



## **CLO 3: Medium & Large Department CLOs: Getting (and Using!) the Most from your Attorney Staff**

### **Hosts:**

**Ralph F. Boyd, Jr.**  
*Executive Vice President, General Counsel & Secretary*  
FreddieMac

**Michael A. Dillon**  
*General Counsel*  
Sun Microsystems, Inc.

### **Facilitators:**

**Dan DiLucchio**  
*Principal*  
Altman Weil, Inc.

**Joan Donoghue**  
*Senior Vice President & Principal Deputy General Counsel*  
FreddieMac

## Facilitator Biographies

### Daniel J. DiLucchio, Jr.

Daniel J. DiLucchio, Jr., is a principal of Altman Weil, Inc. He has been providing management and consulting services to corporate law departments and law firms for nearly two decades. His consulting at Altman Weil includes areas of strategic and organizational importance to corporate law departments and law firms. In addition to his consulting, Mr. DiLucchio teaches business ethics at Neumann College, in Aston, Pennsylvania.

Before joining Altman Weil, Mr. DiLucchio was the director of management for the Pennsylvania Office of the Attorney General.

He is a fellow in the College of Law Practice Management and a member of the Society for Human Resource Management and has written for *The Corporate Legal Times*, *National Law Journal*, *The American Lawyer*, *Barrister*, and *the Journal of Collective Negotiations in the Public Sector*. He is a speaker on law office management-related topics and has made presentations throughout the U.S., Canada, and the United Kingdom.

He is a graduate of John Carroll University, holds an MA in Industrial Relations from St. Francis College, and has completed his doctoral course work at the University of Pennsylvania.

### Joan Donoghue

Joan Donoghue is senior vice president—principal deputy general counsel of Freddie Mac. Prior positions at Freddie Mac include vice president—acting general counsel and assistant secretary and associate general counsel for legislative and regulatory affairs.

She served as deputy legal adviser of the U.S. Department of State from 2000 to 2001 and as deputy general counsel of the U.S. Department of the Treasury from 1999 to 2000. Prior to that time, she served in a variety of positions in the Office of the Legal Adviser at the Department of State. In 1992, as a Council on Foreign Relations International Affairs Fellow, she was a member of the faculty of the Boalt Hall School of Law, University of California, Berkeley.

She received her BA, Phi Beta Kappa, with honors, from Wesleyan University and her JD from Yale Law School.

## CLO Club Additional Resource Materials (Supporting All CLO Club Session Topics at the Meeting)

These materials are a sampling of those available for your further reference at [www.acca.com](http://www.acca.com). Please note that in addition to the items listed below and others in our online virtual library [<http://www.acca.com/vl/>], the CLO homepage of ACC's website is available to you and offers a number of additional resources on a variety of topics of interest to the CLO community. Drop by and check it out at <http://www.acca.com/networks/clo/>.

### CLO 1 Law Firm Relationships and Results: Convergence and Other Outsourcing Trends

- Big Company, Small Legal Department in a Post Convergence Environment (Materials from ACC's 2004 Annual Meeting, highlighting the experience of UPS):  
<http://www.acca.com/education2000/am/cm00/html/converge/index.html>
- Material on DuPont's Legal Department's Convergence Program:
  - “Five Years Into the Experiment: An Evaluation of DuPont's Legal Model,” January 1998 *ACCA Docket* (a roundtable transcript with then GC, Howard Rudge and law firm leaders from several “surviving” service providers):  
<http://www.acca.com/protected/pubs/docket/ja98/dupont.html>
  - “Examining Post-Convergence Models,” by Jim Shomper of DuPont Legal (2000):  
<http://www.acca.com/education2000/am/cm00/html/exam.html>
  - Proposal for Joining the DuPont Legal Primary Law Firm Network (2000):  
<http://www.acca.com/protected/forms/retention/dupontrfp.html>
  - DuPont's Law Firm Retention Letter (Sample) (2000):  
<http://www.acca.com/protected/forms/retention/dupont.html>
  - DuPont's Guidelines for Outside Counsel (2002):  
<http://www.acca.com/protected/forms/outsidecounsel/dupont.pdf>
  - Listing of DuPont's post-convergence provider network (2000):  
<http://www.acca.com/education2000/am/cm00/html/dplawfirm.html>
  - Listing of DuPont's DIVERSE Supplier Network (2003):  
<http://www.acca.com/protected/forms/diversity/duponsupplier.pdf>
- General search for partnering resources on the ACC website (30 returns):  
<http://www.acca.com/vl/search.php?anytext=partnering&subject=&documenttype=&country=>
- General search for outside counsel management resources on the ACC website (127 returns):  
<http://www.acca.com/vl/search.php?anytext=&subject=92&documenttype=&country=&button=Search>

- *Successful Partnering Between Inside and Outside Counsel*, a publication of ACC and West, available at a discount to ACC members:  
[http://west.thomson.com/store/product.asp?product\\_id=17772092&cookie%5Ftest=1](http://west.thomson.com/store/product.asp?product_id=17772092&cookie%5Ftest=1)
- “Outside Counsel Selection Process: Preparing for Success,” by Richard C. Stewart II, Neil N. Rosenbaum, and Kenneth R. Schaefer, *ACC Docket*, January 2004:  
<http://www.acca.com/protected/pubs/docket/jan04/selection.pdf>
- *2003 Managing Outside Counsel Survey*, a publication of ACC and Serengeti, available at a discount to ACC members:  
<http://www.acca.com/Surveys/partner03/>
- “Get More Value from Outside Counsel: Show Them the Flipside”, by Ronald F. Pol, *ACCA Docket*, April 2003:  
<http://www.acca.com/protected/pubs/docket/am03/flipside1.php>
- “In-house and Outside Counsel: The Trust Factor,” by Teresa T. Kennedy, *ACC Docket*, January 2004:  
<http://www.acca.com/protected/pubs/docket/jan04/trust.pdf>
- “Managing Outside Counsel in Litigation: A Primer”, by Julie S. Congdon, et al., *ACCA Docket*, April 2003:  
<http://www.acca.com/protected/pubs/docket/am03/primer1.php>
- “Controlling Legal Costs: The Three C's Theory of Action,” by Marc R. Jeske, *ACCA Docket*, September 2002:  
<http://www.acca.com/protected/pubs/docket/so02/costs1.php>
- “Strategize this: Prepare Now for When Procurement Analysts Come Knocking on the Legal Department’s Door” by Ron Pepe and David Briscoe, *ACC Docket*, October 2004:  
<http://www.acca.com/p-docket.php>
- ACC InfoPAKs on outside counsel management issues:
  - General: <http://www.acca.com/infopaks/ocm.html>
  - Alternative billing: <http://www.acca.com/infopaks/billing.html>
  - Conflicts and Waivers: <http://www.acca.com/infopaks/conflict.html>

## CLO 2

### Private Company CLOs: Internal Stakeholders, External Challenges

- “It’s Private Companies’ Turn to Dance the Sarbox Shuffle,” ACC Article (2003)  
[http://www.acca.com/public/article/corpresp/sarbox\\_shuffle.pdf](http://www.acca.com/public/article/corpresp/sarbox_shuffle.pdf)

- Sarbanes-Oxley Raises the Bar for Private Companies (National Association of Corporate Directors – article from NACD's *Director's Monthly*):  
<https://nacd.eknow.com/uploads/DM%20-%20Private%20Cos%20and%20S-Ox%20040621.pdf>
- “Private Companies Also Feel Pressure to Clean Up Acts,” *Wall Street Journal*, July 22, 2003:  
<http://webreprints.djreprints.com/803850866938.html>
- “The Effective Answer to Corporate Misconduct: Public Sector Encouragement of Private Sector Compliance Programs,” by William B. Lytton and Winthrop Swenson, *ACCA Docket*, November/December 2002:  
<http://www.acca.com/protected/pubs/docket/nd02/misconduct1.php>
- “Counseling the Family-Owned Business,” (program material from ACC's 1999 Annual Meeting)  
<http://www.acca.com/education99/cm99/pdf/609.pdf>
- ACC's Corporate Responsibility homepages: (listing a variety of governance and post-Enron reform-related material):  
<http://www.acca.com/legres/corpresponsibility/index.php>
- Sample Private Company Forms: Disclosure Controls and Procedures:  
<http://www.acca.com/protected/forms/corpresp/disclosure.pdf>
- “Private Company Acquisitions in the US: a survival guide for overseas buyers,” by Richard Hall, Cravath Swaine & Moore, *Global Counsel*, April 2001:  
<http://ld.practicallaw.com/jsp/article.jsp?item=17553>
- Archived WebCast (CLE available – ACC program on WestLegalEd Center): “Sarbanes-Oxley: Why Should Privately-Held Companies Care?”  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13206&textCourseId=0&jsessionid=2806201096033358140](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13206&textCourseId=0&jsessionid=2806201096033358140)

Written materials from the ACC Annual Meeting Program archived above:

<http://www.acca.com/education03/am/cm/908.pdf>

- Archived WebCast (CLE available – ACC program on WestLegalEd Center): “Under the Microscope: Approaches to Non-Profit Crisis Management”  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13713&textCourseId=0](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13713&textCourseId=0)
- Archived WebCast (CLE available – ACC program on WestLegalEd Center): “Big MACs and other Deal Point Trends in Private Company M&A” (MAC = material adverse change clauses)  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=6879&textCourseId=0](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=6879&textCourseId=0)

Written materials from the ACC Annual Meeting Program archived above:

<http://www.acca.com/education2k2/am/cm/609.pdf>

- Services to develop in-house compliance training through WeComply, ACC's Alliance partner; for more information on our Alliance offering with WeComply, go to <http://www.acca.com/practice/alliance.php#wecomply>; to find out more about WeComply, go to <http://www.wecomply.com>.

### CLO 3

## Medium & Large Department CLOs: Getting (and Using!) the Most from your Attorney Staff

- Recruiting and Retaining In-House Staff, ACC InfoPAK:  
<http://www.acca.com/infopaks/recruit.html>
- "Achieving Balance: A Recipe for High-Quality Work Life for In-House Counsel," *ACC Docket*, February 2004:  
<http://www.acca.com/protected/pubs/docket/feb04/balance.pdf>
- "From Lawyer to Business Partner: Career Enhancement in Corporate Legal Departments," *ACC Docket*, February 2004:  
<http://www.acca.com/protected/pubs/docket/feb04/partner.pdf>
- "Leading Practices in Compensation Programs and Retention Strategies for In-House Lawyers: What Companies are Doing," an ACC Leading Practices Profile (2004):  
<http://www.acca.com/protected/article/lawdman/compensation.pdf>
- FMC Technologies, Inc.:  
ACES™ Brochure:  
[http://www.acca.com/protected/forms/lawdman/aces\\_brochure.pdf](http://www.acca.com/protected/forms/lawdman/aces_brochure.pdf)  
ACES™ Program Description:  
[http://www.acca.com/protected/forms/lawdman/aces\\_program.pdf](http://www.acca.com/protected/forms/lawdman/aces_program.pdf)  
ACES™ In-house Counsel Objective Evaluation Form:  
[http://www.acca.com/protected/forms/lawdman/aces\\_inhouse.pdf](http://www.acca.com/protected/forms/lawdman/aces_inhouse.pdf)
- Fortune 500 Retail Company Job Description / Success Profiles:  
Vice President & Deputy General Counsel:  
<http://www.acca.com/protected/forms/jobdescription/vpdeputygc.pdf>  
Assistant General Counsel:  
<http://www.acca.com/protected/forms/jobdescription/asstgc.pdf>  
  
Senior Counsel:  
<http://www.acca.com/protected/forms/jobdescription/srcounsel.pdf>  
Paralegal:  
<http://www.acca.com/protected/forms/jobdescription/paralegal.pdf>
- "Leading Practices in Strategic Outsourcing and Alternative Service Models: What Companies are Doing," an ACC Leading Practices Profile (2004):  
[http://www.acca.com/protected/article/lawdman/lead\\_outsource.pdf](http://www.acca.com/protected/article/lawdman/lead_outsource.pdf)

- “Leading Practices in Global Law Department Design and Service Models: What Companies are Doing,” an ACC Leading Practices Profile (2004):

[http://www.acca.com/protected/article/international/lead\\_globallaw.pdf](http://www.acca.com/protected/article/international/lead_globallaw.pdf)

- The Role of the In-House Paralegal, (material from a CLE program in 2003):

<http://www.acca.com/protected/reference/smlaw/paralegal.pdf>

- Attorney Conduct and Professionalism Issues:

ACC's In-House Counsel Legal Department Ethical and Professional Conduct Manual (an evolving resource for training in-house lawyers and setting standards for lawyer's professionalism and performance)

<http://www.acca.com/protected/legres/conductmanual/>

“Emerging and Leading Practices in Sarbox 307/SEC Part 205 Up-the-Ladder Reporting and Attorney Professional Conduct Programs: What Companies and Law Firms are Doing,” an ACC Leading Practices Profile (2003):

[http://www.acca.com/protected/article/corpresp/lead\\_sarbox.pdf](http://www.acca.com/protected/article/corpresp/lead_sarbox.pdf)

Counseling the Corporation Post-Sarbanes-Oxley: Ethics and Professionalism Issues for In-House and Outside Counsel, (Kathryn Fenton):

<http://www.acca.com/protected/legres/corpresp/counselingcorporation.pdf>

In-house Counsel Standards Under Sarbanes-Oxley, ACC InfoPAK (June 2004):

<http://www.acca.com/infopaks/sarbanes.html>

In-house Counsel Ethics, ACC InfoPAK (March 2004):

<http://www.acca.com/infopaks/ethics.html>

Attorney Client Privilege, ACC InfoPAK (May 2004):

<http://www.acca.com/infopaks/attclient.html>

- “The Challenges of Motivating Staff Attorneys,” *New England In-House*, Oct. 2003:

<http://www.newenglandinhouse.com/careertrackoct.htm>

- Compensation Issues:

ACC has an Alliance partnership with Altman Weil that provides ACC members benefits when purchasing Altman Weil/ACC Compensation (or department management) surveys.

See <http://www.acca.com/practice/alliance.php> for more information, or go directly to

<http://www.altmanweil.com/products/surveys/ldcbs.cfm>

Article: “Roundtable-Benchmarking: Matching Law Department Compensation to the Marketplace,” *The Metropolitan Corporate Counsel*, Nov. 2003

“In-House Counsel Salaries: How Well Do You Fare? Three Surveys, Hundreds of Companies, Thousands of Salaries,” (*Corporate Legal Times*, March 2000).

<http://www.cltmag.com/editorial/surveys/march00.cfm>

- “Globalization of the Workforce – U.S. Immigration Law (2001)  
<http://www.acca.com/protected/article/immigration/globalization.html>
- Virginia State Bar – Legal Ethics Opinion 1712: “Temporary Lawyers Working Through a Temporary Placement Service”  
<http://www.acca.com/protected/article/ethics/vabar1712.html>
- “Co-employment: A Review of Customer Liability Issues in the Staffing Services Industry,” *ACCA Docket*, Winter 1994:  
<http://www.acca.com/protected/pubs/docket/Winter94/Co-emplo.html>
- “Tales from the trenches: recruiting, keeping and motivating talent,” by Claire Hodgson, *Global Counsel*, October 2003:  
[http://www.acca.com/protected/gc.php?key=20031117\\_23492](http://www.acca.com/protected/gc.php?key=20031117_23492)
- “Getting Closer to the Business: How to Foster Innovation and Value Through Culture and Philosophy,” by Jeffrey W. Carr and James Lovett, *ACCA Docket* January 2001,  
<http://www.acca.com/protected/pubs/docket/jf01/getting.html>
- “Recruiting, Developing, & Retaining Diverse Candidates,” by Michael Cunningham and Tracey J. Epstein, from ACC’s 2002 Annual Meeting:  
<http://www.acca.com/education2k2/am/cm/808.pdf>
- “Recruiting, Hiring, and Retaining Employees,” by Bruce J Hector, et al, from ACC’s 2002 Annual Meeting:  
<http://www.acca.com/education2k1/am/cm/104CD.pdf>
- Robert Half Legal – ACC’s Alliance partner on staffing issues: review our Alliance offering for ACC members at <http://www.acca.com/practice/alliance.php#half>; find out more about Robert Half Legal at <http://www.roberthalflegal.com/>.

(There is no CLO 4)

## CLO 5 Small Law CLOs: Driving Bottom Line Value

- Moderated Discussions for Marketing the Small Law Department:  
<http://www.acca.com/education99/cm99/pdf/509.pdf>
- “Adding Value to Your Corporation,” from the 2003 ACC Annual Meeting:  
<http://www.acca.com/education2k1/am/cm/010CD.pdf>
- “SWOT and Beyond: How to Make Your Law Department Effective,” by Michele S. Gatto, *ACCA Docket*, October 2003:  
<http://www.acca.com/protected/pubs/docket/on03/swot.pdf>



- “Conducting Client Surveys,” by Lynn E. Pollan, *ACCA Docket*, May/June 1995:  
<http://www.acca.com/protected/pubs/docket/mj95/Conducti.html>
  - Client Surveys Search in the ACC Virtual Library:  
<http://www.acca.com/vl/search.php?anytext=&subject=19&documenttype=&country=&button=Search>
  - ACC's Small Law Departments Committee:  
<http://www.acca.com/networks/smlaw.php>
  - Small Law Department InfoPAK (updated 2004):  
<http://www.acca.com/infopaks/sld.html>
  - “8 Miles Wide and 3 Inches Deep: A How-To for Handling Issues Confronting a Small Law Department,” from ACC's 2003 Annual Meeting:  
<http://www.acca.com/education03/am/cm/403.pdf>
  - ACC/NACD Survey on Corporate Director and Corporate Counsel Perspectives on Corporate Governance Issues:  
[http://www.acca.com/Surveys/resp\\_corpgov.pdf](http://www.acca.com/Surveys/resp_corpgov.pdf)
  - “Getting Closer to the Business: How to Foster Innovation and Value Through Culture and Philosophy,” by Jeffrey Carr and James Lovett, *ACCA Docket*, January 2001:  
<http://www.acca.com/protected/pubs/docket/jf01/getting.html>
  - “Client Service in an In-House Environment,” comments from two legal departments, *ACCA Docket*, January/February 1998:  
<http://www.acca.com/protected/pubs/docket/jf98/clistanford.html>
  - Technology Tools for Small Law Departments:  
<http://www.acca.com/protected/article/tech/munn.html>
  - Technology Primer InfoPAK (updated 2004):  
<http://www.acca.com/infopaks/tech.html>
  - The Role of the In-House Paralegal, (material from a CLE program in 2003):  
<http://www.acca.com/protected/reference/smlaw/paralegal.pdf>
  - Archived WebCast (CLE available – ACC program on WestLegalEd Center): “90 Tips in 90 Minutes: Small Law Department Best (and Worst) Practices”  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13201&textCourseId=0](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13201&textCourseId=0)
  - Implementing Compliance Programs for the Small Law Department:  
Archived WebCast (CLE available – ACC program on WestLegalEd Center)  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=1159&textCourseId=0](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=1159&textCourseId=0)
- Program materials: <http://www.acca.com/education2k1/am/cm/403CD.pdf>

- Preventive Law for Small Law Departments and Generalists:  
<http://www.acca.com/education99/cm99/pdf/309.pdf>
- Litigation Management: A Solo Practitioner's Perspective:  
<http://www.acca.com/education2000/am/cm00/html/litsolo.html>
- "Time Management: Small Law Departments Face the Challenge," by Matthew Mulroy, *ACCA Docket*, May/June 1995:  
<http://www.acca.com/protected/pubs/docket/mj95/TimeMana.html>
- ACC's Small Law Department Contracting Manual:  
<http://www.acca.com/infopaks/sldcontract.html>

## CLO 6 Managing Global Business Legal Concerns

- Doing Business Internationally – ACC InfoPAK (March 2004):  
<http://www.acca.com/infopaks/intbus.html>
- Global Law Department – ACC InfoPAK (July 2004):  
<http://www.acca.com/infopaks/global.html>
- Leading Practices in Global Law Department Design and Service Models: What Companies are Doing, an ACC Leading Practices Profile (2003):  
[http://www.acca.com/protected/article/international/lead\\_globallaw.pdf](http://www.acca.com/protected/article/international/lead_globallaw.pdf)
- "Innocents Abroad: They Speak English, So Why Don't We Understand Each Other?," from ACC's 2003 Annual Meeting:  
<http://www.acca.com/education03/am/cm/305.pdf>
- "Roundtable: In-house Guide to Managing a Global Legal Practice," from ACC's 2002 Annual Meeting:  
<http://www.acca.com/education2k2/am/cm/303.pdf>
- "Legal Globalization: The Challenges for In-House Counsel," by Frank A. Orban III, *ACCA Docket*, February 2001:  
<http://www.acca.com/protected/pubs/docket/fm01/global.html>
- ACC's International Legal Affairs Committee homepage:  
<http://www.acca.com/networks/ilegalaff.php>
- "Security Concerns for Global Businesses," from ACC's 2002 Annual Meeting:  
<http://www.acca.com/education2k2/am/cm/903.pdf>

- Leading Practices in Providing In-House Legal Support for Corporate Governance Initiatives: What Companies Around the World are Doing, an ACC Leading Practices Profile:  
[http://www.acca.com/protected/article/governance/lead\\_global.pdf](http://www.acca.com/protected/article/governance/lead_global.pdf)
- Legal Professional Privilege: The Issues for Multinational Businesses with Operations in Europe, by Eversheds for ACC's International Legal Affairs Committee:  
<http://www.acca.com/protected/article/attyclient/multinationalbuss.pdf>
- Archived WebCast (CLE available – ACC program on WestLegalEd Center): “Selling Your Products Abroad”:  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=6569&textCourseId=0](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=6569&textCourseId=0)
- Archived WebCast (CLE **not** available – ACC / Eversheds LLP program): “Building your business in the European Union”:  
[http://www.acca.com/networks/webcast/webcast.php?key=20040726\\_614](http://www.acca.com/networks/webcast/webcast.php?key=20040726_614)
- Archived WebCast (CLE **not** available – ACC / Eversheds LLP program): “Trade Unions and Work Councils and how they work in Europe”:  
[http://www.acca.com/networks/webcast/webcast.php?key=20040701\\_3697](http://www.acca.com/networks/webcast/webcast.php?key=20040701_3697)
- Archived WebCast (CLE **not** available – ACC program): “Keeping Your International Operations Out Of U.S. Courts”:  
[http://www.acca.com/networks/webcast/webcast.php?key=20040607\\_1760](http://www.acca.com/networks/webcast/webcast.php?key=20040607_1760)
- Archived WebCast (CLE **not** available – ACC / Coudert Brothers LLP program): “International Arbitration Strategy - Practical Considerations to Minimize Risk, Cost and Time”:  
[http://www.acca.com/networks/webcast/webcast.php?key=20040301\\_32232](http://www.acca.com/networks/webcast/webcast.php?key=20040301_32232)
- “Managing Employee Mobility in the Global Marketplace,” from ACC's 2002 Annual Meeting:  
<http://www.acca.com/education2k2/am/cm/603.pdf>
- “Global Privacy Law: A Survey of 15 Major Jurisdictions,” (White and Case):  
<http://www.acca.com/protected/article/international/privacysurvey.pdf>
- “Regulation of Electronic Commerce in Europe: A Corporate Counsel Guide,” by Simon G. Zinger of Vivendi Universal, *ACCA Docket*, May 2001:  
<http://www.acca.com/protected/pubs/docket/mj01/regulate1.php>
- “The New EC Merger Control Regime-A New Regime For An Enlarged EU,” by Philippe Stubbe and Tony Reeves, *ACC Docket*, September 2004:  
<http://www.acca.com/protected/pubs/docket/sept04/regime.pdf>
- “Doing Business in Latin America Under a Changing Economic Environment,” from ACC's 2002 Annual Meeting:  
<http://www.acca.com/education2k2/am/cm/703.pdf>

- “Cross-Border Distribution and Joint Venture Agreements,” by Jose’ P. Ceppi, International Counsel, DaimlerChrysler Corporation:  
<http://www.acca.com/protected/reference/international/crossborder.pdf>

## CLO 7

### CLO “Certifications” and Working with Company Auditors

- “Leading Practices in Providing In-House Legal Support to the CFO and Finance Function: What Companies are Doing,” an ACC Leading Practices Profile:  
[http://www.acca.com/protected/article/governance/lead\\_cfo.pdf](http://www.acca.com/protected/article/governance/lead_cfo.pdf)
- Archived WebCast (CLE available – ACC program on WestLegalEd Center): “Mini-MBA for the Company Lawyer”:  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=6886&textCourseId=0](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=6886&textCourseId=0)
- Archived WebCast (CLE available – ACC program on WestLegalEd Center): “Mini-MBA II”  
[http://westlegaledcenter.com/program\\_guide/course\\_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13197&textCourseId=0](http://westlegaledcenter.com/program_guide/course_detail.jsp?page=prgmgd&videoCourseId=0&audioCourseId=13197&textCourseId=0)
- “Auditor Demands for Privileged Information, The Waiver Problem and Proposed Solutions,” Corporate Counsel Consortium White Paper, Latham & Watkins. Copy to be provided onsite at CLO 7 at the meeting, and mounted to the website after print deadline submission for this document; check ACC’s advocacy and CLO homepages for links after the meeting:  
<http://www.acca.com/advocacy/index.php> or <http://www.acca.com/networks/clo/>.
- “Tools You Can Use: Helping the Audit Committee Manage its Relationship with the Outside Auditor,” by Michael Cahn and Michael Scanlon, *ACC Docket*, May, 2004:  
<http://www.acca.com/protected/pubs/docket/may04/tools.pdf>
- General Resources on the Audit Committee and Financial functions on the ACC website:  
<http://www.acca.com/vl/search.php?anytext=&subject=11&documenttype=&country=&button=Search>
- “Financing Documents: Negotiating and Complying with Them in the Information Age,” by Joseph Napoli, *ACC Docket*, October 2003:  
<http://www.acca.com/protected/pubs/docket/on03/finance.pdf>
- International Accounting Standards: EU Regulation, *Global Counsel*:  
<http://ld.practicallaw.com/jsp/article.jsp?item=23742>
- Payment on the Internet: Reviewing the Options, *Global Counsel*:  
<http://ld.practicallaw.com/jsp/article.jsp?item=31205>
- Sample Financing Agreement: Parent/Subsidiary: ACC Forms and Policies (2003):  
[http://www.acca.com/protected/forms/finance/financing\\_agreement.pdf](http://www.acca.com/protected/forms/finance/financing_agreement.pdf)

- Sample Promissory Note: Parent/Subsidiary Loan: ACC Forms and Policies (2003):  
<http://www.acca.com/protected/forms/finance/promissorynote.pdf>
- Sample Loan Agreement: Parent/Subsidiary: ACC Forms and Policies (2003):  
[http://www.acca.com/protected/forms/finance/loan\\_agreement.pdf](http://www.acca.com/protected/forms/finance/loan_agreement.pdf)
- Sample Cash Management Agreement: ACC Forms and Policies (2003):  
[http://www.acca.com/protected/forms/finance/cashmanagement\\_agreement.pdf](http://www.acca.com/protected/forms/finance/cashmanagement_agreement.pdf)

*(Please feel free to contact any of the lawyers on staff at ACC for help in retrieving additional resources or for ideas on how to connect with other counsel who may have practical advice to share. You can call any of us at 202/293-4103 or email us: Susan Hackett, Senior Vice President and General Counsel ([hackett@acca.com](mailto:hackett@acca.com)); Jim Merklinger, Managing/Resources Attorney ([merklinger@acca.com](mailto:merklinger@acca.com)); Karen Palmer, Resources Attorney ([palmer@acca.com](mailto:palmer@acca.com)); or Ron Peppe Vice President, Law and Communications ([peppe@acca.com](mailto:peppe@acca.com)).*