

Northwestern

PRITZKER SCHOOL OF LAW

Professional and Continuing
Legal Education

56th Annual

Corporate Counsel Institute

Chicago, Illinois
September 28–29, 2017

For more information or to register, please visit:
www.law.northwestern.edu/cci

Why Attend?

- Stay up to date on the most recent legal developments, improve as a manager and a leader, and take away lessons learned from seasoned in-house counsel and industry experts
- Experience the only program designed exclusively by a group of general counsel
- Network with a group of your peers from around the country while earning up to 11 CLE credits

2017 Highlights

- Practicing Law in the Digital Age
- Is Your Compliance Program Ready for a Tune-Up?
- Lessons in Corporate Crisis Management
- Lawyers as In-House Leaders

ANNOUNCING NEW IN-HOUSE TUITION RATE OF \$425

Program as of September 12, 2017. Please visit the website for additional speakers and updates.

Thursday, September 28, 2017

7:30–8:30 a.m.

**Optional Breakfast Roundtable Discussion
Cyber Breach Aftermath: Civil Litigation,
Insurance Risks, and the SEC Perspective**
Presented by Charles River Associates
(Sponsored event with limited seating,
registration required)

7:45 a.m.

**Registration and Continental
Breakfast**

8:45 a.m.

Welcome and Overview

Juliann Cecchi, Assistant Dean, External
Partnerships, Northwestern Pritzker School
of Law, Chicago

Carrie J. Hightman, Institute Chair, EVP and
Chief Legal Officer, NiSource Inc., Merrillville, IN

9–10 a.m.

**What to Expect from the New
Administration: Regulatory
Developments for In-House Counsel**

- Defending America-Borders, Homeland & National Security

- Changes in the Supreme Court

- The nation's health care and its impact on corporations and their employees

- Deregulation, job creation and tax reform

Moderator

Travis Lenkner, Managing Director, Burford
Capital, Chicago

Panelist

Kevin Brown, Principal, Co-leader, Tax
Controversy and Regulatory Services, PwC,
Washington, D.C.

Reginald J. Brown, WilmerHale,
Washington, D.C.

Jodie A. Curtis, Executive Vice President,
District Policy Group, Drinker Biddle & Reath
LLP, Washington, DC

10–10:15 a.m. | Break

10:15–11:15 a.m.

**Is Your Compliance Program Ready
for a Tune-Up?**

- How have compliance programs evolved and what should yours include today?

- Questions to ask to be sure that your program is still effective

- How to use current communications and training methods to educate across the organization

Moderator

Kimberly W. White, Corporate Compliance
Officer, Ingredion Incorporated,
Westchester, IL

Panelists

Theodore (Ted) L. Banks, Scharf Banks
Marmor LLC, Chicago, former Chief Counsel,
Global Compliance Policy, Kraft Foods

Sarah M. DiLorenzo, Corporate VP and Chief
Compliance Officer, Arthur J. Gallagher & Co.,
Rolling Meadows, IL

Gretchen A. Winter, Executive Director,
Center for Professional Responsibility in
Business and Society, College of Business,
Adjunct Professor, College of Law and
College of Business, University of Illinois at
Urbana-Champaign, Chicago

11:15–11:30 a.m. | Break

11:30 a.m.–12:30 p.m.

**Labor and Employment Law: Hot
Topics & Recent Developments**

- Your hiring checklist - the expanding list of "do not ask" questions

- Agency action under Trump—what employers can expect

- LGBTQIA—the changing landscape of employment protections

- In 140 Characters or Less—the social media invasion into the workplace is unabated

Panelists

Megan Belcher, SVP and GC, The Scouler Company, Omaha, NE

Brett Rawitz, Associate GC, US Foods, Inc., Rosemont, IL

Anna Wermuth, Cozen O'Connor, Chicago (session lead)

12:30–1:30 p.m.

Lunch Sponsored by Houlihan Lokey

1:30–2:30 p.m.

Practicing Law in the Digital Age

The digital age has created an exciting set of new challenges for in-house lawyers. Legacy areas of risk have taken on a new dimension as our organizations experience rapid changes in technology, stakeholder expectations, and the threat environment. This panel will discuss the technology-related topics senior in-house counsel and GCs should be raising with their peers in their next one-on-ones.

Moderator

Colleen Batcheler, EVP, GC, and Corporate Secretary, Legal & Government Affairs, Conagra Brands Inc., Chicago

Panelists

Scott Culpepper, GC, The Rocket Science Group LLC d/b/a MailChimp, Atlanta

Trevor Foster, VP, Chief Counsel, Commercial Transactions, Conagra Brands, Inc., Chicago

Nancy C. Libin, Jenner & Block LLP, Washington, D.C.

2:30–2:45 p.m. | Break

2:45–3:45 p.m.

The Role of the GC in Board Related Matters

- Becoming the trusted advisor: How can the GC quickly establish relationships of trust with each Director and the Chair/Lead Director?
- Effectively managing the triad: the Chair/Lead Director/General Counsel relationships
- The General Counsel's role in selection and onboarding of new directors
- Influencing the board's agenda including what should be on that agenda for 2018 and beyond
- Key means of communication
- When to bring in outside counsel

Moderator

Carrie J. Hightman

Panelists

Thomas A. Cole, Sidley Austin LLP, Chicago

Theodore L. Dysart, Vice Chairman, Heidrick & Struggles, Chicago

John W. Rowe, Chairman Emeritus, Exelon Corporation, Chicago

3:45–4 p.m. | Break

4–5 p.m.

Lawyers as Leaders: Making the Transition from Individual Contributor to Leader

- What will your leadership style be and what do you stand for?
- How do you coach your team to become the “go-to” team and not the “have-to-go-to-team”?
- Successfully navigating your organization and avoiding “potholes.” Effectively managing bosses, business partners/clients, key stakeholders, and your employees
- Balancing multiple priorities and keeping your team focused on what's most important

Moderator

Jodi J. Caro, GC, Chief Compliance Officer, and Corporate Secretary, ULTA Beauty, Bolingbrook, IL

Panelists

Hiranda Donoghue, Director and Managing Counsel - M&A Legal, Walgreens Co., Deerfield, IL

Deborah A. Golden, EVP, General Counsel, and Corporate Secretary, GATX Corporation, Chicago

Brian P. Hanigan, VP, Associate GC, and Assistant Secretary, IDEX Corporation, Lake Forest, IL

Mary Ann Hynes, Senior Counsel, Dentons, Chicago

5 p.m.
Reception Sponsored By
Mayer Brown LLP

Friday, September 29, 2017

7:45–8:45 a.m.

Optional Breakfast Roundtable Discussion
How to Enable Legal to Operate at the
Speed of Business: New Strategies
on Performance Management,
Organizational Designs, and New
Technology Tools

Presented by Morae Global

(Sponsored event with limited seating, registration required)

8 a.m.
Continental Breakfast

9–10 a.m.

Lawyers as Leaders: Values-
Based Leadership

This lively and engaging session will offer a framework for adopting the principles of values-based leadership. Today's business environment demands leaders who, in "doing the right thing," deliver outstanding and lasting results for their organization. To get there a leader must know who you are and what matters most to you.

Speaker

Harry M. Kraemer, Clinical Professor of Strategy, Northwestern University Kellogg School of Management, Evanston, IL

10–10:15 a.m. | Break

10:15–11:15 a.m.

"Legal, We Have a Problem":
Lessons in Corporate Crisis
Management

What do you do when your company finds itself portrayed negatively on the front page of the Wall Street Journal? This panel will discuss what executives should do to prepare for, handle, and mitigate significant corporate crises—scandals, cyberbreaches, government investigations, and product safety issues.

Moderator

D. Cameron Findlay, SVP, GC, and Secretary, Archer Daniels Midland Company, Chicago

Panelists

Timothy R. Baer, Retired EVP and Chief Legal Officer, Target Corporation, Minneapolis, MN

David G. Leitch, Global GC, Bank of America, Charlotte, NC

Debbie Miller, Managing Director, Sard Verbinnen & Co., Chicago

11:20 a.m.–12:20 p.m.
The Business of Law: The Changing
Economic Landscape

- The changing law firm economics and the implications on in-house practice.
- What current structures predominate within law firms and how does each impact service?
- How are these structures likely to change with disruption?
- What is the impact of change on the quality of legal services, the cost of legal services and the market for legal talent?

Moderator

John L. Howard, SVP and General Counsel, W.W. Grainger, Inc., Lake Forest, IL

Panelists

Susan Hackett, CEO, Legal Executive Leadership, LLC, Chevy Chase, MD

William D. Henderson, Stephen F. Burns
Professor of Law, Indian University Maurer
School of Law, Bloomington, IN; Visiting
Professor, Northwestern Pritzker School of
Law, Fall 2017

David M. Love, Spencer Stuart, Dallas

David Mendelsohn, DLA Piper, Chicago

12:20–12:45 p.m.

Box Lunch Break

12:45–1:45 p.m.

Ethics: Identifying In-House Lawyers' Client: Implications of Misunderstanding and Mistakes

- Properly identifying in-house lawyers' "client" or "clients" within the corporation
- Implications of joint representations in corporate transactions and elsewhere
- Intentional and accidental representations of corporate employees
- Dangers of widespread intra-corporate communications

Speaker

Thomas E. Spahn, McGuireWoods LLP,
Tysons, VA

1:45–2 p.m.

Break

2–3 p.m.

Breakout Sessions: Anatomy of the Big Deal: What I Wish I Knew

Leveraging the insights of law department leaders who have recently completed large transactions (e.g., a big acquisition, divestiture, and spin-offs), learn about the key things they wish they had known at the time—and might do differently next time. NOTE: This session will include time for a general roundtable discussion on topics of interest to the participants.

Public Company

Moderator

R. Scott Falk, Kirkland & Ellis LLP,
Chicago

Panelists

Chris H. Anderson, Assistant Corporate Secretary and Chief Counsel, Corporate and Securities, The Kraft Heinz Company, Chicago

Suzanne S. Bettman, Chief Administrative Officer & GC, LSC Communications, Inc., Chicago

Michelle M. Warner, SVP, GC, and Corporate Secretary, USG Corporation, Chicago

Private Company

Moderator

Bradley C. Faris, Latham & Watkins LLP,
Chicago

Panelists

Christopher G. Athas, VP, GC, and Secretary, Amsted Industries, Chicago

Eric A. Reeves, Managing Director and GC, The Duchossois Group Inc., Elmhurst, IL

Grace Shaff, VP and GC, Reinhart Foodservice, LLC, Chicago

Robert L. Verigan, Managing Director and GC, BDT & Company LLC, Chicago

3 p.m.

Program Concludes

Thank You to our Affiliates



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