

## 8:30-9:30 a.m. (Choose one of three sessions in this time slot)

### Course # 101

#### Health Biotech & Pharma – Ballard Spahr LLP

##### *The Do's and Don'ts of Using Healthcare Data*

The Affordable Care Act and Federal health care programs (e.g., Medicare and Medicaid) encourage the collection and analysis of electronic health care information for quality and coordination of care and improved treatment outcomes. HIPAA and other personal and health care information security laws and regulations impose restrictions on the use and disclosure of this data but exceptions exist for research, public health and limited other purposes. This program will examine the legal issues involved in the use, aggregation and sale of individual healthcare data for commercial, research and public health purposes and how to assure compliance through contract terms and compliance documentation.

*Speakers: Jean C. Hemphill, Partner, Health Care Practice, Ballard Spahr LLP; James B. MacDonald, Partner, Life Sciences and Technology Practice, Ballard Spahr LLP; John W. Devine, Partner, Health Care Practice, Ballard Spahr LLP*

### Course # 102

#### Litigation – Anderson Kill P.C.

##### *For Richer, For Poorer, Till Death Do Us Part: Ensuring a Harmonious Marriage Between Contractual Indemnity and Insurance*

The arranged marriage between contractual indemnity obligations and insurance is a common feature in many commercial contracts. However well-intentioned the relationship may be at the outset, all too often after the honeymoon ends, irreconcilable differences emerge between the couple and court intervention is necessary to allocate the assets. Not to despair, as a successful wedding of these two risk transfer mechanisms can be accomplished with careful attention and consideration in the drafting phase. Explore how to accomplish a successful, lasting pairing of indemnity and insurance from the perspective of both the indemnitor and indemnitee. Learn through case histories how to avoid common pitfalls of the interrelationship between these provisions, as well as how to effectively navigate turbulent waters should conflict arise.

*Speakers: Darin McMullen, Shareholder, Anderson Kill P.C.; Frank Murphy, Shareholder, Anderson Kill P.C.; Marcin Plonka, Global Risk Manager, Global Insurance and Risk Management, SAP; Christopher J. Waxman, Assistant General Counsel, SAP*

### Course # 103

#### Employment & Labor – Littler Mendelson

##### *No More Half Measures: Getting Serious About Controlling Abuse of Leaves Under the FMLA, ADA and Local Laws*

Nothing exasperates business leaders and coworkers more than watching game-playing employees use FMLA, ADA and other leave provisions to come and go as they please. There are options that provide employers with line-of-sight to the activities of those who abuse available leave provisions. These options are legal and they work. This briefing will discuss those alternatives, in both legal and practical terms, and prepare you to offer real solutions when faced with apparent abuse of FMLA, ADA or other types of leave by employees.

*Speakers: Kristine Grady Derewicz, Office Managing Shareholder, Littler Mendelson; Karin Ashford, Director, Legal & Business Affairs, Penn National Gaming*

## 9:45-10:45 a.m. (Choose one of four sessions in this time slot)

### Course # 201

#### Ethics & Compliance – Drinker Biddle & Reath LLP

##### *Internal Investigations: Practical and Ethical Considerations for In-House Counsel and Compliance Officers*

This panel will discuss best practices for company counsel faced with the decision of whether to conduct an internal investigation and how to deal with the ethical issues that arise during internal investigations.

Topics will include:

The Decision to Investigate: Who should investigate (compliance v. legal); the decision to retain outside counsel; the need for independence (“regular” counsel or “special” counsel); Who is the Client?: Reporting relationships between investigative team and management; Conducting Interviews of Employees (Upjohn warnings): Handling the question of “do I need counsel?”; discovery of related (or unrelated) improper conduct during an investigation; deciding when to recommend that employee gets separate counsel; Electronic Document Collection and Review (use of IT personnel to preserve evidence).

Maintaining privilege: work product, attorney-client privilege: Interview memos; interim reports; preparation of Report of Investigation; Decisions to Self-Report Conduct to Government Authorities.

*Speakers: Mary P. Hansen, Partner, Drinker Biddle & Reath LLP; Scott Coffina, Partner, Drinker Biddle & Reath LLP; Eric M. Schweiker, Director of Investigations, Americas, Hewlett-Packard*

### Course # 202

#### Litigation – McCarter & English

##### *Intellectual Property Litigation: Recent Developments and Cost Saving Tips*

This session will explore various strategies to reduce the expense of intellectual property litigation, with a focus on patent litigation. The panel will discuss the success rate of, and complications surrounding, staying litigation in favor of post grant procedures in the USPTO. In addition, the panel will survey recent patent cases dismissed for failing to state a claim in light of the Supreme Court’s recent *Alice* decision. Finally the panel will share experiences in reducing the overall costs of litigation, including e-discovery issues and the use of “virtual law firms” for a single case.

*Speakers: Daniel M. Silver, Partner, McCarter & English; Brian R. Lemon, Associate, McCarter & English*

### Course # 203

#### Corporate & Securities – Corporation Service Company

##### *Best Practices in Global Subsidiary Compliance*

One of the most important topics in corporate compliance and governance is subsidiary management. In our expanding global economy the challenges of managing subsidiaries is complex, fraught with risk, and can quickly become an administrative nightmare. In this panel, Compliance and Governance professionals will discuss their experiences in managing entities across the world, working with agents and outside counsel, and handling a variety of issues. The program is aimed at identifying lessons learned, improving work practices, and reducing the risks and exposure your organization faces in maintaining entities around the world.

*Speaker: Jennifer Mailander, Director, Compliance & Litigation Markets, Associate General Counsel, Corporation Service Company*

### Course # 204

#### IT/Privacy/E-Commerce – Gibbons P.C.

##### *Privacy and Data Security Risks Management in the Cloud*

Many businesses house sensitive information in the cloud. This panel will explore best practices for risk management in privacy and data, including contractual terms and due diligence, encryption, security audits, and insurance coverage.

*Speakers: Scott J. Etish, Director, Business & Commercial Litigation Dept., Gibbons P.C.; David W. Opderbeck, Counsel, Business & Commercial Litigation Dept., Gibbons P.C.;*

## 11:00 a.m. – 12:00 p.m. (Choose one of four sessions in this time slot)

### Course # 301

#### Contracts & Commercial Law – Morgan, Lewis & Bockius LLP

##### *Data Security and Commercial Contracts*

This presentation will provide an update on the changing US laws relating to data security and how to address this critical area of change and risk in your commercial contracts.

*Speakers: Michael Pillion, Partner, Outsourcing and Strategic Commercial Transactions, Morgan, Lewis & Bockius LLP; Barbara Melby, Partner, Outsourcing and Strategic Commercial Transactions, Morgan, Lewis & Bockius LLP; Sheila Hawes, Associate General Counsel & Chief Privacy Officer, AmerisourceBergen Corporation*

### Course # 302

#### Intellectual Property – Eisner Amper LLP

##### *Quantifying and Protecting the Value of Trade Secrets*

Quantifying and protecting the value of a company's trade secrets can be difficult and complex. A company's trade secrets have enormous economic value and are increasingly at risk of theft. This expert panel discussion will provide insight into: the trends of recent theft of trade secret matters, the development of strategies to mitigate the economic losses and to protect trade secrets, the methods of quantifying the value of trade secrets, and the roles of in-house attorneys in protecting and working with internal business executives to value trade secrets.

*Speakers: Joseph Lesovitz, Director, EisnerAmper LLP; Jeffrey Buchakjian, Senior Manager, EisnerAmper LLP; Gary Levin, Partner, BakerHostetler;*

### Course # 303

#### Employment & Labor – Obermayer Rebmann Maxwell & Hippel LLP

##### *From the Front Lines of the American Workplace – An Update on Recent Decisions and the New “Ambush” Election Rules from the National Labor Relations Board*

The NLRB's "quickie election rules" are scheduled to become effective April 14, 2015. They will change union election procedures and reduce the amount of time an employer will have to run a campaign and educate its workers. Under the new rules, it is anticipated that the campaign period may be as short as 25 days from the current average of 38 days. By shrinking this time period, employers will find a more difficult battle ahead of them if they want to remain union-free. This session will brief employers on how they should begin preparing to rapidly respond when a union petition is filed and also provide practical tips as to what steps employers can immediately take to help insulate their businesses from unionization and give an update as to significant decisions over the past year handed down by one of the most aggressive Labor Boards in recent memory. These decisions involve social networking, allowing the use of company email for organizing purposes, expansion of the interpretation of protected concerted activities and evolving joint employer standards.

*Speakers: Michael S. Pepperman, Partner & Chair, Labor Relations Practice Group, Obermayer Rebmann Maxwell & Hippel LLP;*

### Course # 304

#### Health Biotech & Pharma (HBP) – Reed Smith LLP

##### *Can You Get Insurance Coverage for False Claims Act and Similar Claims? Making Sure You've Looked at All Possible Avenues of Recovery*

Many in-house counsel don't realize that there may be potential coverage for False Claims Act and similar cases "hidden" in one of their client's insurance policies. While coverage is not always available, hear from an expert and in-house counsel with experience on how you can get some coverage – whether a sharing of defense costs, complete defense cost coverage, or sometimes even contribution toward settlement – and why it's worth checking all the Company's policies – CGL, Excess Insurance, D&O, as well as specialty products like employment practices policies, before you give up on coverage.

*Speakers: John Ellison, Partner, Reed Smith LLP; Barbara Binis, Partner, Reed Smith LLP; Brennan Torregrossa, Assistant General Counsel, Dispute Resolution and Prevention, GlaxoSmithKline*

## 1:30-2:30 p.m. (Choose one of four sessions in this time slot)

### Course # 401

#### Corporate & Securities – Dechert LLP

##### *Proxy Access – Recent Developments*

This panel will focus on recent developments on proxy access, including increased activity by shareholder corporate governance advocates and the SEC.

*Speakers: Eric S. Siegel, Partner, Dechert LLP; Allie M. Stouffer, Associate, Dechert LLP;*

### Course # 402

#### Litigation – Blank Rome LLP

##### *Strategies to Prevent and Defeat Class Actions*

Recent decisions by the U.S. Supreme Court and other federal courts have made it easier than ever for companies to prevent class actions from being filed, or to defeat them once a case is commenced. Our presentation will specifically focus on the use of arbitration agreements as a means to deter and/or defeat class actions, as well as recent legal developments concerning the use of class action waivers. In addition, we will provide practical guidance to in-house counsel on how to require plaintiffs to arbitrate their claims on an individual basis, as well as how to structure their arbitration agreements for the maximum deterrent effect while still withstanding judicial scrutiny. Lastly, we will also discuss the issue of class action ascertainability and its increased prominence as a basis to defeat class actions. This discussion will include both the real-world implications and legal limitations of the concept of ascertainability.

*Speakers: Evan H. Lechtman, Partner, Blank Rome LLP; David C. Kistler, Partner and Chairman of the Class Action Defense Group, Blank Rome LLP; M. Matthew Mannion, Assistant Vice President, Cat Excess Liability, AIG Property Casualty*

### Course # 403

#### Contracts & Commercial Law – Womble Carlyle Sandridge & Rice

##### *Dusting Off Your Corporate Contracts*

When was the last time you substantively reviewed your company's operating agreement or bylaws? Perhaps it's time. This panel will advise corporate counsel of some key issues to look for when undertaking this review, including: fee-shifting provisions, forum selection provisions, officer/management titles and duties, waivers, and protections in the event of bankruptcy and other foreseeable corporate complications. It is no longer status quo to regurgitate boilerplate in your corporate documents. Every company is unique and has different needs. States on the cusp of emerging corporate issues understand this and frequently validate non-boilerplate terms and provide innovative companies with more contractual autonomy. Grab your bylaws and dust off the boilerplate during this informative session about updating your out-of-date corporate contracts.

*Speakers: Kevin Mangan, Partner, Womble Carlyle Sandridge & Rice; Jill Agro, Counsel, Womble Carlyle Sandridge & Rice; Meg Manning, Senior Director & Counsel, Gavin Solmonese*

### Course # 404

#### Ethics & Compliance – Stradley Ronon Stevens & Young, LLP

##### *Ethical Obligations of Counsel in the Wake of a Data Breach*

Every day, we hear about data breaches affecting large companies. No matter what the size of the organization you represent, data security is an important issue for all counsel. There are, however, often competing obligations: What are the legal requirements for reporting, and what are your obligations to protect your client? Our CLE panelists will outline what counsel's ethical obligations are before and after a data breach occurs, what should be reported, various agency reporting requirements, and best practices for protecting sensitive data. We will also take a close look at special handling for personally identifiable information and personal health information – the new target for hackers.

*Speakers: Jana M. Landon, Chair, E-Discovery Team, Stradley Ronon; Kristin Jones, Associate, Stradley Ronon; Kaitlin Rosenthal, Assistant General Counsel, Thomas Jefferson University Hospitals, Inc.*

## 2:45-3:45 p.m. (Choose one of four sessions in this time slot)

### Course # 501

#### Employment & Labor – Fisher & Phillips, LLP

##### *Your Insider's Guide to Federal, Municipal & State Employment Laws: What's New and What's on the Horizon*

The proliferation of local and state laws impacting the workplace creates daily challenges for employers, especially those with employees in multiple locations. Yet this trend continues to pick up steam, with more and more states and even cities enacting laws covering everything from paid sick leave to "wage theft." Our panel will discuss what is new -- and what may be coming soon --from state and local governments in our area.

*Speakers: Rick Grimaldi, Partner, Fisher & Phillips, LLP; Christopher P. Stief, Managing Partner, Fisher & Phillips, LLP;*

### Course # 502

#### Litigation – Pepper Hamilton LLP

##### *What Every In-House Counsel Needs to Know About the Freedom of Information Laws and How Your Company's Private Information May Become Public*

Lawyers for private corporations often think that open records laws, sometimes called Sunshine Laws or Freedom of Information Laws, are solely designed for members of the media to obtain government records. After all, records of private corporations are not reachable under these laws, right? Wrong! In Pennsylvania, records of private companies can be reachable through the state's Right to Know Law. On a federal level, some corporate records can also be reachable through the Freedom of Information Act. If your company does business with, or is regulated by, the state or federal government, some of your records may be vulnerable. And, if your company is involved in litigation, discovery turned over to your opponent may be disclosed absent a showing of "good cause" to keep the information confidential.

*Speakers: Michael Baughman, Partner, Pepper Hamilton LLP; Terry Mutchler, Of Counsel, Pepper Hamilton LLP; Dena Lefkowitz, Compliance & Ethics Officer, Workplace Investigator, Nemours*

### Course # 503

#### Intellectual Property – Duane Morris LLP

##### *Trade Secret Law – The Best-Kept "Secret" of an Intellectual Property Portfolio*

This presentation will focus on the basics of U.S. trade secrets law; best practices for protecting intellectual property as trade secrets (and what sometimes happens when those best practices are not followed); a description of the civil remedies available in the U.S. for misappropriation of trade secrets; and the similarities/distinctions between U.S. trade secrets law and the law of other jurisdictions (e.g., the European Union, China).

*Speakers: Larry Pockers, Partner, Duane Morris LLP; David Wolfsohn, Partner, Duane Morris LLP; Jennifer A. McGlenn, Assistant General Counsel, Ricoh Americas; A. Peter Prinsen, VP & General Counsel, The Graham Company*

### Course # 504

#### Corporate & Securities – Akin Gump Strauss Hauer & Feld LLP

##### *Practical Tips for Transactional Attorneys to Minimize Risks of Securities Litigation and Investigations*

This panel will focus on practical tips for transactional attorneys to minimize risks associated with securities litigation, SEC enforcement proceedings, and FCPA investigations, including dealing with your internal clients, and proactive steps you can take during transactions that will strengthen defense of potential claims.

*Speakers: Jeff Dailey, Partner, Akin Gump; David Comerford, Partner, Akin Gump; John Pease, Executive Counsel, Teva Pharmaceuticals*

## 4:00-5:00 p.m. (Choose one of four sessions in this time slot)

### Course # 601

#### Contracts & Commercial Law – Saul Ewing LLP

##### **Avoiding, Managing and Resolving Contract Disputes: A View from the Trenches**

A panel of experienced in-house and outside counsel will offer practical advice on:

Avoiding contract disputes in the contract formation and drafting phase, including review of recent case law dealing with drafting errors; Managing disputes once they arise, including managing internal stakeholders and maintaining leverage; Resolving contract disputes prior to litigation or arbitration

*Speakers: Evan J. Foster, Partner, Saul Ewing, LLP; Donna Pond, Senior Director and Lead Counsel, Shire Pharmaceuticals*

### Course # 602

#### IT/Privacy/E-Commerce – Stevens & Lee

##### **Know Thyself: Proactively Using Information Governance and Advance Planning to Reduce the Burden and Expense of E-Discovery**

The biggest litigation cost is discovery (and particularly e-discovery), often making litigation not only time consuming and disruptive to companies, but also prohibitively expensive. This presentation will discuss ways for companies to reduce the costs of e-discovery by proactively becoming knowledgeable about their own information and data systems and developing a litigation response plan, effectively negotiating with opposing counsel on the parameters of discovery, and involving the Court early in the process when necessary.

*Speakers: Jeff Bukowski, Shareholder, Stevens & Lee; Julie Ravis, Shareholder, Stevens & Lee; Jonathan Rudolph, General Counsel, Accumen Data Services*

### Course # 603

#### Employment & Labor – Flaster/Greenberg PC

##### **Lessons from the Trenches: What Trials Can Teach About Employment Counseling**

Nothing sharpens your sensitivity to labor and employment issues as much as having to defend your company's actions at trial. Our speakers will draw on their experiences in recent jury trials and injunctions, as well as published decisions, to provide valuable tips that in-house counsel should consider when giving advice on policy, restrictive covenants, discipline and discharge.

*Speakers: Michael D. Homans, Shareholder, Labor & Employment Practice Group, Flaster/Greenberg PC; Jonathan Rosan, General Counsel, Swift Capital*

### Course # 604

#### Ethics & Compliance – Wilson Elser Moskowitz Edelman & Dicker LLP

##### **Attorney-Client Privilege: What's New for In-House Counsel?**

This presentation will review recent decisions impacting the scope of the attorney-client privilege, as well as waiver and exceptions to the privilege, and their impact on in-house counsel and corporate legal departments. We will also focus on recent decisions in the Mergers and Acquisitions context and their impact on the privileged communications of the involved entities and their counsel.

*Speakers: Kenneth L. Racowski, Of Counsel, Wilson Elser Moskowitz Edelman & Dicker LLP;*