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2021 Corporate Counsel Institute (CCI) Agenda

7:30 -8:00 am **Registration, Continental Breakfast & Visit Exhibits**

8:00 - 8:10 am **Welcome**

Sven Fickeler, Senior Corporate Counsel, Bunzl Distribution USA, Inc.

President, Association of Corporate Counsel, St. Louis Chapter

Anne-Marie Brockland, Casey, Devoti & Brockland PC

President-Elect, The Bar Association of Metropolitan St. Louis

8:10 - 9:00 am **Collaborating Across Intersections of Diverse Identities (1.0 Hrs Ethics/Elimination of Bias)**

Armstrong Teasdale

Courtney Jackson, Partner, Armstrong Teasdale

Khris Johnson-DeLoatch, Associate, Armstrong Teasdale

Sonji Young, Vice President of Diversity, Equity and Inclusion, Armstrong Teasdale

Sara Yang Bosco, Senior Vice President and General Counsel, Emerson

Amy R. Assouad, Senior Counsel, Labor & Employment and Benefits, Energizer Holdings Inc.

9:10 - 10:00 am **Managing Risk in Your Contracts**

Greensfelder Hemker & Gale P.C.

Clark Hedger, Officer, Greensfelder Hemker & Gale P.C.

Gregory Mollett, Officer, Greensfelder Hemker & Gale P.C.

Patrick Sweeney, Officer, Greensfelder Hemker & Gale P.C.

10:00 - 10:20 am **Break & Visit Exhibits**

10:20 - 11:10 am **What to Do When the Media Glare is On Your Client**

Dowd Bennett

Gabriel E. Gore. Partner, Dowd Bennett

Michelle Nasser, Partner, Dowd Bennett

James G. Martin, Partner, Dowd Bennett

11:10 - 11:30 am **Break & Visit Exhibits**

11:30 - 12:30 pm **Lunch & Presentation**

Bringing Soccer to St. Louis

Thompson Coburn LLP

A conversation with Jason Thein, Chief Administrative Officer & General Counsel of St. Louis City SC and Bob Wallace, Partner & Chair of the Sports Law Group at Thompson Coburn LLP

12:30 - 12:50 pm **Break & Visit Exhibits**

12:50 - 1:40 pm **Diversity Trailblazers**

Stinson LLP

Jan Hendrickson, Partner, Stinson - Moderator

Erin Braddock, Vice President and Chief Diversity Officer, Enterprise Holdings, Inc.

Sharon Ivy, Manager of Diversity & Inclusion, Stinson LLP

Samir Mehta, Assistant General Counsel, Litigation and Intellectual Property, MiTek Inc

Trecia Pessoa, Vice President & Senior Managing Counsel, Digital Consumer Solutions, Mastercard

1:40 - 2:00 pm **Break and Visit Exhibits**

2:00 - 2:50 pm **Break Out Session A**

What to Do When the FBI or Justice Department Comes Calling

Husch Blackwell

Salvador Hernandez. Senior Compliance and Ethics Advisor, Husch Blackwell

Jeff Jensen, Partner, Husch Blackwell

2:00 - 2:50 pm **Break Out Session B**

**Employment Law Perspectives: 8-Months Into the Biden Administration
and What's Changed, What Hasn't and What to Expect from Here**

Ogletree Deakins

Gregg M. Lemley, Shareholder, Ogletree Deakins

Robert W. Stewart, Shareholder, Ogletree Deakins

2:50 - 3:10 pm	Break and Visit Exhibits
3:10 - 4:00 pm	Break Out Session C International Commercial Transactions for the In-House Lawyer - Tips to Expand Your Skillset and Achieve Your Objectives Bryan Cave Leighton Paisner Ashley Baker, Partner, Bryan Cave Leighton Paisner Fred Bartelsmeyer, Bryan Cave Leighton Paisner
3:10 - 4:00 pm	Break Out Session D Managing Your Business Risk in Today's Data Privacy and Security Environment Polsinelli Rebecca Frigy-Romine, Privacy Officer, Polsinelli Hannah Ji-Otto, Privacy & Data Security Attorney, Polsinelli
4:00 - 4:20 pm	Break and Visit Exhibits
4:20 - 5:10 pm	Jazz Drumming and the Art of Creative Persuasion Rudolfo (Rudy) Rivera, Chief International Counsel, Fidelity National Financial Steve Pappaterra, Syncopate Advisors
5:10 - 6:30 pm	Cocktail Reception



Amy Assouad
Senior Counsel, Labor & Employment and Benefits Energizer Holdings, Inc.

Her practice is focused on providing labor and employment counseling to all business functions in more than 30 countries. She also provides advice on employee benefits and compliance issues. Amy works on diversity, equity, inclusion, and belonging initiatives and helped launch Energizer's Women's Leadership Network. Prior to joining Energizer, Amy held in-house positions in the financial services and cable industries, she represented employers in private practice, and she was a federal judicial law clerk.



Ashley Baker
Partner
Bryan Cave Leighton Paisner

Ashley Baker represents public and private company clients and private business owners in connection with a broad range of corporate transactional matters. Her practice focuses on advising clients in connection with their merger, acquisition, and divestiture transactions; their joint venture and other strategic transactions; their corporate governance and formation matters; their contractual matters; and their general business and securities law counseling matters. Ms. Baker also represents clients in the preparation and negotiation of various commercial contracts, including supply agreements, services agreements, manufacturing agreements, distribution agreements, employment agreements, confidentiality agreements, non-competition agreements and licensing agreements. Ms. Baker has experience with companies in a number of different industries, including manufacturing, technology, life sciences, healthcare, consumer goods, private equity, executive office leasing and retail.



Rebecca Frigy-Romine
Privacy Officer
Polsinelli

Her practice focuses on many facets of the general health care business with a specific emphasis on the privacy and security of health information and issues related to health information technology and the digital health environment.

Rebecca has significant experience in the following areas and remains abreast of the ever changing regulatory environment:

- *Addressing compliance issues and developing policies and procedures under HIPAA, the HITECH Act, state privacy laws, and 42 CFR Part 2 (alcohol and drug abuse treatment records).*
- *Assisting clients navigate issues related to electronic health records, including advising on the 21st Century Cures Act information blocking regulations, promoting interoperability requirements, and issues specific to health information exchanges.*

Rebecca regularly assists our M&A and transactions teams with privacy and security diligence, transactional documentation and considerations, transition services agreements, and post-closing compliance strategy and tasks. Her experience is deep across the spectrum of types of health care providers, which includes hospitals. These efforts include:

- *Coordinating with representations and warranties insurers and lenders to evaluate risk related to privacy and security compliance issues.*
- *Negotiating special indemnification provisions in purchase agreements related to HIPAA-related compliance issues.*
- *Assisting clients with negotiating and operationalizing post-closing transitional services agreements, which in several instances have involved integrated electronic health record issues.*
- *Assisting clients with implementing HIPAA compliance programs post-closing.*



Fred Bartelsmeyer

Partner

Bryan Cave Leighton Paisner

Fred Bartelsmeyer's practice serves businesses in a wide range of domestic and foreign matters. These clients primarily are U.S., European and Asian companies in connection with their investments and other business activities. He is knowledgeable in business-related aspects of the world's legal systems, as well as in business practices and cultures of many countries.

Mergers and acquisitions, joint ventures, technology transactions and other commercial relationships such as licensing, teaming, research and development, distribution and supply are the focus of Mr. Bartelsmeyer's activities. He spends most of his time assisting clients in planning, negotiating, documenting, and implementing these transactions, often in conjunction with a team of Bryan Cave Leighton Paisner lawyers and lawyers from other firms

which he has assembled for the specific project. He also advises clients on international antitrust and trade issues. He practices law in both the English and German languages.

Mr. Bartelsmeyer, a partner resident in the St. Louis office, began practicing with Bryan Cave in 1983. He conducted his international transaction practice from the Firm's New York office from 1986 to 1989, having particular emphasis on work for Japanese and European clients. He maintained a European-based transaction practice and managed the Firm's German office for six years beginning when he moved to Frankfurt in 1990. After he returned to St. Louis in 1996, his practice continued in international transactions and trade matters, and in particular since then he has extensively advised clients on matters in Asia, including China, Japan, India, Korea, Singapore, and other Asian countries.

Mr. Bartelsmeyer has also been active in firm leadership, having managed at various times the firm's offices in Shanghai, Hong Kong, and Paris, in addition to the 6 years he spent in Frankfurt, and being responsible from 2007-2016 for the overall coordination of the firm's practice matters in Europe. Mr. Bartelsmeyer also served on the firm's Executive Committee from 2008 to 2014 and chaired the committee responsible for promotion of partners.



Errin Braddock
Vice President and the Chief Diversity Officer
Enterprise Holdings, Inc.

In this position, he is responsible for bringing to life the company's strategic vision for diversity, equity, and inclusion (DE&I). That includes developing and implementing an enhanced global DE&I strategy to advance key initiatives, as well as tracking and communicating progress toward organizational objectives.

Enterprise Holdings operates – through an integrated global network of independent regional subsidiaries and franchises – the Enterprise Rent-A-Car, Alamo Rent A Car and National Car Rental brands, as well as more than 9,500 fully staffed neighborhood and airport locations, including franchisee branches, in nearly 100 countries and territories. Enterprise Holdings is the largest car rental company in the world, as measured by revenue and fleet. In addition, it is the most comprehensive service provider and only investment-grade company in the U.S. car rental industry.

The company and its affiliate Enterprise Fleet Management together offer a total transportation solution, operating nearly 1.7 million vehicles throughout the world and accounting for nearly \$22.5 billion in revenue in fiscal year 2020. Combined, these businesses include the Car Sales, Truck Rental, CarShare, Commute vanpooling, Exotic Car Collection, Subscribe with Enterprise, Car Club (U.K.) and Flex-E-Rent (U.K.) services, all marketed under the Enterprise brand name, as well as travel management and other transportation services to make travel easier and more

convenient for customers. The annual revenues of Enterprise Holdings – one of America's largest private companies – and Enterprise Fleet Management rank near the top of the global travel industry, exceeding many airlines and most cruise lines, hotels, tour operators and online travel agencies.

Braddock, who has spent significant time as in-house counsel and a practicing attorney, has worked on a wide variety of labor and employment issues over the years. From 2002-08, he specialized in labor and employment matters as an associate at the St. Louis law firm of Blackwell Sanders Peper Martin (now Husch Blackwell). Throughout his career, Braddock has provided counsel and support on affirmative action compliance, inclusion, and diversity training in addition to equal opportunity laws.

Braddock joined Enterprise in 2008 in the role of Employment Counsel. In 2014, he was promoted to Assistant Vice President for Labor and Employment. He advanced to Vice President for Labor and Employment in 2020 before the promotion to his current position of Vice President & Chief Diversity Officer in 2021.

DE&I is not just a passion for Braddock, but one that he has lived throughout his life. During his time at Enterprise, he has provided strong strategy and counsel with a focus on initiatives that can move the business forward. He has provided direct support, coaching and guidance to the company's DE&I team since its inception. Specific engagement has centered around the creation and alignment of content for the company's DE&I programs and training with an eye toward accountability. He is a key advisor for the company's HR professionals, General Managers and other senior leaders on difficult issues related to race, age, gender, and disability opportunities.

Braddock earned his B.A. in political science from Hampton University and J.D. from Washington University in St. Louis. Outside of his full-time job, Braddock has dedicated his time and expertise to organizations committed to serving underrepresented communities. He has served on more than 10 local boards of directors, including his current involvement with the St. Louis Public Schools Foundation, Girls, Inc., and DeSmet Jesuit High School.



Edward L. Dowd, Jr.
Managing Partner
Dowd Bennett LLP

Edward L. Dowd Jr. is a litigator who defends corporations, professional service firms and individuals in high-stakes, complex civil, and white collar criminal cases and investigations. He represents clients with the U.S. Attorneys' Offices, the SEC, DOJ, EPA,, IRS, Health and Human Services and other federal and state agencies. In addition, Ed works with companies to strengthen corporate compliance in order to avoid the initial missteps that result in investigations and trials.

Ed's legal career includes years as a federal prosecutor and private practice litigator. He served as special counsel in the investigation of events surrounding the Branch Davidians in Waco. Prior

to that, he was U.S. Attorney for the Eastern District of Missouri where he set policy and supervised the professional and support staff in handling thousands of civil and criminal cases for the U.S. government.

Repeatedly recognized by industry publications for his work in white collar criminal defense, commercial litigation and corporate compliance, Ed was named Best Lawyers® 2016 Corporate Compliance Law “Lawyer of the Year” in St. Louis in 2016, 2018 and 2020. Chambers & Partners, considered to be the leading rankings directory in the legal profession, has repeatedly listed Ed as a “Band 1” attorney (the highest ranking) in Missouri in the areas of “Litigation: White-Collar Crime & Government Investigations.”



Gabriel E. Gore
Partner
Dowd Bennett LLP

Gabriel E. Gore is an experienced trial lawyer who concentrates on complex civil litigation and white collar defense. He has tried over twenty cases, including cases involving breach of contract, product liability, misappropriation of trade secrets, securities fraud, breach of trust, employment and property damage claims.

His clients include Fortune 500 corporations, corporate executives, and high-ranking government officials.

Prior to joining Dowd Bennett, Gabe served as a law clerk to the Honorable John R. Gibson of the Eighth Circuit Court of Appeals; an assistant U.S. attorney; an assistant special counsel for the Waco investigation; an associate at Williams & Connolly LLP; and a partner at Bryan Cave LLP.

Gabe is active in the community. He currently serves on the Missouri State University Board of Governors and served as Board Chair during 2019. He also currently serves on the Forest Park Forever Board. He served as a gubernatorial appointee to the Ferguson Commission, which was charged with making recommendations to move the St. Louis community forward following the unrest in Ferguson, Missouri. He was also a founding board member of KIPP St. Louis Public Charter Schools.



Clark Hedger
Officer
Greensfelder, Hemker & Gale, P.C.

Clark Hedger, an Officer at Greensfelder, Hemker & Gale, P.C., is a business lawyer whose practice encompasses a range of matters including complex commercial litigation, internal investigations, products liability, and business torts. He serves clients in the pharmaceutical, health care, bio-technology, automotive and trucking industries, among others. Clark has tried cases to verdict in state and federal court and regularly defends his clients in state and federal courts, as well as in various arbitral forums, throughout the Midwest. In addition to defending businesses and business owners against business torts, in contract disputes, in business divorces and in other ownership disputes, he also defends product manufacturers in various segments of the automotive industry against claims attacking the design, manufacture and distribution of their products. He has defended clients in cases (including class actions) alleging consumer fraud, unfair business practices and violations of state and federal statutes, including RICO. Clark often represents plaintiffs in business disputes as well and brings breach of contract claims and other business disputes. In addition to his litigation practice, he regularly provides counseling (pre-litigation and otherwise) on issues related to strategic business planning, technology transactions, employment law and other operational matters. He received his J.D. from Saint Louis University School of Law.



Jan Hendrickson
Partner, Intellectual Property & Technology
Stinson LLP

Jan Hendrickson, Partner, Intellectual Property & Technology at Stinson LLP. A registered patent attorney with a Ph.D. in chemistry, Jan focuses her considerable experience on the development, management, and enforcement of worldwide patent portfolios. Jan's diverse experience and scientific background helps her navigate competitive and evolving technologies in the clean energy, renewable energy, pharmaceutical, oil and gas and chemical industries. Prior to her legal career, Jan worked as an area chemist at the DuPont Company and taught chemistry as an assistant professor of chemistry at College of the Mainland in Texas City, Texas.

Jan is actively involved with a number of organizations, including Women's Foundation of Greater Saint Louis and Network for Strong Communities (NSC).



Salvador Hernandez
Senior Compliance and Ethics Advisor
Husch Blackwell

Sal began his career inside government with 25 years at the FBI, where he rose through the ranks, via numerous assignments, from Special Agent to executive-level positions at FBI Headquarters in Washington, DC, the U.S. Embassy in Mexico City, and the FBI's Los Angeles Field Office. At FBI Headquarters, as Deputy Assistant Director in the Criminal Investigative Division, he had oversight responsibility for the FBI's Financial Crimes and Public Corruption Programs. In Los Angeles, he held the title of Assistant Director and served as the office's chief executive, with responsibility for the work of more than 1,300 FBI employees charged with carrying out the FBI's criminal, counterterrorism, and national foreign-intelligence responsibilities in Southern California. Sal followed his FBI career with a career in the private sector where, first as Security Director, and then as Vice President of Compliance and Ethics, he expanded the security and investigations programs and established and led the legal and regulatory compliance efforts at Enterprise Holdings, Inc., the world's largest vehicle rental, leasing, and sales company.

Sal is uniquely suited to collaborate closely with attorney teams and clients to strategize at all stages of investigative and compliance-program work. He has experience building compliance structures for clients and is equally adept at program review, risk assessment, crisis response and mitigation.



Sharon Ivy
Manager of Diversity & Inclusion
Stinson LLP

Sharon Ivy is the Diversity & Inclusion Manager at Stinson LLP where she supports the firm's initiatives to systemically interrupt bias and equip individuals with tools to build an equitable and inclusive culture. Prior to joining Stinson, she practiced law for a decade in the Kansas City area. Sharon's passion for this work extends to her community involvement, where she lends her expertise to organizations seeking to embed diversity, equity, and inclusion within their institutions.



Courtney Jackson
Partner
Armstrong Teasdale

Courtney Jackson is a Partner in the Intellectual Property Group at Armstrong Teasdale LLP. Courtney focuses her practice on domestic and foreign trademark portfolio management. Most often, she provides counsel regarding brand management, strategy and related operational issues involving trademarks and copyrights. For various national and international organizations, Courtney assists in the development, maintenance, and protection of their trademark portfolios.



Jeff Jensen
Partner
Husch Blackwell

Jeff is one of the few attorneys in the country with the distinction of serving as a special agent for the FBI, a federal prosecutor, a lawyer in private practice with a large law firm, and U.S. Attorney. Jeff's unique combination of credentials gives him a 360-degree perspective on client challenges, allowing him to identify the underlying facts of investigations and litigations in order to efficiently determine the appropriate course of action. He has secured favorable results for clients, both in enforcing client rights and defending against a wide array of civil, regulatory, and criminal allegations.

Jeff began his career as a Certified Public Accountant (CPA) for PricewaterhouseCoopers, and he calls upon this early experience in matters involving alleged financial malfeasance, as well as in instances where clients are victims of fraud or other financial crimes. Whether in the context of an internal investigation or responding to enforcement actions, Jeff develops plans of action that align with client objectives in response to a wide variety of issues ranging from securities fraud to restatements of financials, as well as misappropriation of corporate assets, embezzlement, lapping, fictitious sales, and account skimming, and other types of accounting fraud.

Jeff served as an FBI special agent in St. Louis for 10 years and as a federal prosecutor for another decade when he led prosecutions of notorious securities and corporate fraud cases. In 2017, He was named U.S. Attorney for the Eastern District of Missouri, the District's top-ranking federal law enforcement official, and directed an office with 70 criminal and civil attorneys. Jeff oversaw thousands of federal prosecutions in the District, including those related to white-collar crime, public corruption, terrorism, organized crime, firearms, and narcotics. He also led the office in defending the United States in civil cases and collecting debts owed to the United

States. Further, Jeff served on the Attorney General's Advisory Committee, representing U.S. Attorneys from the Eighth Circuit.

Jeff leads the firm's White Collar, Internal Investigations & Compliance practice group.



Hannah Ji-Otto
Privacy & Data Security Attorney
Polsinelli

Hannah Ji-Otto is a privacy & technology transaction attorney with ample experience working in-house and at a law firm. She is well-versed in assisting businesses to build their global privacy compliance programs from the ground up. Hannah is dedicated to understanding each client's needs regarding their

business model, practices and objectives to protect and profit from their investment in data and technologies. She utilizes her experience to advise various industries, including global manufacturers, health care conglomerates, software providers, insurance companies, digital marketers, retailers, and global e-commerce platforms. Hannah frequently represents clients on privacy, data security, and various technology transactional matters.

Data Privacy & Security

Hannah's practice helps clients develop strategies to prepare and comply with international and domestic data protection laws, regulations, standards and frameworks, including the General Data Protection Regulation (GDPR), the privacy and cybersecurity laws of the People's Republic of China, the California Consumer Privacy Act (CCPA), the Children's Online Privacy Protection Rule (COPPA), the Controlling the Assault of Non-Solicited Pornography And Marketing Act (CAN-SPAM) and the EU/Swiss-US Privacy Shield Frameworks. Hannah has extensive certifications in this space, including:

- *Fellow of Information Privacy (FIP)*
- *Certified Information Privacy Professional: U.S. Private Sector (CIPP/US), Europe (CIPP/E), Canada (CIPP/C), Asia (CIPP/A)*
- *Certified Information Privacy Manager (CIPM)*
- *Hannah helps organizations of all sizes to stay ahead of the ever-changing data privacy laws. Her experience includes:*
- *Developing corporate policies and procedures around data privacy, security and business continuity.*

- Guiding multinationals in overcoming hurdles to transfer personal data to and from jurisdictions with data export and data localization requirements, including the countries within the EU and the APAC regions;
- Assisting U.S.-based companies in applying EU-US and Swiss-US Privacy Shield certifications;
- Conducting risk assessments and privacy due diligence for various corporate transactions, including mergers and acquisitions;
- Responding to governmental inquiries resulting from data breaches, conducting internal investigations, and analyzing potential cyber liabilities;
- Assist companies in providing breach notifications to affected individuals and regulators.
-

Technology Transactions

Hannah regularly represents companies in complex technology transactions involving outsourcing, licensing, hosting, software development, distribution, cloud computing, and data sharing, with a particular focus on new and transformational technologies or business models. Her experience includes:

- Drafting and negotiating licenses for "as a service" (aaS) models, including Platform as a Service (PaaS), Software as a Service (SaaS), Infrastructure as a Service (IaaS) and Data as a service (DaaS);
- Preparing end-user license agreements (EULAs), master licensing agreements (MLAs) and vendor agreements;
- Negotiating technology agreements for (or against) a variety of technology companies, including the industry leaders in HealthTech, AdTech, InsureTech and Fintech.



Khris Johnson-DeLoatch
Associate
Armstrong Teasdale

Khristopher Johnson-DeLoatch is an associate in Armstrong Teasdale's Litigation practice group, where he handles disputes for companies of all sizes. With prior experience as a summer associate at the firm and as a judicial intern for the Hon. Beth Phillips in U.S. District Court for the Western District of Missouri, he is skilled at conducting research and analysis on various legal issues, including employment law and labor-related matters, as well as drafting memoranda, summary judgment and other motions, and conducting investigations.



Gregg M. Lemley
Shareholder
Ogletree Deakins

Mr. Lemley has practiced exclusively in the area of labor and employment law and related litigation since 1995. He concentrates his practice primarily in litigation of employment and employment related commercial disputes and employer counseling. He has represented employers in a wide range of litigation matters in both state and federal court, and before arbitrators, administrative law judges and other tribunals in disputes involving alleged discrimination based on race, sex, age, religion, disability, national origin and the FMLA, sexual and racial harassment, retaliation (including workers' compensation and whistleblower retaliation), tortious interference with contract, ERISA violations, LMRA claims, employment contract disputes and other employment related claims and commercial disputes, including numerous non-compete and non-solicitation disputes. He also has extensive experience representing clients in class and collective action wage and hour claims brought under the FLSA and state wage laws. He also has practiced before numerous state administrative hearing tribunals and has extensive experience in alternative dispute resolution, including mediation and early neutral evaluation.

Mr. Lemley also is a certified mediator for the Eastern and Western Districts of Missouri and for the State of Missouri. Additionally, he assists both private and public employers in the development, implementation and application of harassment, drug testing, family medical leave and a wide range of other personnel policies and in drafting and revising employee handbooks and has counseled clients in developing overarching HR compliance plans, conducting HR compliance audits, engaging in mass layoffs and in evaluating employment and labor issues related to business combinations. Mr. Lemley has presented client seminars on topics ranging from harassment to employee evaluation, discipline, and termination in light of state and federal employment laws, to proper hiring protocol, navigating employee leave laws, social media, workplace technologies and a broad range of other topics. Mr. Lemley also frequently addresses the television, radio, and print media on a variety of employment related topics.

Mr. Lemley has been designated a 2009-present Missouri Super Lawyer based on peer surveys by Law & Politics recognizing him as among the top 5% of attorneys in Missouri. Mr. Lemley has been listed in Chambers USA since 2010, where he has been singled out as one of the top labor and employment lawyers in the country and for "delivering easily understandable advice and taking time to understand client interests fully," and highlighted for his work in wrongful termination and discrimination matters. Mr. Lemley has been listed in Best Lawyers since 2013 and is a 2017 and 2018 BTI Client Service MVP.

Mr. Lemley founded the St. Louis office of Ogletree Deakins in 2007.



James G. Martin
Partner
Dowd Bennett

Litigator James G. Martin defends corporations and individuals facing high-stakes, complex business lawsuits, white collar criminal charges, and allegations of corporate governance and compliance violations.

Jim is a former U.S. Attorney for the Eastern District of Missouri. Prior to that, he was director of investigative operations for the John C. Danforth Office of Special Counsel where he supervised attorneys and federal agents investigating the 1993 confrontation between law enforcement and the Branch Davidians in Waco, Texas.

Jim spent 21 years as a federal prosecutor, prosecuting white collar crime, public corruption, and tax fraud.



Samir Mehta
Assistant General Counsel, Litigation, and Intellectual Property
MiTek Inc

Samir spent the past ten years practicing in intellectual property litigation and prosecution, most recently as a partner at Stinson, LLP, before moving in house to MiTek, Inc. where he works on intellectual property and litigation issues. Samir Mehta is the President of the South Asian Bar Association of North America from 2021-2022. Samir is the proud husband of Heather Marie

Mehta, partner at Greensfelder Hemker & Gale, P.C., and father of Bennett (7) and Anika (4).



Gregory Mollett
Officer
Greensfelder Hemker & Gale P.C.

Gregory C. Mollett is an Officer and co-leader of the Litigation Practice Group at Greensfelder, Hemker & Gale, P.C. His practice includes extensive experience in commercial, real estate and environmental litigation. As a litigator, Greg has represented businesses in complex tort, contract, breach of fiduciary duty, tortious interference, non-competition, restrictive covenant, licensing, UCC sales, and other commercial litigation. As a former

insurance professional, Greg has professional experience in insurance coverage, fraud, bad faith, and vexatious refusal matters, and he holds the CPCU designation from the American Institute of Chartered Property Casualty Underwriters. In addition to litigating cases, he advises business

clients on general business and commercial law. Greg has an MBA and has lectured on business law at the University of Illinois. Greg also represents and counsels' real estate developers, property owners, tenants, brokers, and property managers and has extensive environmental law experience, including in CERCLA and RCRA litigation and private party liability allocation. His environmental practice has included representation of small and medium-size companies, not-for-profit corporations, and large industrial and commercial clients such as those in the petroleum refining, secondary aluminum, and primary zinc manufacturing industries. He received his J.D. from University of Illinois College of Law.



Michelle Nasser
Partner
Dowd Bennett

Michelle Nasser is a criminal and civil trial lawyer with extensive first chair trial and investigation experience. As a former federal prosecutor, Michelle focuses her practice on white collar defense and internal investigations.

Michelle also routinely represents corporations and individuals in complex civil commercial litigation and employment matters, including both the defense and prosecution of claims involving breach of contract, fraud, unjust enrichment, and employment discrimination. Before joining Dowd Bennett, Michelle served for more than 13 years as a federal prosecutor and supervisor in the U.S. Attorney's Office in Chicago, serving in the office's Major Case, Financial Crimes, General Crimes, and Violent Crimes sections.

Before joining the U.S. Attorney's Office, Michelle was an associate at a large law firm in Chicago, and a law clerk for a federal judge in Chicago.



Trecia Pessoa
Vice President & Senior Managing Counsel, Digital Consumer Solutions
Mastercard

Trecia oversees global legal strategy and advice for Mastercard's consumer products across the credit, debit & prepaid businesses and the development of digital platforms to enable these solutions. In her previous roles, Trecia served as the lead attorney, North America and Latin America, providing transactional, legal and regulatory support for Mastercard Payment Gateway Services, Mastercard's global omni-channel digital payment technology for the processing of payment transactions, and served as Senior Counsel, North America, providing legal and regulatory

support for Mastercard's merchants and non-bank customers. Prior to joining Mastercard, Trecia held roles as in-house counsel in the financial services, technology and hospitality industries and began her career as an associate at national law firms where her practice focused on corporate and financing transactions. She is passionate about mentoring, leads a team of volunteer mentors for female high school students and provides pro bono legal services to low-income clients on a variety of matters.



Meshach Rhoades
Partner and Chief Diversity Officer
Armstrong Teasdale

Meshach Rhoades is a partner in the firm's Litigation practice group. She is an experienced litigator and trusted advisor to senior management in all facets of complex commercial and regulatory litigation. Meshach has litigated a variety of cases regarding contracts, intellectual property, business torts, real estate, class actions, finance and banking litigation, and labor

and employment in state and federal courts nationwide. In addition to her active practice, she serves as Chief Diversity Officer leading the execution of the firm's strategy on diversity, equity and inclusion, as well as ongoing and new initiatives to build and sustain a culture of inclusion and belonging.



Robert W. Stewart
Shareholder
Ogletree Deakins

Bob Stewart is equally comfortable and experienced in the field of Employment Law/Litigation, as well as in the field of Traditional Labor Law.

Bob has extensive employment law/litigation experience, having first chaired more than 50 cases to verdict (half jury tried – half bench tried). These cases have ranged from single plaintiff discharge cases – to multiple plaintiff hostile work environmental cases – in State Courts and in several Federal District Courts. Litigators, despite their best efforts, often end up in Appellate Courts. Bob has argued approximately 25 such cases before Appellate Courts, including the Eighth Circuit, the Seventh Circuit and the Missouri Supreme Court. Throughout his career, counseling clients on virtually all aspects of the employment relationship successfully to avoid litigation, has also been a focus.

Bob also has extensive Traditional Labor Law experience in assisting employers in dealing with labor unions. This has included preventative labor relations, NLRB appearances and trial work, handling union organizing campaigns and strikes, collective bargaining and trying arbitration cases. For example, Bob has first chaired more than 100 collective bargaining agreements and has tried more than 200 labor arbitrations.

Bob is listed in Best Lawyers in America and has long been AV rated by Martindale Hubbell.



Patrick Sweeney
Officer
Greensfelder Hemker & Gale P.C.

Patrick J. Sweeney is an Officer and co-leader of the Closely Held Business/Private Client Industry Group at Greensfelder, Hemker & Gale, P.C. In his legal practice, Patrick provides business-minded counsel to middle-market companies across a range of corporate matters, including mergers and acquisitions, corporate finance and general outside counsel advice. He provides strategic M&A counsel to buyers and sellers, frequently in the manufacturing, distribution, energy, retail, and professional service industries. Drawing upon his experience as in-house counsel for a private equity-sponsored company in the apparel industry, he understands the business needs of his clients from an insider's perspective and is frequently called upon to act as outside general counsel. Patrick also devotes a significant portion of his practice to representing borrowers and lenders in a range of financing transactions. He handles commercial and industrial loans, real estate-based transactions and conventional asset-based loans. Patrick has assisted numerous clients in ESOP transactions. In collaboration with Greensfelder's ERISA attorneys, he has represented ESOP trustees, buyers, sellers and ESOP sponsors in the formation, acquisition and divestiture of ESOP-owned companies. He received his J.D. from Northwestern University School of Law.



Jason Thein
Chief Administrative Officer & General Counsel
St. Louis City SC

As the Chief Operating Officer (COO) and General Counsel (GC), Jason Thein oversees team and stadium business and manages all non-soccer operations and legal aspects of St. Louis CITY SC. Prior to Thein's current role, he was a partner with Thompson Coburn LLP, the largest law firm in St. Louis. He also currently serves as a board member of Forest Park Forever.



Bob Wallace
Partner & Chair of the Sports Law Group
Thompson Coburn LLP

As chairman of Thompson Coburn's Sports Law Group, Bob represents teams, prospective buyers of sports teams, companies interested in sports marketing and civic and government entities facing team relocation or facility issues. Bob has cultivated more than 30 years of experience in both the St. Louis business community and the national sports arena through his past executive and legal work for the Philadelphia Eagles and the St. Louis Football Cardinals. He spent 16 years with the Rams, serving as the team's executive vice president and general counsel. During his 30-year career in professional football, Bob was one of the highest-ranking African-American club executives in the National Football League.



Sara Yang Bosco
Senior Vice President and General Counsel
Emerson

Sara Yang Bosco is Vice President, Secretary and General Counsel at Emerson. In her role, she is responsible for Emerson's legal affairs, as well as providing legal counsel on a wide range of matters, such as mergers and acquisitions, compliance, dispute resolution, and corporate and commercial operational matters. Bosco was previously president of Emerson's Asia-Pacific organization and was responsible for corporate operations and strategic development in the Asia-Pacific region, a role she held since 2008. She began her career at Emerson in 2005 as general counsel for Emerson in Asia-Pacific.



Sonji Young
Vice President of Diversity, Equity and Inclusion
Armstrong Teasdale

Sonji (Sewn-Jee) Young serves as Vice President of Diversity, Equity and Inclusion at Armstrong Teasdale LLP. Sonji Young is responsible for implementing Armstrong Teasdale's diversity, equity and inclusion (DEI) strategy across the firm. An emerging thought leader in the field of DEI, Sonji has guided DEI strategies for a number of notable Fortune 500 companies, including the United States' largest semiconductor manufacturer. In her day to day work, she leads rollout of DEI-related training and programming, provides leadership to employee resource groups and affinity groups, and directs an intentional approach to shaping AT's culture of inclusion and belonging.

COLLABORATING ACROSS INTERSECTIONS OF DIVERSE IDENTITIES (1.0 HRS ETHICS/ELIMINATION OF BIAS)

MESHACH RHOADES

PARTNER AND CHIEF DIVERSITY OFFICER
ARMSTRONG TEASDALE

COURTNEY JACKSON

PARTNER
ARMSTRONG TEASDALE

KHRIS JOHNSON-DELOATCH

ASSOCIATE
ARMSTRONG TEASDALE

SONJI YOUNG

VICE PRESIDENT OF DIVERSITY, EQUITY, AND INCLUSION
ARMSTRONG TEASDALE

SARA YANG BOSCO

SENIOR VICE PRESIDENT AND GENERAL COUNSEL
EMERSON

AMY R. ASSOUD

SENIOR COUNSEL, LABOR & EMPLOYMENT AND BENEFITS
ENERGIZER HOLDINGS INC.



Armstrong
Teasdale

Welcome to this morning's
panel discussion...

Collaborating Across Intersections of Diverse Identities



1

Join Us In Welcoming Today's Panelists:

AMY ASSOUD

Senior Counsel, Labor &
Employment and Benefits

Energizer Holdings

KHRIS JOHNSON - DELOATCH

Associate, Litigation Practice Group

Armstrong Teasdale LLP

SARA YANG BOSCO

Vice President, Secretary &
General Counsel

Emerson

COURTNEY JACKSON

Partner, Intellectual Property
Group

Armstrong Teasdale LLP

SONJI R. YOUNG *(Moderator)*

Vice President, Diversity,
Equity & Inclusion

Armstrong Teasdale LLP



Collaborating Across Intersections of Diverse Identities

2

What we'll cover

Collaborating Across Intersections of Diverse Identities

- 01 Lessons from 2020
- 02 Intentional about inclusion
- 03 Strengths/Opportunities in diverse legal workplaces
- 04 Role modeling inclusive leadership to foster collaboration
- 05 Final takeaways



3



How did 2020 shape your awareness of the diversity that exists around you?

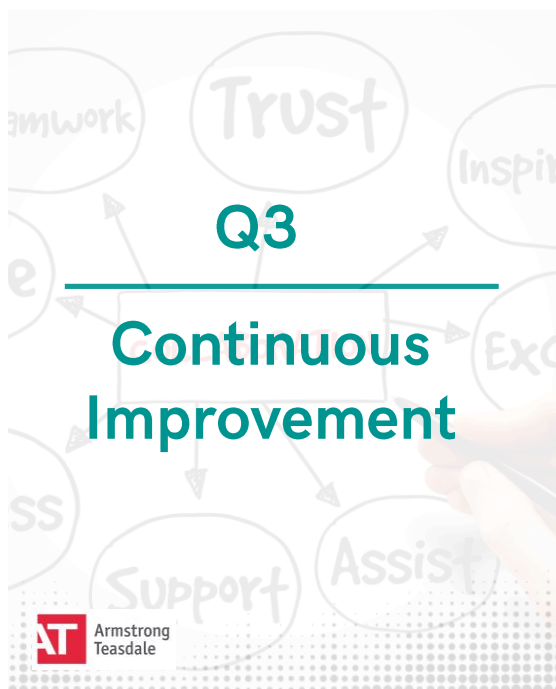
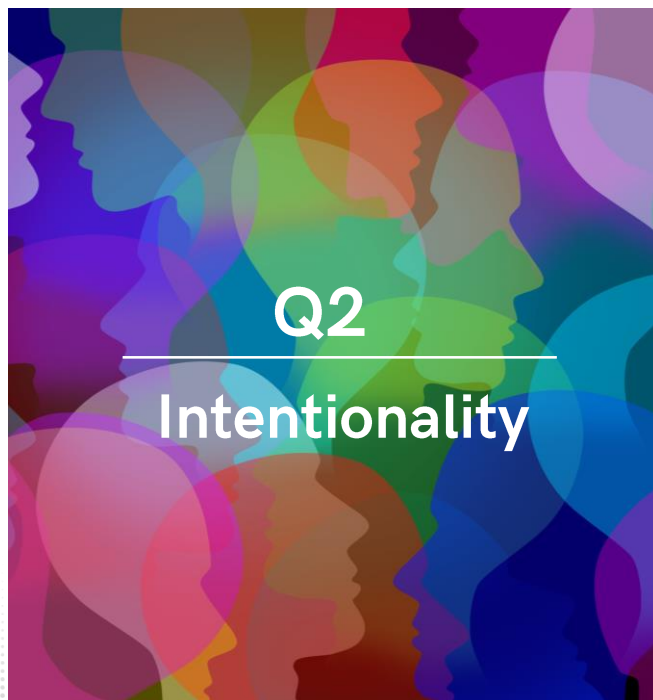
Given your awareness of DEI, what has it taught you about your personal ability to adapt and collaborate amid evolving workplace dynamics?

4

Rather than view the array of diverse experiences and identities around us as barriers, how have you intentionally worked to be more inclusive in light of the need for greater collaboration?



5



6

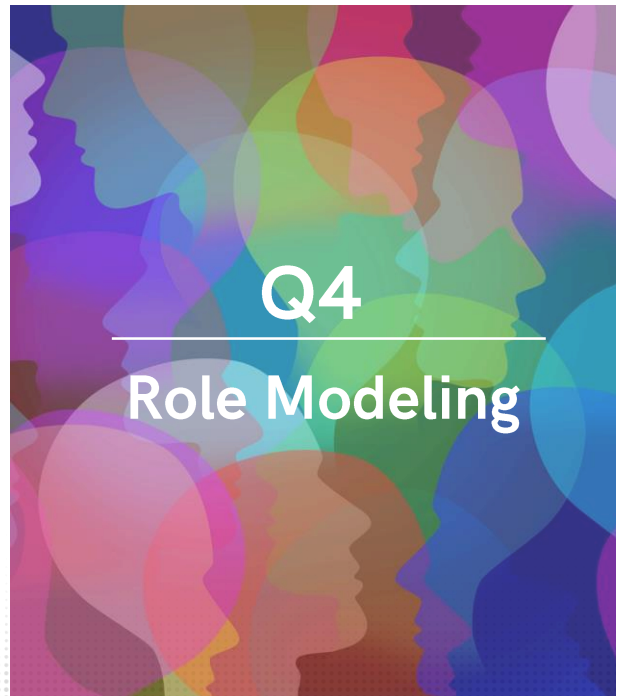


What is one characteristic, value or quality that an inclusive leader with whom you work(ed) role modeled with excellence?

How might others incorporate that value/characteristic to be drive collaboration?



7



Wrap Up

KEY TAKEAWAYS



8



Thank you!

Feel free to reach out to us if you have any questions.

Armstrong Teasdale LLP
Diversity, Equity and Inclusion Department
INCLUSION@ATLLP.COM

NOTES

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MANAGING RISK IN YOUR CONTRACTS

CLARK HEDGER

OFFICER

GREENSFELDER HEMKER & GALE P.C.

GREGORY MOLLETT

OFFICER

GREENSFELDER HEMKER & GALE P.C.

PATRICK SWEENEY

OFFICER

GREENSFELDER HEMKER & GALE P.C.



Managing Risk in Your Contracts

Greg Mollett, Clark Hedger & Patrick Sweeney
Greensfelder, Hemker & Gale, P.C.
September 27, 2021

1

Overview

- Commonly disputed provisions
- Drafting Considerations
- How disputes play out in litigation

2

Overview

- Force Majeure
- Most Favored Nations
- Indemnification + Indemnification Procedures
- Limitations of Liability
- Indemnity and Insurance

3



Force Majeure


4

Force Majeure Considerations

- Definition of “Force Majeure Event”
- Obligation to provide prompt notice of occurrence of a Force Majeure Event
- Not applicable to payment obligations
- Remedies for a Force Majeure Event
- Other Commercial Considerations



5

A photograph of the Chicago skyline, including prominent skyscrapers like the Willis Tower, viewed from across a body of water under a clear sky.

Most Favored Nations



6

Most Favored Nation/Customer Considerations

- Customer is treated no worse than any other 3rd party
 - Consider limits by transaction/product/time period
- What is the Enforcement Mechanism?
 - MFN Recipient audit rights
 - MFN Recipient right review 3rd party contracts?
 - Discovery during litigation
- Antitrust Issues



Indemnification

Indemnification Considerations

- 1st Party vs. 3rd Party indemnity
- Exclusive Remedy
- Unintentional Waiver of Claims for Indemnity



Limitations of Liability

Limitations of Liability Considerations

- Location of the Limitations of Liability
- Mutual?
- Monetary Cap
- Limitations on the types of recoverable damages
- Limits of Enforceability
 - Gross negligence, intentional misconduct, failure of essential purpose, public policy etc.

11



Insurance and Indemnity

12

Insurance and Indemnity

- Use caution when tying indemnity to insurance coverage
- Mandating certain coverage/limits/coverage forms
- Remember typical exclusions to policies (pollution)



13

Insurance and Indemnity

Language preserving indemnity regardless of the insurance coverage:

While Party X may choose to purchase insurance to cover some or all of its exposure to the indemnification provisions of this Agreement, the nature and extent of Party X's indemnity obligations are independent of and not tied to or limited by the availability, purchase, coverage or applicability of insurance.



14

Insurance and Indemnity

General insurance requirement language

- From and after the effective date, Party X at its sole cost and expense shall obtain and maintain with reputable insurance companies licensed in the State the following policies of insurance:
 - Occurrence based Commercial General Liability insurance protecting against any all and damages to persons or property arising from or in connection with the Work, with a combined single limit of not less than Three Million Dollars (\$3,000,000.00) which shall name Client as an additional insured;
 - Such policy shall include a provision requiring the insurer to provide Client with thirty (30) days advance written notice of any pending change to or cancellation of any such policy.
 - Upon request, Party X shall furnish Client certificates of insurance showing the insurance in full and force and effect and confirming Client's status as an additional named insured.



15

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Questions?



16

Contact Us



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Patrick J. Sweeney
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NOTES

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WHAT TO DO WHEN THE MEDIA GLARE IS ON YOUR CLIENT

GABRIEL E. GORE

PARTNER
DOWD BENNETT

MICHELLE NASSER

PARTNER
DOWD BENNETT

JAMES G. MARTIN

PARTNER
DOWD BENNETT

The logo for Dowd Bennett LLP is a dark blue parallelogram with the text "DOWD BENNETT LLP" in white, uppercase, sans-serif font.

DOWD BENNETT LLP

What To Do When the Media Glare Is On Your Client

Panelists:

Gabe Gore

Jim Martin

Michelle Nasser

2021 Corporate Counsel Institute

September 27, 2021

7733 Forsyth Blvd., Suite 1900 • St. Louis, MO 63105 • Tel: 314-889-7300 • Fax: 314-863-2111 • www.dowdbennett.com

1

Overview

Handling high-profile cases poses unique issues, and how effectively you respond to issues created by the media's glare can have a huge impact on the effectiveness of your representation.

Of course, the issues created and how to respond will necessarily be unique in each case, but we do believe that there are issues that all high-profile cases raise that should be carefully considered.

2

Pre-Litigation Issues

- Determine who will respond to media inquiries
- Set strategy with key players
- Consider issuing a freeze notice even before a lawsuit is filed
- Anticipate and avoid media induced missteps

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3

Litigation Issues

- Consider impact on witnesses
- Avoid testimony by media leak
- Use of media reports both offensively and defensively
- When to speak?
- Can I get a “gag order”?

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4

Trial Issues

- Media in the courtroom
- Use of media reports both offensively and defensively
- Impact on jury

[illegible]

BRINGING SOCCER TO ST. LOUIS

JASON THEIN

CHIEF ADMINISTRATIVE OFFICER & GENERAL COUNSEL
ST. LOUIS CITY SC

BOB WALLACE

PARTNER & CHAIR OF THE SPORTS LAW GROUP
THOMPSON COBURN LLP



THOMPSON
COBURN_{LLP}

CORPORATE COUNSEL INSTITUTE

Jason Thein

**Chief Operating Officer &
General Counsel**

September 27, 2021



OUR HOME

A World-Class Stadium
for a World-Class City

Our stadium will be more than a sports venue. It will be a destination in a new Downtown West district that reflects our rich history, and more importantly, looks forward into our future.

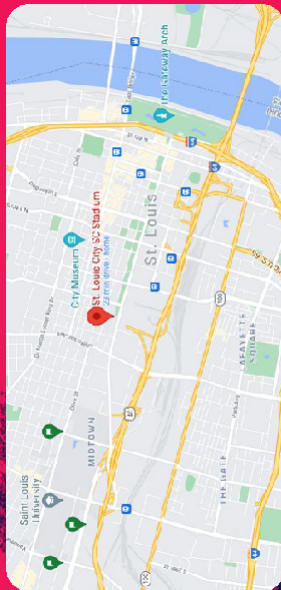
We are creating a theatre where architecture, greenspace and gathering places come together intentionally to inspire our fans and our city toward our future—and strike at the heart of our competition.

Our goal is to be an exceptional club and neighbor. We take meeting the city's MBE/WBE and workforce goals seriously and have made it a priority to include local minority and women-owned businesses on the project.

A KEY PIECE OF OUR DOWNTOWN RENAISSANCE

Our stadium location sits in the middle of a downtown redevelopment renaissance already under way.

Located within the central corridor of our city, our MLS stadium will be situated alongside the Brickline Greenway that will connect the Gateway Arch and Forest Park, two of our most iconic civic spaces.



CREATION OF THE URBAN CAMPUS AND STADIUM SITE WILL BE INSPIRED BY FIVE STRATEGIC PILLARS

CONNECTION

To be artfully integrated and connected to the fabric of the neighborhood.

MOBILITY

To move people efficiently with creative use of infrastructure and
technology
SPORT

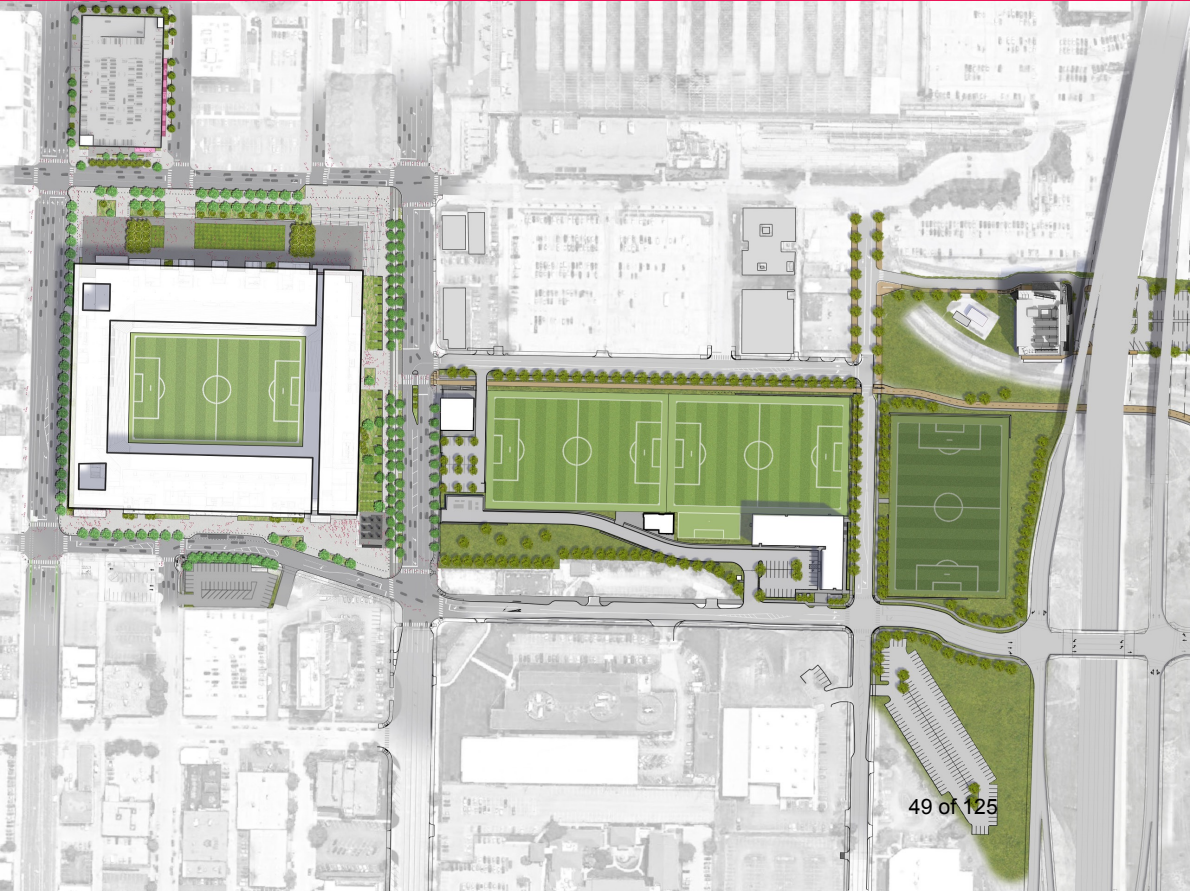
To create a loud, proud, distinct home field advantage

TRAINING

To bring team headquarters, practice fields and academy to St. Louis

EXPERIENCE

To bring 24/7/365 vitality to the neighborhood through architecture and
public spaces that inspire





















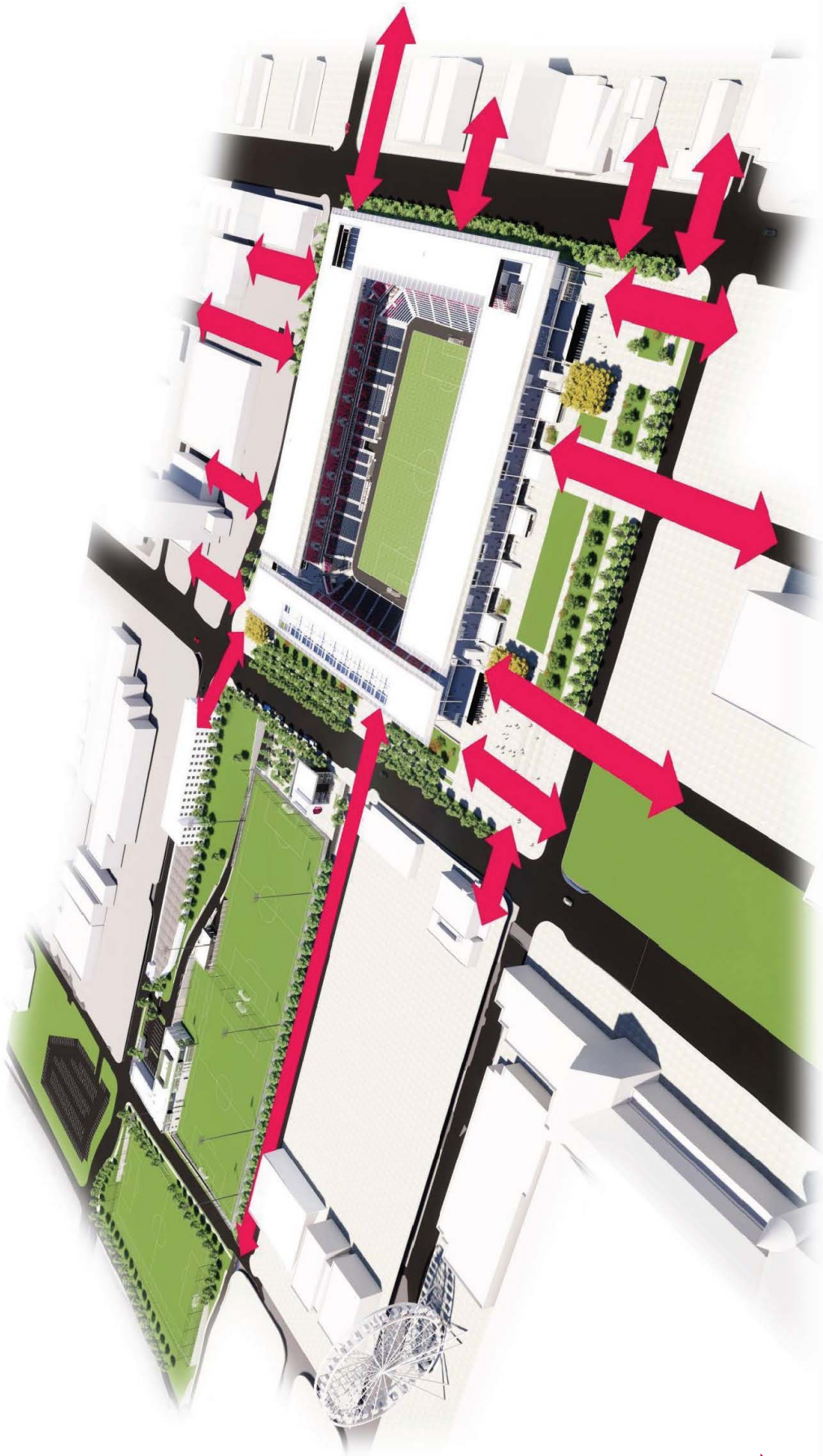
STADIUM PLAN

490,000 Stadium Square Footage

22,418 Seating Capacity

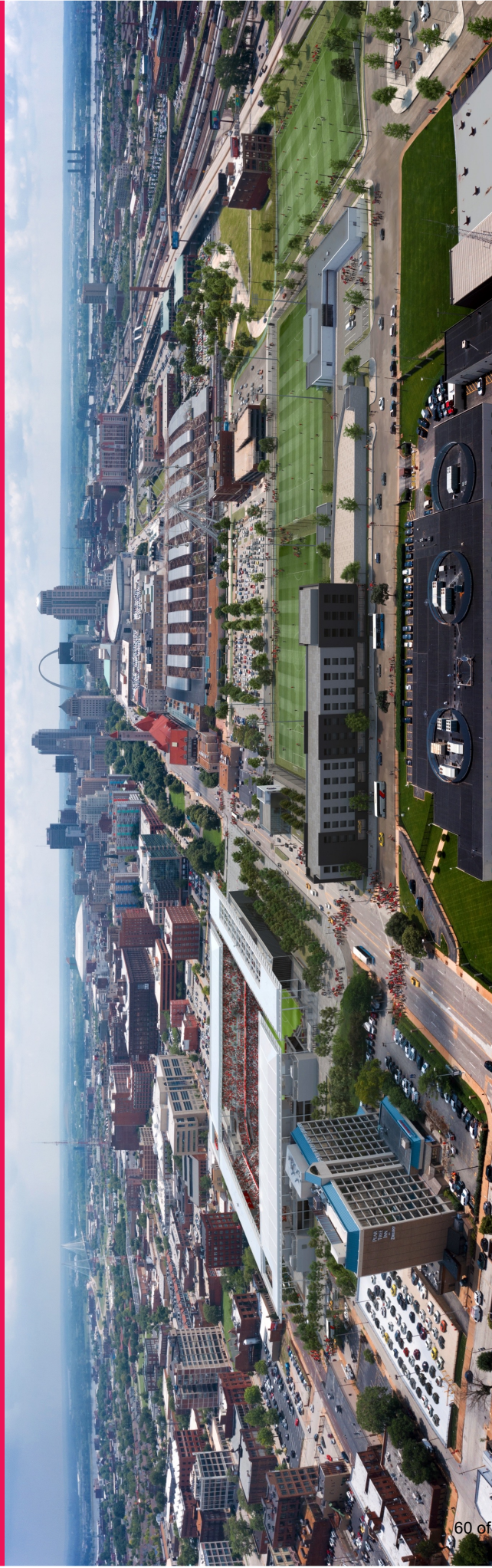
2,245 Premium Seating

3,049 Supporter Seats



"A SPORTING CAMPUS LIKE NO OTHER"

- DON GARBER, Major League Soccer Commissioner



**YEAR-ROUND
DENSITY**

**MOBILE-FIRST
DISTRICT**

**FOOD & BEVERAGE
EXPERIENCE**







THANK YOU

This image shows a blank sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

DIVERSITY TRAILBLAZERS

MODERATOR:
JAN HENDRICKSON
PARTNER
STINSON

ERRIN BRADDOCK
VICE PRESIDENT AND CHIEF DIVERSITY OFFICER
ENTERPRISE HOLDINGS, INC.

SHARON IVY
MANAGER OF DIVERSITY & INCLUSION
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TRECIA PESSOA
VICE PRESIDENT & SENIOR MANAGING COUNSEL, DIGITAL CONSUMER SOLUTIONS
MASTERCARD

STINSON

ACC - St. Louis Diversity Trailblazers

SEPTEMBER 27, 2021

STINSON LLP STINSON.COM

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STINSON

Why should you care about diversity and inclusion?

- Better work product
 - When companies establish inclusive business cultures and policies, they are more likely to report 59.1% increase in creativity, innovation, and openness.
- Increased employee morale and retention
- Improved organizational reputation and responsibility
- It's the right thing to do!

2

2

Why should you care about diversity and inclusion?



Increased Financial Performance

Companies with more than **30%** women executives were more likely to outperform companies with fewer women executives anywhere from 10 to 30%.

In the case of ethnic and cultural diversity top-quartile companies outperformed those in the fourth one by **36%** in profitability in 2019.

The likelihood of outperformance continues to be higher for diversity in ethnicity than for gender.



Source: 2020 McKinsey
Diversity Wins Report

3

3

How diverse are law firms?



26.5% of associates are people of color and **15.17%** are women of color.

10% of partners are people of color and **3.8%** are women of color.

47.45% of associates and **25%** of partners are women.

In 2019, just **1 in 5** equity partners were women (**20.3%**) and only **7.6%** were people of color.

The reporting of lawyers with disabilities (of any race or gender) remains limited, both at the associate and partner levels.

The overall percentage of LGBT lawyers reported in 2019 increased slightly to **2.99%** compared with **2.86%** in 2018.

Women accounted for over **half** of all summer associates (**52.66%**) for the second year in a row. The percentage of summer associates that are people of color increased for the third year in a row, rising to **35.26%**.

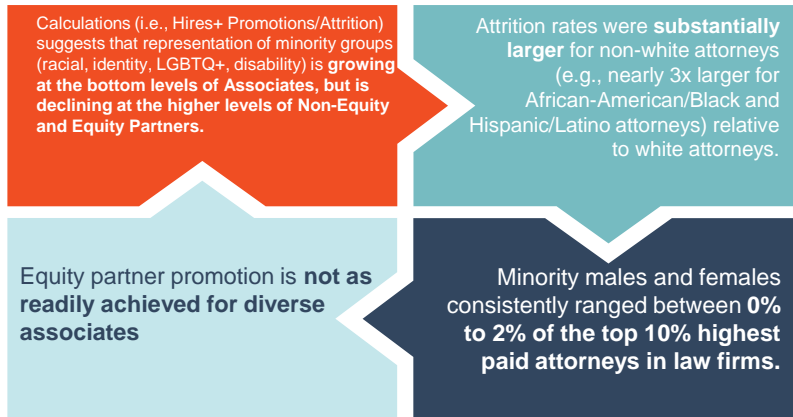


Source: 2020 NALP Diversity Report

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What's happening with talent at law firms?



Source: ABA 2020 Model Diversity Survey Report

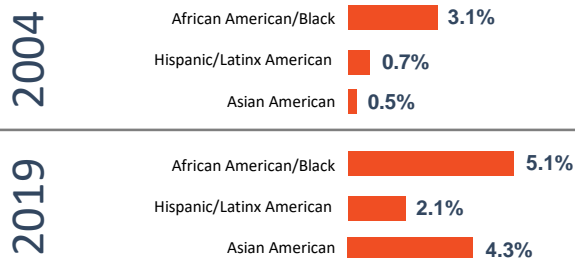
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How diverse are Fortune 1000 General Counsel?

In 2004, the number of women and underrepresented racial/ethnic GCs in the Fortune 1000s was **15.6%** women and/or underrepresented racial/ethnic groups. By 2019, **34.1%** of GCs were either women and/or underrepresented racial/ethnic groups. Of note, the group is largely comprised of white women.

Percentage of General Counsels by Racial Groups



Source: 2020 MCCA Fortune 1000 General Counsel Survey

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Are law departments tracking diversity?

- 29% of legal departments surveyed track internal diversity. Of those doing so, just under half (46.9%) have plans to improve diversity in their departments.
- Tracking outside counsel?
 - 18% of responding legal departments reported tracking diversity metrics.
 - 53% of companies making over \$10 billion tracked metrics.

Source: 2021 ACC and Major, Lindsey and Africa Law Department Management Benchmarking Report

7

7

What can you do?

- Understand that having and tracking diversity is not enough
- Develop internal diversity and inclusion efforts
- Influence law firms and talent development
- Practice and model inclusive behaviors

8

8

Moderator & Panelists



JAN HENDRICKSON - Moderator
Partner, Intellectual Property & Technology
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SAMIR MEHTA
Assistant General Counsel, Litigation and Intellectual Property
MiTek Inc.



ERRIN BRADDOCK
Vice President and Chief Diversity Officer
Enterprise Holdings, Inc.



TRECIA PESSOA
Vice President & Senior Managing Counsel, Digital Consumer Solutions
Mastercard



SHARON IVY
Manager of Diversity & Inclusion
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DISCLAIMER: This presentation is designed to give general information only. It is not intended to be a comprehensive summary of the law or to treat exhaustively the subjects covered. This information does not constitute legal advice or opinion. Legal advice or opinions are provided by Stinson LLP only upon engagement with respect to specific factual situations.

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WHAT TO DO WHEN THE FBI OR JUSTICE DEPARTMENT COMES CALLING


SALVADOR HERNANDEZ

SENIOR COMPLIANCE AND ETHICS ADVISOR
HUSCH BLACKWELL

JEFF JENSEN

PARTNER
HUSCH BLACKWELL

HUSCH BLACKWELL



HUSCH BLACKWELL

What to Do When the FBI or Department of Justice Comes Calling

Association of Corporate Counsel Presentation
by Jeff Jensen and Sal Hernandez

September 27, 2021

1



Overview

- The FBI and U.S. Department of Justice
- Potential precursors to FBI investigation
- Planning
- Learning of an FBI Investigation—and response
- Search/Interview
- Post-Search/Interview
- Preventative Steps

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Federal Bureau of Investigation

- Established 1908
- 35,000 employees, approximately 20,000 Special Agents
- 2021 budget of approximately \$10 billion
- More than 120 domestic and foreign offices

S

Principal and largest agency within the U.S. Department of Justice

Responsible for investigating broad range of federal crimes and national security matters

Amply resourced with highly specialized and skilled investigators and analysts

White Collar Crime priorities of Health Care Fraud, Financial Institutional Fraud, Corruption, and Corporate Crime and Fraud

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U.S. Department of Justice

- 150 years in existence
- 111,300 employees, (including FBI employees)
- \$30 billion budget (including FBI budget)
- 94 Judicial Districts

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Criminal and civil enforcement responsibility for vast majority of U.S. laws—under authority in each judicial district of the U.S. Attorney

Oversight responsibility for a number federal law enforcement agencies, including the FBI, DEA, USMS and BATFE

White Collar Crime enforcement focus on FCA, Health Care Fraud, FCPA, money laundering, revenue/expense recognition

U.S. Attorney's Office staffed with well-resourced and experienced prosecutors

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Potential Precursors to FBI Investigation

- Pattern of whistleblower allegations
- Allegations during exit interviews
- Non-economic accounting decisions
- Spiking quarterly results of key metrics
- Media reports of corporate improprieties
- Changes in leadership approach to misconduct or lack of response to misconduct
- Compliance failures
- Increased ethics violation reporting

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Planning

- Designate and train a search/interview response team
 - Four roles, performed by separate employees where practical
 - Lead Role: Leads the company's response during and after the search
 - Electronic Information Role: Manages collection of electronically stored information and equipment
 - Monitoring Role: Monitors the searching agents and takes notes about the area searched, property seized, and anyone that speaks with the agents
 - Communicating Role: Responsible for communicating with employees about their rights and responsibilities

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Planning (cont'd)

- Establish and publish, as appropriate, guidelines for employee response when FBI shows up
 - Employees should be polite and avoid interfering with or disrupting the agents' activities
 - Employees not required to communicate with the agents; may limit their communications to assisting in locating materials to expedite the execution of the search warrant
 - Employees should be instructed not to remove, discard, or conceal anything that might be responsive to the search warrant or related to the investigation

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Learning of an FBI Investigation

- Sources
 - Civil inquiries from agencies that frequently conduct parallel investigations (IRS, DHHS, Attorneys General, etc.)
 - SEC notice of preliminary investigation
 - Trend of enforcement actions in related industry
 - Targeted Federal Grand Jury subpoenas
 - Issuance of target letter
 - Notice from customers, business partners, employees of FBI contact
 - High-level executive interviews
 - Search warrants

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Learning of an FBI Investigation (cont'd)

- Response
 - If appropriate, immediately engage outside counsel
 - Issue guidance to relevant employees not to discuss the case with individuals outside the company, or with persons inside the company without an established need to know
 - Carefully consider and, where possible, control what is written or recorded regarding the investigation
 - Issue guidance regarding the preservation of records and evidence

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Search/Interview

- Search warrant execution:
 - Often preceded and followed by physical site surveillance and electronic surveillance
 - To preserve element of surprise, often conducted early morning
 - Sometimes accompanied by trash retrieval
 - Company employees are to be courteous and cooperative
 - Lead role identifies herself to agent in charge and obtains name and phone number of prosecutor in charge of the investigation; contacts prosecutor

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Search/Interview (cont'd)

- Lead role or general counsel representative contacts other offices/executives likely to be approached
- Lead role requests copy of search warrant and related materials
- Communicating role advises employees of company's guidance during search
- Lead role requests that search be conducted in least disruptive manner possible
- Electronic information role advises regarding data storage and access, as well as presence/location of privileged information

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Search/Interview (cont'd)

- Monitoring role reviews warrant and ensures that search and seizure remains within the parameters set out in the warrant; courteously advises agents if scope exceeded
- Lead role requests inventory of seized items
- Interview:
 - Lead role requests that interviews not be conducted
 - **Note:** Employees are not required to speak with FBI agents; best to instruct employees to decline to talk and seek assistance of counsel
 - **Note:** FBI agents are not required to be completely truthful with the subjects of their investigations, or in some cases, even to identify themselves as agents

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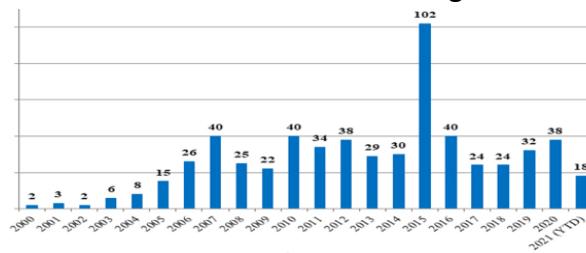
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Post-Search/Interview

- Again, do not obstruct
 - Harder to position company as victim
 - Loss of credibility during negotiations
 - Easier case for prosecution to make
 - Greater jury appeal
- Shape—don't wait—for enforcement conclusions
- Non-and Deferred Prosecution Agreements



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Preventative Steps

- Tone at the top and middle
- Understanding government expectations: U.S. Sentencing Guidelines for Organizations and the U.S. Department of Justice's *Evaluation of Corporate Compliance Programs*
- Do not assume internal reporting only by whistleblowers—and do not retaliate
- Aggressively address repetitive or high-level compliance concerns
- Consider outside support for investigations involving sensitive matters or employees in management or leadership positions
- Seek prosecution of wrongdoers

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Preventative Steps (cont'd)

- Robust and dynamic compliance program/effort
 - Leadership and management commitment
 - Autonomy and resources
 - Risk assessment
 - Policies and procedures
 - Training and communications
 - Third-party management
 - Misconduct reporting
 - Investigation of misconduct
 - Incentives and disciplinary measures
 - Analysis and remediation of misconduct
 - Program improvement, periodic testing and review

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Questions?

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16

NOTES

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EMPLOYMENT LAW PERSPECTIVES: 8-MONTHS INTO THE BIDEN ADMINISTRATION AND WHAT'S CHANGED, WHAT HASN'T AND WHAT TO EXPECT FROM HERE

GREGG M. LEMLEY
SHAREHOLDER
OGLETREE DEAKINS

ROBERT W. STEWART
SHAREHOLDER
OGLETREE DEAKINS

Ogletree Deakins

EMPLOYERS AND LAWYERS, WORKING TOGETHER

Ogletree
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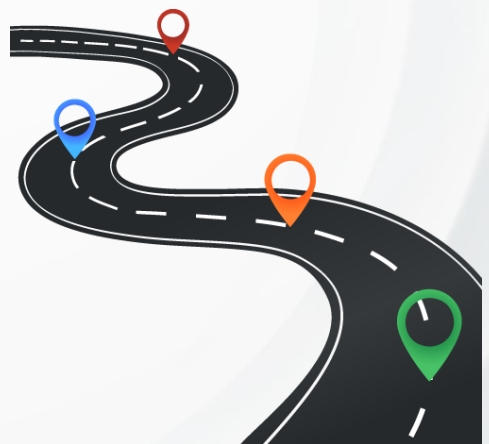
The Biden Administration Beyond 100 Days: What Does it Mean For Employers?

Gregg M. Lemley
Robert W. Stewart

1

Roadmap for Today

- The White House
- Congress
- Federal agencies (regulations)



2

White House 2021

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3

 AFL-CIO // #VotersDecided 
@AFLCIO

.@JoeBiden has made it clear, unions will have increased power. It's not anti-business. It's about economic growth and creating good paying jobs. #1u

“

I made it clear with the corporate leaders. I said, I want you to know I'm a union guy, unions are going to have increased power. They just nodded, they understand. It's not anti-business. It's about economic growth, creating good paying jobs.

— JOE BIDEN
President-Elect of the United States

AFL-CIO

3:56 PM · Nov 16, 2020 · Twitter Web App



Executive Order on Protecting the Federal Workforce

JANUARY 22, 2021 · PRESIDENTIAL ACTIONS

By the authority vested in me as President by the Constitution and the laws of the United States of America, it is hereby ordered as follows:

Section 1. Policy. Career civil servants are the backbone of the Federal workforce, providing the expertise and experience necessary for the critical functioning of the Federal Government. It is the policy of the United States to protect, empower, and rebuild the career Federal workforce. It is also the policy of the United States to encourage union organizing and collective bargaining. The Federal Government should serve as a model employer.

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Executive Order on Worker Organizing and Empowerment

APRIL 26, 2021 • PRESIDENTIAL ACTIONS

(b) The Task Force and its members shall identify executive branch policies, practices, and programs that could be used, consistent with applicable law, to promote my Administration's policy of support for worker power, worker organizing, and collective bargaining. This identification shall include policies, practices, and programs that could be used to promote worker power in areas of the country with hostile labor laws, for marginalized workers (including women and persons of color) and hard-to-organize industries, and in changing industries. The Task Force and its members also shall identify statutory, regulatory, or other changes that may be necessary to make policies, practices, and programs more effective means of supporting worker organizing and collective bargaining.

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President Biden's Immigration Plan Hits Congress

- Congressional Democrats introduced the U.S. Citizenship Act of 2021
- President Biden calls it a chance "to restore humanity and American values to our immigration system"
- Immediate efforts to unwind a number of former President Trump's executive actions
- "Alien" to "Noncitizen"
- Employment visas, path to citizenship, visa caps, work authorizations
- Chance of passage remains low
- In President Biden's first presidential address to Congress on April 28th, he called on Congress to pass his immigration reform proposal.

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Personnel is Policy

- Marty Walsh (DOL)
- Julie Su (DOL)
- Patricia Smith (DOL)
- Jim Frederick (OSHA)
- Jenny Yang (OFCCP)
- Sharon Block (OIRA)
- Jennifer Abruzzo (NLRB GC)



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Executive Actions

- Workplace safety ✓
- Fed Contractor Min Wage? ✓
- Fed Contractor Affirmative D&I?
- Fair Pay, Safe Workplaces?
- High Road Contracting?



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Administration to Mandate Vaccines for Federal and Private-Sector Employees

- Requiring all employers with 100+ employees to ensure their workers are vaccinated or tested weekly
- Requiring vaccinations for all federal workers and for millions of contractors that do business with the federal government
- Requiring vaccinations for over 17 million health care workers at Medicare and Medicaid participating hospitals and other health care settings
- Requiring employers to provide paid time off to get vaccinated
- Calling on large entertainment venues to require proof of vaccination or testing for entry

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Federal Contractor Minimum Wage

- On April 27th, President Biden signed a new EO requiring many federal contractors and subcontractors to pay a \$15 minimum wage to the thousands of workers who are working on or in connection with federal contracts.
- Increase to \$15 per hour beginning January 30, 2022
- On July 22nd, the DOL published a notice of proposed rulemaking to outline the standards and procedures it will use to administer President Biden's EO.
- Congressional efforts to increase the minimum wage to \$15 per hour have not been successful

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President Biden Ordered the FTC to Ban or Limit Non-Compete Clauses

- Biden to FTC: “curtail the unfair use of non-compete clauses and other clauses or agreements that may unfairly limit worker mobility”
- US Chamber position: courts have naturally limited non-compete agreements.
- Elimination for low wage workers?
 - Several states, including Illinois, Maryland, Oregon, and Virginia, have already enacted bans on non-compete agreements for lower wage earners

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President Biden Releases American Families Plan

- \$1.8 trillion plan for workers, students and families
 - The proposed American Families Plan would expand access to education and child care. It would be financed partly through higher taxes on the wealthiest Americans.
- Education
- Paid Family Leave
- Paid Sick Leave
- Unemployment Insurance
- Child Care

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Congress 2021

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- **Politics**
- **Tight Margins**
- **Priorities**
- **Time**
- **Filibuster**



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Senator Manchin Committed to Keeping the Legislative Filibuster

“That is why I have said it before and will say it again to remove any shred of doubt: **There is no circumstance in which I will vote to eliminate or weaken the filibuster.** The time has come to end these political games, and to usher a new era of bipartisanship where we find common ground on the major policy debates facing our nation.”

- Senator Joe Manchin (D-WV),
Washington Post, April 7, 2021



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Congress 2021 – Filibuster Intact

- Protecting the Right to Organize Act
- Worker Flexibility Act
- Paycheck Fairness Act
- U.S. Citizenship Act
- POWADA



.....FOR NOW

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Congress in 2021

Protecting the Right to Organize Act

- PRO Act passes House on March 9th (225-206)
- Before we look at its provisions:
 - Probably little chance of passage IF Senate retains the filibuster, since little chance it will get 60 “Yes” votes from Senators.



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Congress in 2021 - *Protecting the Right to Organize Act*

- So why be concerned? Because certain provisions:
 - Could get passed at some point
 - Could find their way into Executive Orders
 - Particularly impacting Federal Contractors
 - Could find their way, directly or indirectly, into NLRB decisions
 - Could find their way into Regulations
 - And bad ideas never seem to die

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Congress in 2021 - *Protecting the Right to Organize Act*

- Codify ***Browning-Ferris Industries*** (joint employer)
- Codify ***Specialty Healthcare*** (gerrymandered units)
- Codify ***Purple Communications*** (email access)
- Codify the 2014 “**ambush**” election rules
- Codify the 2016 “**persuader regulation**”
- Prohibit right-to-work laws
- Provide for “stealth” **card check**
- Codify CA’s ABC test for independent contractors

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Congress in 2021 - *Protecting the Right to Organize Act*

- Provide a ***private cause of action*** for unfair labor practices (ULPs)
- Restore and codify the Board’s failed “notice posting” requirement
- Allow for new civil penalties, including liquidated damages
- Require binding arbitration for first contracts
- Overturn the Supreme Court’s decision in *Epic Systems*, effectively prohibiting employment arbitration agreements
- Prohibit employers from permanently replacing strikers
- Allow for secondary boycotts

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Congress in 2021 - *Protecting the Right to Organize Act*

Unions Are Given New Weapons

- Intermittent Strikes Lawful
- Allow Secondary Boycotts
- Allow Recognitional Picketing



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Hopes of Infrastructure Bill Paused

- Congressional efforts to pass a bipartisan infrastructure bill
 - This package is anticipated to contain:
 - Increased damages for employers that violate labor law
 - Investments in universal paid family leave & childcare
- September 2nd, 2021: Senator Manchin – “Why I Won’t Support Spending Another 3.5 Trillion”

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Equality Act Reintroduced to Congress

- Bill would amend federal law to prohibit discrimination on the basis of sexual orientation and gender identity
- US House passed nearly identical bill in 2019, but the bill failed to gain traction in the Senate
- Act has strong backing from business community, including US Chamber of Commerce, but will be hard-pressed to garner support of at least 10 Republican Senators needed
- On February 25th, the House approved the Equality Act with a 224-206 vote, after a tense and emotional hearing in which many Republicans insisted that religious freedom will take a hit if the sweeping LGBTQ rights measure becomes law

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COVID-19 UI Programs Expire

- On September 6, 2021, three federal pandemic-related unemployment insurance programs initially created by the CARES Act expired.
 - Pandemic Unemployment Assistance
 - Pandemic Emergency Unemployment Compensation
 - Federal Pandemic Unemployment Compensation

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Reconciliation

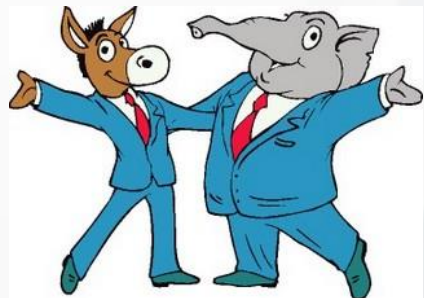
- Reconciliation = process for passing a certain type of fiscal legislation with just a simple majority of 51 Senate votes
- Congressional Democrats are pushing a “reconciliation” bill that includes many parts of President Biden’s tax and spending proposals
 - Investments aimed to:
 - Lower cost of child care and higher education, strengthen public schools, help workers secure good-paying jobs, and help prevent child hunger
 - **“Invest in increased enforcement of labor law and civil rights violations, and set meaningful civil monetary penalties for violations of wage and hour, worker safety and labor laws”**
 - Many Republicans argue the national debt is too large for this type of spending

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Congress 2021

- Pension reform ✓
- Pregnancy Accommodation?
- American Jobs Plan???
- American Families Plan???



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Congress 2021 – Paid Leave

- FFCRA momentum
- Fed employee momentum
- Impact of patchwork paid sick leave, paid family leave
- Democrats reintroduce national paid leave proposal
- President Biden pushed for 12-weeks of paid family leave in his first presidential address to Congress
→ American Family Plan



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**U.S.
Department of
Labor**

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DOL 2021 – Secretary of Labor



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Department of Labor – Wage and Hour

- “Repeal and Replace” –
joint employer,
independent contractor,
tips rule, overtime
- Enforcement – liquidated damages
- Compliance – bye-bye Opinion Letters and PAID Program?



David Weil
- nominated

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Department of Labor - OSHA

- OSHA Emergency Temporary Standard
 - Confined to healthcare settings
 - Compliance dates:
 - July 6: plans, screening, PPE, etc.
 - July 21: barriers, ventilation, training
- Doug Parker (Cal/OSHA) nominated
- Dec. 2021: recordkeeping, infectious disease
- Tougher Enforcement
- Regulation by Shaming



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Department of Labor - OSHA

- **OSHA to require employers with 100+ employees to ensure workers are vaccinated or tested weekly**
- OSHA will issue an Emergency Temporary Standard (ETS) to implement this requirement. This requirement will impact over 80 million workers in private sector businesses with 100+ employees.
- According to a press briefing OSHA held on September 9th, expect to see the ETS in “the coming weeks.”
- Neither the White House nor OSHA announced any details, such as an estimated date of when OSHA might issue the ETS, or whether employers must pay for vaccinations and/or testing.

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National Labor Relations Board

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National Labor Relations Board



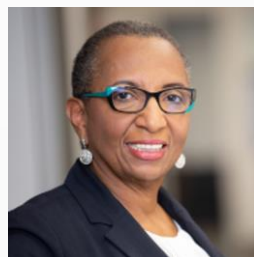
Chair Lauren McFerran
(D)
(December 16, 2024)



John Ring (R)
December 16,
2022



Marvin Kaplan (R)
August 27, 2025



Gwynne Wilcox (D)
August 28, 2023



David Prouty (D)
August 28, 2026

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Personnel is Policy



Peter Robb
General Counsel
November 16, 2021



Jennifer Abruzzo
NLRB GC

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National Labor Relations Board Priorities

- Implement PRO Act provisions?
- Expand coverage (ICs, supervisors)
- Remote voting
- Employer speech
- Reverse:
 - Joint employer, election procedures
 - Employer property rights, independent contractor, employee discipline, fractured bargaining units

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EEOC Commissioners



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EEOC

- COVID-19 matters – vaccine incentives guidance
- EEO-1?
- Wellness
- Conciliation?
- Delegation of Authority?



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Questions?



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INTERNATIONAL COMMERCIAL TRANSACTIONS FOR THE IN-HOUSE LAWYER - TIPS TO EXPAND YOUR SKILLSET AND ACHIEVE YOUR OBJECTIVES

ASHLEY BAKER

PARTNER

BRYAN CAVE LEIGHTON PAISNER

FRED BARTELSMEYER

BRYAN CAVE LEIGHTON PAISNER



INTERNATIONAL COMMERCIAL TRANSACTIONS: *TIPS TO EXPAND YOUR SKILLSET AND ACHIEVE YOUR OBJECTIVES*

September 27, 2021

1

Introduction: Taking the Commercial Transaction International

- ▶ From One Shoe Fits All to Business Savvy & Tailored
- ▶ Ignorance is not bliss, but a deep understanding of the differences can be overwhelming
- ▶ Without a deliberate and strategic approach to negotiation, you can leave much on the table
- ▶ Engagement with proper preparation can result in a legally sophisticated & valuable business outcome

2

Introduction: Overview of Program

- Impact of a Changing Global World in Complex Transaction Negotiations
 - Foundational Issues: Choice of Law, Forum & Dispute Resolution
 - Commercial Contract Negotiations
 - Taking US Document and Making Global
- ▶ Conclusion: Q&A

3

Speakers: Ashley Baker & Fred Bartelsmeyer

- ▶ Ashley Baker represents public and private company clients and private business owners in connection with a broad range of corporate and commercial transactional matters. This includes preparation and negotiation of various commercial contracts, including in a number of different industries, such as manufacturing, technology, life sciences, healthcare, consumer goods, private equity, executive office leasing and retail.

4

Speakers: Ashley Baker & Fred Bartelsmeyer

- ▶ Fred Bartelsmeyer's practice serves clients in a wide range of domestic and foreign matters, including commercial relationships such as licensing, teaming, research and development, distribution and supply. He is knowledgeable in business-related aspects of the world's legal systems, as well as in business practices and cultures of many countries. He practices law in English and German, and he has advised in matters in every major country in the world.

5



IMPACT OF A CHANGING GLOBAL WORLD IN
COMMERCIAL TRANSACTION NEGOTIATIONS

6

Impact of a Changing Global World

- ▶ Preparation
 - Understand the facts
 - Market Terms
 - Counterparty's prior positions
- ▶ Develop Advance Strategy
 - Determine priorities; price vs. other terms
 - Must haves, nice to haves, throwaways
 - Buy in from all key stakeholders

7

Impact of a Changing Global World

- ▶ Building the team
 - Executive leadership
 - Operational knowledge members
 - Legal counsel
- ▶ Team member roles
 - Who is responsible for negotiating?
 - Role of the attorney(s)
 - Escalation / higher authority?
 - Negotiation driver / team organizer?
- ▶ Ensure the team is ready

8

Impact of a Changing Global World

- ▶ Enhanced Preparation
 - Cross-Cultural Barriers
 - Know the Counter Party's Culture
 - Understand the Perception of Your Culture
 - Coming Armed with Playbook
 - Strategy of Bridges

9

Impact of a Changing Global World

- ▶ Cross-Cultural Relationship Building
 - Preparation
 - Unique Risks
 - Common mistakes
 - Expect to be Surprised

10

Impact of a Changing Global World

- ▶ Tactics During Negotiation
 - Listen first; critical importance of understanding counterparty's priorities
 - Rational positions
 - Implementation of strategic concessions

11

Impact of a Changing Global World

- ▶ Communication Barriers
 - Languages
 - Mistaken Assumptions
 - English as a Common Language
 - Face

12

Impact of a Changing Global World

► International Tactics

- Win/Win versus Zero Sum
- Use Cultural Opportunities
- Authenticity
- Trap of False Assumptions
- Special Tactics with Hierarchical Counterparty

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FOUNDATIONAL ISSUES: CHOICE OF LAW,
FORUM & DISPUTE RESOLUTION

14



COMMERCIAL CONTRACTS – PREPARING KEY TERMS IN INTERNATIONAL SETTINGS

Preparation on Key Terms

- ▶ Understand internal business drivers / requirements on key terms
- ▶ Gather relevant facts in advance:
 - Historic spend and current suppliers
 - Purchasing volumes and patterns
 - Forecasted volumes / requirements
 - Production capabilities / minimum lead time
 - Existing terms with similar suppliers / purchasers
 - Past performance
 - Timelines and dependencies
 - Performance expectations
- ▶ Operational impact of terms / arrangement
 - What does a failure look like (business impact)? Is failure even an option?
 - What happens if desired term is unattainable?

17

Creating Leverage for Specific Terms

- ▶ The other party
 - Know their business, fiscal year, past performance and challenges
 - Know their team members and roles
 - Pick an ally (whose bonus is riding on this deal)
 - Know the decision makers and influencers
- ▶ Market Impact on Key Terms
 - What are "market" terms? Are there any?
 - Risk of change
 - Understand external market factors

18

Strategy, Tactics

- ▶ Negotiating process
 - Competitive bid process vs. sole source
 - Whose paper?
 - Alternative viable options
 - Don't give the other party unnecessary leverage
 - Timelines
 - Implementation / transition
 - Prior business commitments
 - Knowledge is power
 - Focus on the terms that matter
 - To you
 - To the other party

19

Unique Risks

- ▶ Operational impact of failure
- ▶ Availability and viability of alternatives
- ▶ Supply chain risk
- ▶ Remedies and viability / impact
- ▶ Exclusivity / minimum volumes
- ▶ Capacity / demand
- ▶ Transition / exit provisions

20

Example of Liability Limitation / Indemnity

- ▶ Adaptation of Standard Company Approach
- ▶ Battle of the Forms
- ▶ Convergence within Regions
- ▶ More Likely Claimant/Defendant/Mutual?
- ▶ Remedies and Viability in Enforcement

21



TAKING US DOCUMENT & MAKING GLOBAL

22

CONCLUSION / Q&A



[This document] provides a general summary and is for information/educational purposes only. It is not intended to be comprehensive, nor does it constitute legal advice. Specific legal advice should always be sought before taking or refraining from taking any action.

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MANAGING YOUR BUSINESS RISK IN TODAY'S DATA PRIVACY AND SECURITY ENVIRONMENT

REBECCA FRIGY-ROMINE

PRIVACY OFFICER
POLSINELLI

HANNAH JI-OTTO

PRIVACY & DATA SECURITY ATTORNEY
POLSINELLI



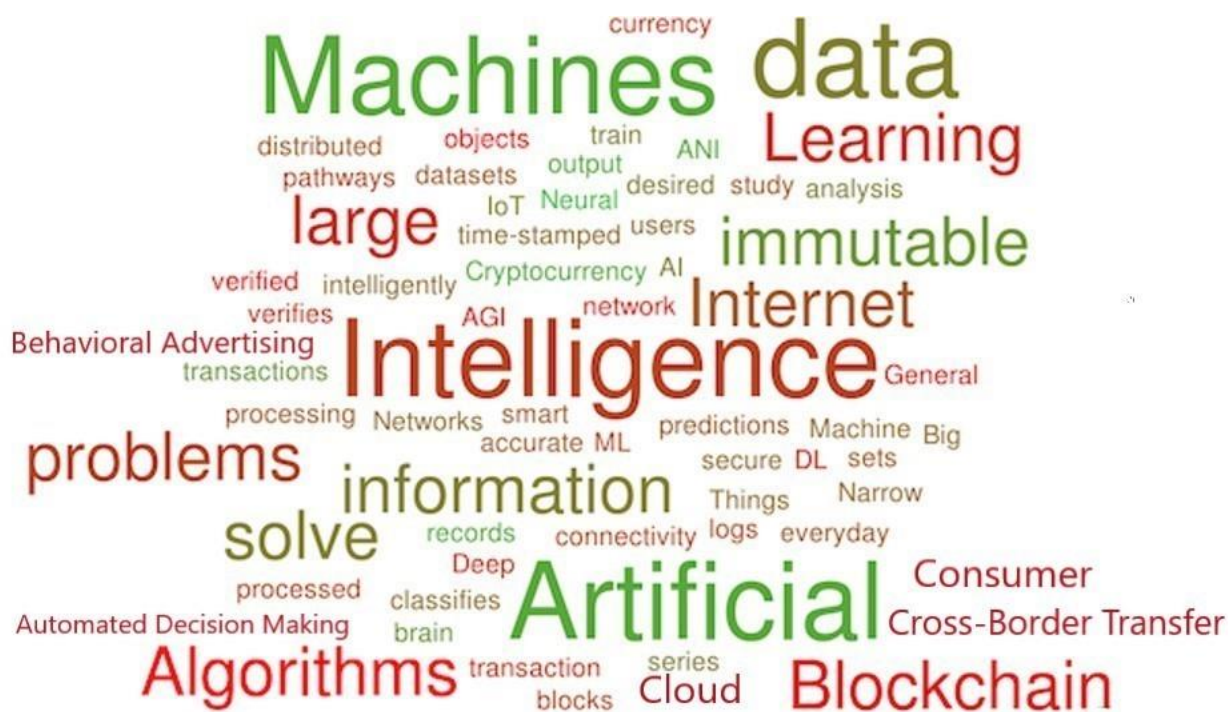
September 27, 2021

Elizabeth Ortmann-Vincenzo, Chief Privacy Counsel at Cigna

Rebecca Frigy Romine, Shareholder and Privacy Officer, Polsinelli

Hannah Ji-Otto, CIPP/US, CIPP/E, CIPP/C, CIPP/A, CIPM, FIP, Attorney, Polsinelli

1



2

What's the Worst That Could Happen?

3

Potential Risks

- Enforcement Actions
- Regulatory Fines
- Data Breaches
- Class Actions
- Reputational Damages

4

Three Practical Scenarios

5

Scenario One

A multi-national (Europe, U.S., China) manufacturer and distributor wishes to launch a B2B interactive web portal for customers to use for ordering, self-service, tracking, and two-way communications.

6

Analysis for Scenario One

- **International:**

- General Data Protection Regulation (GDPR)
- China's new privacy and security laws

- **Domestic:**

- Federal: Section 5 of the FTC Act
- State:
 - The California Consumer Privacy Act of 2018 & CPRA ("CCPA")
 - Other state consumer protection laws, including Virginia and Colorado



7

Scenario Two

A U.S. consumer products business wants to launch a marketing campaign using emails and text messages to market its holiday specials to existing and new customers.



8

Analysis for Scenario Two

- Telephone Consumer Protection Act (TCPA)
 - Contains a private right of action
- The Controlling the Assault of Non-Solicited Pornography and Marketing Act of 2003 (CAN-SPAM Act)
 - Each separate email in violation of the CAN-SPAM Act is subject to penalties of up to \$43,792
- Potential Sectoral Laws, e.g. HIPAA, GLBA
- Other Consumer Protection Laws



9

Scenario Three

Human resources receives a question from a very confused employee. The employee received an email from “HR Manager” requesting that he navigate to a new website, provide his current Workday credentials and set up a new username and log-in. The employee acted and then thought to request clarification.

A few minutes later, company’s many workstations got encrypted. IT shut down all systems of the entire company in an attempt to contain the intrusion. A ransom note demanding a payment of USD \$500,000 in bitcoin was found in company’s systems.



10

Analysis for Scenario Three

- Types of data breaches
 - Ransomware Attacks
 - Business Email Compromise
 - Human Errors
- Data breach fallout
 - Notification obligations
 - Inquiries from regulators
 - Reputational damages
- The actual nuts and bolts of managing a breach



11

A large graphic area with a background of numerous 3D cubes in various shades of red, creating a textured, isometric effect.

How to Manage Risks

12

Manage Your Risk

- Understand Your Risks
- Understand the Law
- Mitigate the Risks



13

Understand Your Risks

- What data do you collect and store?
- Who or where does your data come from?
- Where and how do you store and process data?
- How long will you keep the data?
- How do you use and share your data?



14

Understand the Law

- Closely Monitor Development in this Field
- Trusted Advisors
- Published Resources
 - [Polsinelli on Privacy Blog](#)
 - [International Association of Privacy Professionals](#)
 - Law360, Bloomberg Law
 - Government agency subscribed alerts (e.g., FTC, OCR, State AG office, etc.)



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Mitigate the Risks - Internally

- Executive Engagement and Buy-In
- Cross-Departmental Collaboration
 - Engage various departments in your organization
 - Consequences for violations are persuasive to promote internal compliance
 - Compliance incentives
- Focus on Pre-Emptive Measures
 - Developing Policies and Procedures
 - Employee Training & Awareness
 - Insurance Coverage



16

Mitigate the Risks - Externally

- Business partner relationships
 - Counsel
 - Forensics
 - Insurer
- Vendor oversight



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Questions?

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Contact Us



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Hannah Ji-Otto is a privacy & technology transaction attorney with ample experience working in-house and at a law firm. She is well-versed in assisting businesses to build their global privacy compliance programs from the ground up. Hannah is dedicated to understanding each client's needs regarding their business model, practices and objectives to protect and profit from their investment in data and technologies. She utilizes her experience to advise various industries, including global manufacturers, health care conglomerates, software providers, insurance companies, digital marketers, retailers, and global e-commerce platforms. Hannah frequently represents clients on privacy, data security, and various technology transactional matters. Hannah has extensive certifications in this space, including:

- Fellow of Information Privacy (FIP)
- Certified Information Privacy Professional; U.S. Private Sector (CIPP/US), Europe (CIPP/E), Canada (CIPP/C), Asia (CIPP/A)
- Certified Information Privacy Manager (CIPM)



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NOTES

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JAZZ DRUMMING AND THE ART OF CREATIVE PERSUASION

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CHIEF INTERNATIONAL COUNSEL
FIDELITYNATIONAL FINANCIAL

STEVE PAPPATERRA
SYNCOPATE ADVISORS

NOTES
