOs surveyed focused on how to go beyond their traditional purview of cost-cutting to finding new value or revenue streams for the business. At Adobe, for example, the CFO was integral to the decision to launch a cloud-based subscription service that has propelled the company's growth. In addition to helping the company's financial performance, this strategy also helped make other team members — ranging from legal ops to product to sales and marketing — into revenue-enhancing heroes. It's not a surprise that these other senior executives suddenly wanted more CFO involvement in key business decisions.

Share information widely

More than two-thirds (67 percent) of successful finance leaders worked to train non-finance executives how to take aspects of financial planning, budgeting, and forecasting into their own hands, according to the Accenture study. Rather than hoard information as a source of power, the top finance executives built their power base by essentially deputizing

employees in other departments to add a financial perspective and fiscal discipline to their own work.

So, what can in-house attorneys looking for personal and professional growth learn from the tremendous strides made by CFOs?

1. Lawyers have a tremendous opportunity to enable the company's digital transformation because almost all of their company's core business relationships pass through their hands. The next time you work on a business agreement for a colleague, start asking how that business relationship will be operationalized after the contract is signed. Are there key systems that need to be installed to monitor performance or record goals? As a lawyer, you are at the forefront of identifying key business processes that can be brought from separate paper archives into the digital shared world.
2. Lawyers often overlook the opportunity to leverage technology investments by the company to make themselves more accessible and efficient. For example, in the software industry, large engineering teams utilize systems like Trello and Jira to assign and track tasks, and cloud-based applications like Google Docs to enable team- and project-based collaboration. Your company may already have

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a license to use tools like these, along with expert users just down the hall from you. Examine your ability to utilize this technology for your law department. A task could be assigned to a lawyer through a system like Jira or Trello and be fed into a prioritization queue that each lawyer could manage, easing collaboration and communication with those outside the legal department. Similarly, using a shared Google doc across multiple departments is a low-cost way to gather feedback or seek approvals where there are many internal stakeholders in an agreement under negotiation.

3. Remember that the law does not just create roadblocks and restrictions: It can also create new opportunities for competitive advantage for your company. If you can find the most cost-effective or efficient method to comply with a new rule, you can gain a tremendous lead on your competitors. Your job as a business partner is to think about how something could be done in a compliant manner by digging into the history,

spirit, and nuance of rules, a task for which you are uniquely qualified.

4. Learn what would make your colleagues successful in their jobs, rather than focusing solely on your department's accomplishments. Find out what your internal clients need most to excel in their own areas. Learn about which information will enable them to make better decisions on a day-to-day basis, rather than just serving as their scrivener at the outset of a new business relationship, or their advisor after a mishap has already occurred. You helped them form those external business relationships, negotiating and drafting agreements with everyone from software providers to landlords to investment bankers. Find a way to help everyone remember the key metrics for executing on those agreements, which is much more rewarding than developing ex post facto arguments based on bad facts.
5. Remember that corporate law and corporate contracts are not a temple, and you are not a high priest. Contracts

exist to serve businesspeople and their departments. Use your legal interpretation skills to help colleagues turn contracts into day-to-day goals and tasks that they can carry out. Deputize each relevant department to ensure that the value from contracts is maximized.

None of these steps requires you to sacrifice your legal judgment. Rather, these provide an opportunity to use your legal skills from the catbird seat at the heart of business negotiations, which will make your colleagues appreciate your value to the business much more than they already do today.

Author: Neil Peretz General Counsel of Contract Wrangler, which brings business agreements to life through attorney-trained artificial intelligence. Peretz has been general counsel of multiple financial services companies and also served as a DOJ Trial Attorney and co-founder of the Consumer Financial Protection Bureau's Office of Enforcement. His law degrees are from the University of California, Los Angeles (UCLA) School of Law and from Katholieke Universiteit Leuven, in Belgium, where he was a Fulbright Scholar.

ACC News

2019 ACC Annual Meeting: Where In-house Counsel Connect

Mark your calendars for October 27-30 in Phoenix, AZ for the 2019 world's largest event for in-house counsel. Earn up to a year's worth of CLEs, get the essential knowledge and insights you need to navigate today's increasingly complex business environment, and make meaningful connections with your in-house peers from around the globe. No other event delivers such a wealth of education and networking opportunities for corporate counsel all in one place at one time. Group discounts are available. Check out the full program schedule at am.acc.com.

Law Department Leadership: Strategic Decision Making for In-house Counsel

Making effective decisions is arguably your most critical responsibility as a professional manager. In uncertain and changing business situations, you need a practical framework to make

effective decisions quickly. Attend the Law Department Leadership program (23 September, Toronto, ON) to gain influence and advance your career by learning how to make better business decisions. Register today at acc.com/LDL.

Global General Counsel Summit: London Calling

Are you driving the discussion on corporate sustainability? Positive financial performance, regulatory pressure, material risk, and shareholder expectations are some of the reasons why you should be. Join the critical conversation on "Driving Corporate Sustainability—the Expanding Role of the GC" with your fellow CLOs from around the world, May 22-24, in London, UK. *Register today.*

Are you prepared to comply with new state privacy laws?

Rapidly growing data privacy regulations from California to New York make you accountable for all third-party service

providers that access, process, or store your company's personal data. Visit acc.com/VRS for more information.

New to In-house? Are you prepared?

The ACC Corporate Counsel University® (June 26-28, Minneapolis, MN), combines practical fundamentals with career building opportunities, which will help you excel in your in-house role. Come to this unrivaled event to gain valuable insights from experienced in-house counsel, earn CLE/CPD credits (including ethics credits) and build relationships and expand your network of peers. Register at acc.com/ccu.

Drive Success with Business Education for In-house Counsel

To become a trusted advisor for business executives, it's imperative for in-house counsel to understand the business operations of your company. Attend

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business education courses offered by ACC and the Boston University Questrom School of Business to learn critical business disciplines and earn valuable CLE credits:

- Mini MBA for In-house Counsel, June 3-5, September 9-11, and November 4-6
- Finance and Accounting for In-house Counsel, September 23-25

- Project Management for in-house Law Department, November 13-14

Learn more and register at acc.com/BU.

Connect Your Circles...Expand Your Reach!

When your in-house peers join ACC, you create opportunities to engage with colleagues, expand your professional

network, and share ideas and expertise. Now through 30 September, you are automatically entered into a \$100 USD monthly drawing when you recruit a new member. As an added bonus, your new recruit is automatically entered into a separate drawing, too! Learn more at acc.com/MemberConnect.

Mexico's Overhaul of Federal Labor Laws: What U.S. Employers need to know

By Jim Stone and Jim Verdi

Employers with operations in Mexico must brace themselves for significant changes in the labor laws in their workplace. On May 1, 2019, Mexico passed legislation that will effectively overhaul the country's labor laws to a standard similar to that in the United States. The changes will reshape Mexico's labor relations for a generation.

Background

For at least 50 years, a company in Mexico could recognize a union and sign a contract with the union without any input or approval from workers. These agreements, referred to as "Protection Agreements," often set employer-friendly contract terms and are signed before the company has hired workers at its worksite. With limited accountability, transparency, and no democratic elections, most unions in Mexico accommodated the needs of the companies. As a result, foreign direct investment in Mexico skyrocketed, but employee wages remained quite low. While there were independent unions in Mexico in some industries (such as in mining and airline industries), most unions were non-confrontational and did not provide consistent democratic processes to their members.

Now, the country has encountered a "perfect storm" for labor reform. In 2018, Mexico's President Andrés Manuel López Obrador was elected, and his party, the Morena Party, won control of Mexico's new congress. The Morena Party, which ran on a democratic socialist platform, campaigned for progressive

labor reforms and greater employee rights. Simultaneously, the United States demanded labor law reforms as part of NAFTA 2.0 renegotiations. American unions and President Donald Trump criticized Mexico's labor practices as unfairly undercutting American labor.

Under these circumstances, the new United States-Mexico-Canada Agreement (USMCA) expressly required Mexico to adopt labor law reforms, such as elections of unions by secret ballot, transparent negotiation and contract approval, an independent labor adjustment board or court, and democratic election of union officers. Existing Protection Agreements will be phased out. These reforms will bring more democratic unions, but also more labor strife, union organizing campaigns, and tougher negotiations much like those in the United States.

Changes to Mexico's federal labor law

Now, for the first time, Mexico's federal labor laws provide the following:

1. Protect the right of workers to engage in concerted activities for collective bargaining and to organize, form, and join the union of their choice.
2. Prohibit employer domination or interference in union activities, as well as discrimination or coercion against workers for union activity or support.
3. Prohibit unilateral changes to the collective bargaining agreement.

4. Establish a new independent and impartial body to (a) register union representation elections, (b) resolve disputes concerning collective bargaining agreements, and (c) verify the election of union leaders.
5. Create an effective system to verify that the election of union leaders are conducted through a personal, free, and secret vote of union members.
6. Implement strict time limits for union representation elections with no delays due to procedural challenges or objections.

In addition, all existing collective bargaining agreements (CBAs) must be ratified with the support of a majority of workers in the next four years to ensure Protection Agreements that lack actual worker support are fully eradicated. Unions have one year to modify its bylaws to comply with these new democratic responsibilities.

The new law calls for faster and easier union representation elections. Currently, the legislation requires only 30 percent of workers to certify a union representative to trigger an election/certification. In addition, Union representational challenges will no longer be reviewed by an executive department of Mexico's federal government, which was criticized for rubber-stamping unions that did not have majority support. Instead, representational challenges are subject to review by newly established and independent labor courts in the judicial branch.

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More change is still to come. The new law provides Mexico's Labor Ministry three months to establish procedures to ensure that the majority of workers support a CBA or revised agreement. Additionally, the Mexican Congress still must approve the budget and regulations of the new administrative body and labor courts. The successful implementation of these reforms will depend on the budget approved by the government and the regulations that are still to come.

What this means for employers

The changes likely will spur greater—and more meaningful—independent unionization than Mexico has ever experienced. Companies must prepare for a new era of labor relations. Colombia adopted similar

reforms some years ago and it saw independent unionization triple in only a few years. Employers will face greater risks of unionization. Stronger and more aggressive unions will demand greater company concessions, and companies must adapt to greater restrictions and obligations to comply with the new Federal Labor Law. Independent union organizing drives likely will become much more common. Labor activity is already increasing, evidenced by recent strikes in the city of Matamoros, Mexico, where approximately 30,000 workers from more than 70 manufacturing companies went on strike for 20-percent pay raises.

Companies seeking to maintain the flexibility necessary to respond to a changing global marketplace should evaluate their

labor relations strategy and seek legal advice on how to comply with these imminent new regulations and major changes in the labor landscape.

Jackson Lewis is collaborating with its Mexican counterpart in its international alliance of labor and employment firms, L&E Global, to assist clients and friends in navigating this big change in the law.

Authors: Jim Stone and Jim Verdi are attorneys in the Cleveland office of Jackson Lewis P.C., a national labor and employment law firm. They can be reached at (216)750-0404 or at james.stone@jacksonlewis.com and james.verdi@jacksonlewis.com. Please contact them or any lawyer in our Cleveland office if we can be of assistance. We will continue to update clients and friends with future articles and webinars as the law is implemented.

Spring Cleaning: Why You Need to Practice Smart Email Hygiene

By Marcel C. Duhamel

Email has become so ubiquitous in the practice of law that attorneys often underappreciate the risks misuse of it can cause. Failing to manage one's use of email can impose liability in multiple ways. This article offers some practice pointers for the use of this technology, after first highlighting some features of email that help contribute to its potential danger. Perhaps much of this guidance will appear to be common sense, but the truth is that all email users could benefit from being more intentional in how and why they create and store emails.

Some key features of emails

- It's in writing. That seems obvious, but people often treat email as though it were a verbal conversation.
- It's often written in haste. Lawyers are under pressure to be immediately responsive even when away from the office.
- It's not as private as it may seem. The author may believe she and the recipient are the only parties to the communication, but she has no control over to whom that recipient may forward that email.
- It's often informal. That can lead to carelessness in situations where precision is called for.

- It can be permanent. Email can reside on the sender's or the recipient's servers or backup systems forever and could be the subject of later discovery
- It can be accidentally destroyed. When emails do not reside permanently on a server, they can be lost or destroyed even when they should be retained.

Saying too much

Saying too much—or saying the wrong thing to the wrong people—can create liability in several ways.

Often writers inadvertently admit liability when none may otherwise have existed. This happens frequently when employees share their anxieties by writing messages like “I think I messed this up” or “I think we have a problem!” The writer may well not have actually made a mistake, or the problem may in truth be less serious than the author believes, but when read years later during a deposition or, worse, to a jury, expressions like these can have enormous impact. This problem often arises when the writer of the email is intending to paraphrase what a customer or client is saying but writes the email in such a way that there is ambiguity regarding whether the writer is expressing her own views or simply conveying what the customer is saying.

Writers also create liability through emails when none would exist without it. A common example is the communication of confidential information to the wrong person. Frequently the source of this problem is forwarding an email chain when other emails included within the chain should have stayed private.

Email can also induce employees to provide information they should not. Fraudsters often penetrate company cyber systems through email, and gain access when employees respond to phishing scams by clicking on links or downloading attachments that introduce malware.

Speaking to the wrong people

As important as what an email's author writes is to whom that author writes. Much more than letters or inter-office memos, emails can easily be sent to inappropriate recipients by inattentive or hurried writers. The infamous accidental “reply all” can lead to worse than mere embarrassment; when the message contains sensitive information that should not be transmitted to everyone on the email list, it can lead to waiver of the attorney-client privilege, violation of privacy rights, or the admis-

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sion of liability. The same is true of emails forwarded inappropriately.

Of particular concern to lawyers is Rule 4.2 of the Ohio Rules of Professional Conduct. The Rule provides: “In representing a client, a lawyer shall not communicate about the subject of the representation with a person the lawyer knows to be represented by another lawyer in the matter, unless the lawyer has the consent of the other lawyer or is authorized to do so by law or a court order.”

An area of concern is in responding to an email sent by opposing counsel, on which the sender copied her client. If the recipient replies to both the sender and the client, it is possible that opposing counsel could take the position that he did not consent to communications to his client. Perhaps the sender of the responsive email could argue that the first lawyer gave implicit consent by copying her client in the first place, but prudence suggests taking great care in this circumstance.

Mismanagement of retention

Businesses run into trouble with email retention in two, seemingly contradictory, ways: they keep emails they shouldn't, and they dispose of emails they should keep.

A general rule of good information management is that one should keep emails if there is a business reason or a legal reason to keep it. There are often good reasons to retain certain emails indefinitely. Some, for example, serve as evidence of the terms of a contract; after all, a written contract need not necessarily be a formal and signed document. Others serve as evidence of instructions or advice, and either the sender or the recipient may find it useful to be able to point to it when questions arise about why they acted in certain ways.

Further, businesses have a legal obligation to keep emails when they “reasonably anticipate” litigation. This duty often arises before a lawsuit is actually filed, and the failure to

retain relevant emails once it does can be very serious, and even case dispositive.

Despite the possible temptation to react to these concerns by keeping all emails indefinitely, good reasons exist for being selective about what emails to keep when there is no legal duty to retain them. Electronic storage has become inexpensive, but discovery in civil litigation has not. A large part of those discovery expenses relates to the need to cull through gigabytes, or even terabytes, of irrelevant emails in the search for documents needed to prove one's case or to respond to discovery requests. Companies that simply retain absolutely everything sometimes learn unfortunately how expensive that decision can become.

Author: Marcel Duhamel is a partner with Vorys, Sater, Seymour and Pease LLP, a full-service law firm in downtown Cleveland. Marcel is a litigator and a privacy lawyer, and regularly speaks on topics such as privacy, consumer protection, e-discovery and class actions. He may be reached at mcduhamel@vorys.com.

Benefits of incorporating Office 365 into your Information Governance Program

By Jeff Antone

Used in offices everywhere, Microsoft's Office 365 is a cloud computing service that provides email, collaboration, real-time messaging (IM), and other productivity tools to individuals and organizations.

What users may not realize is that Office 365 (O365) has built-in eDiscovery tools to identify, preserve, preview, collect, analyze, and cull electronically stored information (ESI) residing within the service.

For many companies, these features are included in their license plan and provides a possible cost-saving opportunity if they use them in place of existing information governance/eDiscovery tools. A common example is when an organization retains a third-party email archive service, which can cost hundreds of thousands of dollars annually to maintain and operate, not to mention the risk involved in not having this content under your direct control.

Most organizations find that O365's built-in eDiscovery tools, specifically in-place hold, content search, and export

can provide a comparable—and in some cases, better—solution than legacy email archiving technology. It's worth evaluating where and how these tools might be leveraged to meet the organization's eDiscovery needs.

Furthermore, organizations are moving to O365 to get various content, whether from repositories, acquisition, or legacy technology consolidated into one location so that when data needs to be collected, it can be streamlined, and users can search for content via a “single pane of glass.”

Also, once all content is under management of O365, organizations can begin to leverage solutions such as Azure Information Protection (AIP) to provide a single classification/retention solution for unstructured ESI. The benefits of using O365 with AIP are:

- Legacy technology can be intelligently moved to the cloud
- If the organization is struggling with privacy/security laws like the Ohio

Data Protection Act and/or GDPR, this system provides a much quicker and defensible way to grab data when there is a data access subject request (DSAR)

- A comprehensive and enforceable classification and retention policy across all user interfaces including mobile that will enforce your policies

O365 can not only help streamline an organization's data, it can also be a significant cost saver. While migration to this cloud-based platform can be a little overwhelming, the benefits of the built-in eDiscovery tools and compliance features certainly make up for any migration pains.

Author: Jeff Antone is an Information Governance Specialist with Epiq, a global leader in IG/eDiscovery and other legal technology services. Jeff is adept at helping clients understand the importance of compliant strategies to manage a well IG program that is proactive, reasonable and comprehensive. He may be reached at info_neo@epiglobal.com.

NEO CHAPTER NEWS

We ♥ CLEs + ROUNDTABLES

The Court of Law & the Court of Public Opinion: Crisis Communications When Litigation Looms

On Thursday, March 28, Buckingham, Doolittle & Burroughs, LLC presented a 1.5 CLE that focused on crisis communications. During the seminar, speakers John F. Hill (Buckingham), Thomas Fladung (Hennes Communications), and Jeff Lauderdale (The Lubrizol Company) covered important crisis comms practices.

Attendees learned how to establish and maintain control of the message; what to do when their CEO, Legal Department colleagues and the PR staff want to answer media calls with “no comment;” how to be successful on social media; and how to tell their story when litigation may be looming.



2019 Labor + Employment Law Update

On Tuesday, April 9, Jackson Lewis P.C. presented a half-day program on all things (well, almost!) related to labor and employment law.

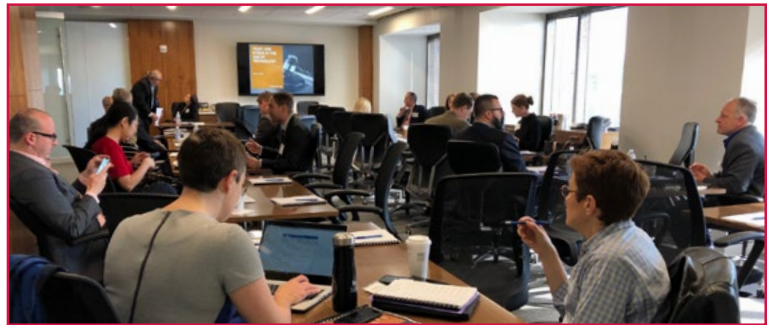
ACC NEO Board Member and 2018 Chapter President Jennifer Miller joined an all-star cast of in-house and outside counsel speakers who addressed several relevant L+E law topics, including the NLRB in transition, privacy issues, employment arbitration, and sex discrimination and pay equity in the #MeToo movement.



Trust and Ethics in the Age of Technology

On May 16, Vorys, Sater, Seymour & Pease presented a half-day program to a packed conference room in the firm's downtown office.

The speakers presented on topics that included artificial intelligence tools, an introduction to blockchain technology and the ethical considerations that come with it, as well as predictive technologies in discovery.



OUTREACH + PRO BONO WORK

ACC NEO went back to law school to share with students what it's like to work in-house

On March 26, Board Members Donald Herbe, Norma Jeanne Mudry, Todd Jackson, Jeff Lauderdale, Vesna Mijic-Barisic and David Stringer participated in “What it's like to work in-house” at Cleveland Marshall Law School at Cleveland State University.

The panelists each talked about their career trajectories after law school, what they work on regularly in their respective roles, and the differences between working in a corporate setting vs. a law firm.

For ACC NEO members who are interested in participating on future law school panels like this one, please contact Betsy Keck (neoh@accglobal.com) or a Board member.



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Recognitions

We'd like to thank our 2019 sponsors for supporting our chapter's educational and social programming:

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