



USC GOULD SCHOOL OF LAW – LACBA CORPORATE LAW DEPARTMENTS SECTION

# ICC17

**INSTITUTE FOR CORPORATE COUNSEL®**

*Where L.A. Development, L.A. Politics and the Law Intersect*

Managing Partners  
and Diversity Officers –  
Don't Miss the  
Breakfast Session on  
Diversity Initiatives!

**FEATURED SPEAKERS:**

**SUPERVISOR KATHRYN BARGER**  
L.A. County Board of Supervisors, Fifth District

**KATHLEEN L. BROWN**  
Former California State Treasurer  
Manatt, Phelps & Phillips, LLP

**JUSTICE MARIANO-FLORENTINO CUÉLLAR**  
California Supreme Court

**CONAN NOLAN**  
CHIEF POLITICAL REPORTER  
ANCHOR OF *NEWS CONFERENCE*  
NBC4 SOUTHERN CALIFORNIA

**GENE T. SYKES**  
LA2028 CEO

MCLE and CPE credit hours are available

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# INSTITUTE FOR CORPORATE COUNSEL

*A Partnership of In House and Outside Counsel*

## Top Speakers

The Institute will feature L.A. County Supervisor Kathryn Barger, former California State Treasurer Kathleen L. Brown (Manatt, Phelps & Phillips, LLP), California Supreme Court Justice Mariano-Florentino Cuéllar, NBC4 Southern California Chief Political Reporter and *News Conference* Anchor Conan Nolan, LA2028 CEO Gene Sykes, former Assistant Secretary of State for Economic, Energy and Business Affairs Jose W. Fernandez (Gibson, Dunn & Crutcher LLP), noted USC Gould Professor Michael Chasalow, the General Counsels of Activision Blizzard, California Resources Corporation, Dollar Shave Club, Green Dot Corporation, and Honda North America, the CEOs of Central City Association, Diversity Lab (featured in a special breakfast session on how law firms and law departments are supporting diversity innovations), Gilmore Associates, the Los Angeles Tourism & Convention Board, senior attorneys at the U.S. Securities and Exchange Commission and the U.S. Attorney's Office and many other prominent in house and outside practitioners.

## Exceptional Networking with Hundreds of Experienced Professionals

Meet, reconnect and learn from your peers at five networking events – including a special breakfast session and a networking cocktail party.

## Practical Advice and Take-Aways

You need to understand your clients' economic and business environment to properly represent them. To that end, the Institute focuses on new developments in law, business and politics that affect business and legal professionals in Southern California and provides insight into best practices and changes in the law that impact local and national business operations.

## Who Should Attend?

The Institute is crafted to meet the needs of **in house counsel and those professionals who work with them**, including: outside attorneys • accountants • compliance officers • consultants • corporate officers and directors • diversity officers • financial planners • HR professionals • investors • legal administrators • legal assistants • legal technology specialists • librarians • litigation support professionals.

## Who Are We?

The Institute for Corporate Counsel is a collaboration of the USC Gould School of Law and the Los Angeles County Bar Association Corporate Law Departments Section. For more than 35 years, the Institute has been the premier annual event at which in house and outside counsel gather to compare notes, keep abreast of key legal developments and network with colleagues.

**Sign Up Now!** REGISTER ONLINE AT <http://gould.usc.edu/cle/icc>



## Contact Information

USC Gould School of Law  
Continuing Legal Education  
1149 South Hill Street, Suite 340, Los Angeles, California 90015  
**Telephone: (213) 821-3580**  
**Email: [cle@law.usc.edu](mailto:cle@law.usc.edu)**  
**Website: <http://gould.usc.edu/cle>**

Office hours are 9:00 AM to 5:00 PM Pacific Time

FEATURED

# Speakers



**SUPERVISOR  
KATHRYN BARGER**  
LOS ANGELES COUNTY BOARD  
OF SUPERVISORS FIFTH DISTRICT

**SUPERVISOR KATHRYN BARGER** serves the residents of Los Angeles County's Fifth Supervisorial District, spanning 2,800 square miles, which includes 22 cities and 70 unincorporated communities in the San Gabriel, San Fernando, Cresenta, Santa Clarita and Antelope Valleys. She began her career in public service as a college student intern in the office of Supervisor Michael D. Antonovich and rose to become his Chief Deputy Supervisor in 2001, where she served until her election to the Board. She has served as chief policy advisor on health, mental health, social service and children's issues and has worked with state, local and federal leaders to implement tough laws and vital public safety initiatives. She is a strong advocate for the homeless, the mentally ill, seniors and veterans.



**KATHLEEN L. BROWN**  
FORMER CALIFORNIA  
STATE TREASURER  
MANATT, PHELPS & PHILLIPS, LLP

**KATHLEEN L. BROWN** is a former California State treasurer and former Democratic Party gubernatorial nominee with nearly two decades of experience as a senior bank executive. As California State treasurer, she managed a \$25 billion bond portfolio, oversaw a \$32 billion cash management fund and served as a trustee on the boards of CalPERS and CalSTRS. She served as co-chair of the Council of Institutional Investors; co-chair of the Presidential Commission on Capital Budgeting; a commissioner of the Los Angeles Board of Public Works; and a two-term member of the Los Angeles Board of Education. At Manatt, Phelps & Phillips, LLP, Ms. Brown concentrates on business counseling, government and regulatory affairs in connection with the healthcare, energy, real estate and financial services industries. Prior to joining Manatt, she served in senior executive positions at Goldman Sachs and Bank of America.



**JUSTICE MARIANO-  
FLORENTINO CUÉLLAR**  
SUPREME COURT OF CALIFORNIA

**JUSTICE MARIANO-FLORENTINO CUÉLLAR** began serving on the California Supreme Court in January 2015. Before his service on the Court, he was the Stanley Morrison Professor of Law and Professor (by courtesy) of Political Science at Stanford University. Between 2004 and 2015, Justice Cuéllar also held leadership positions at Stanford's Freeman Spogli Institute for International Studies. While on leave from Stanford, Justice Cuéllar worked at the White House as Special Assistant to the President for Justice and Regulatory Policy (2009-10). In this role, he led the Domestic Policy Council staff responsible for civil and criminal justice, public health policy and immigration.



**CONAN NOLAN**  
CHIEF POLITICAL REPORTER  
ANCHOR OF NEWS CONFERENCE  
NBC4 SOUTHERN CALIFORNIA

**CONAN NOLAN** is a political reporter for NBC4 Southern California and anchor of *News Conference*, the longest running political/public affairs program in Southern California television. Mr. Nolan covers state and local politics and is well-known for his interviews with top political leaders on *News Conference*. Mr. Nolan covers news stories that have had a profound impact on the region, the state and the nation – from political debates, earthquakes and fires to some of Los Angeles' more famous freeway pursuits. Mr. Nolan has also reported on behalf of NBC News from Kuwait and Iraq during Operation Iraqi Freedom and from Pakistan and the Afghan border during the invasion of Afghanistan. He received an Emmy Award for his reports on child refugees in the Pakistani frontier and a Golden Mike Award for a report on the South Pacific island nation of Tuvalu and the consequences of global warming.



**GENE T. SYKES**  
CHIEF EXECUTIVE OFFICER  
LA2028

**GENE T. SYKES** is the Chief Executive Officer of LA2028 and supervises all aspects of the Bid Committee's business, operations and activities. Prior to joining the Bid Committee, Mr. Sykes was Co-Head of Global Mergers & Acquisitions, Co-Chairman of the Global Technology, Media and Telecom Group and a member of the Management Committee and the firm-wide Client and Business Standards Committee of Goldman Sachs.

Mr. Sykes is a board member of Common Sense Media and previously chaired the boards of The Nature Conservancy's California Chapter and the National Parks Conservation Association.

# ICC17 PROGRAM

**7:30 AM**

## **Registration and Continental Breakfast**

**7:45 AM**

### **Special Breakfast Session**

**Innovations in Diversity:** Five Pilot Programs to Promote Diversity within Law Firms and How Legal Departments Are Supporting Them

What happens when 54 partners from major law firms work together (virtually) in teams of six (each with two experts and a law student) to generate innovative ideas to achieve greater retention and advancement of experienced women and other diverse lawyers? That was the question for the Women in Law Hackathon held in 2016. Learn about the innovative pilot programs that evolved from the Hackathon, why over 40 firms have signed on to commit to at least one of these innovative programs and what three dozen legal departments are doing to support these law firms. **Managing partners of law firms, law firm practice group and diversity leaders, and legal department heads will want to know and learn about these innovative solutions.**

**Don't be left behind. Breakfast will be served.**

**b** 0.5 HOURS OF MCLE ELIMINATION OF BIAS CREDIT AVAILABLE

**9:15 AM**

## **Opening Remarks**

**Caren Ulrich Stacy**  
Chief Executive Officer  
Diversity Lab  
San Francisco, CA

**Rose Leda Ehler**  
Munger, Tolles & Olson LLP

**Laura J. Maechtlen**  
Seyfarth Shaw LLP  
San Francisco, CA

**Scott J. Calfas**  
INSTITUTE CHAIR  
Gibson, Dunn & Crutcher LLP

**Leeanna Izuel**  
INSTITUTE EXECUTIVE DIRECTOR  
Associate Dean  
Continuing Legal Education  
USC Gould School of Law

**9:30 AM**

## **A Conversation with Kathleen L. Brown and Supervisor Kathryn Barger**

The 2017 Institute's opening plenary session will feature former California State Treasurer Kathleen L. Brown (currently of Manatt, Phelps & Phillips) and L.A. County Supervisor Kathryn Barger in a conversation led by interviewer Conan Nolan. They will explore the state of the region, including such vital issues as the changing Southern California economy, the rise of new industries in the Southern California region, as well as such challenges as mental health and homelessness, immigration and criminal justice reform.

**Kathleen L. Brown**  
Former California State Treasurer  
Manatt, Phelps & Phillips, LLP

**Supervisor Kathryn Barger**  
Los Angeles County  
Board of Supervisors, Fifth District

**INTERVIEWER**  
**Conan Nolan**  
Chief Political Reporter  
Anchor of *News Conference*  
NBC4 Southern California

**10:15 AM**

**21st Century Los Angeles:**

Can it Leapfrog and Lead?

This panel takes a lively look at Los Angeles today, tomorrow and beyond. What forces offer the promise that Los Angeles can leapfrog other major cities in the United States to set a new pace for a sustainable, livable, economically vibrant future?

What threats – from homelessness to high cost housing to a transportation system in transit – does Los Angeles face and how should it surmount them? What role can the law play in easing or obstructing this world-class city’s future?

**Tom Gilmore**

Chief Executive Officer  
Gilmore Associates

**S. Gail Goldberg**

Executive Director  
Urban Land Institute Los Angeles

**Lucinda (“Cindy”) Starrett**

Latham & Watkins LLP

**Ernest Wooden Jr.**

President and Chief Executive Officer  
Los Angeles Tourism &  
Convention Board

**MODERATOR**

**Jessica Lall**

President and Chief Executive Officer  
Central City Association of  
Los Angeles

**11:15 AM Networking Break**

**11:30 AM**

**TRANSACTIONAL TRACK SESSION 1A**

**What You Need to Know About the Exploding L.A. Technology Sector**

Our Silicon Beach panel will highlight the latest developments across the Los Angeles startup/tech landscape. This free-wheeling discussion will explore current business and financing trends, as well as the latest deal-structuring tools and techniques. Come along as we experience the thrill of riding a unicorn and the agony of enduring a down round. Enjoy practical tips and insights as well as a peek into the future of Silicon Beach!

**Allison W. Buchner**

General Counsel  
Dollar Shave Club

**Brian Horner**

Vice President  
Tech Coast Angels

**MODERATOR**

**Michael A. Chasalow**

Clinical Professor of Law  
Director, Small Business Clinic  
USC Gould School of Law

**LITIGATION TRACK SESSION 1B**

**Blowing the Whistle in L.A.**

From the Supreme Court to the Silver Screen, the topic of whistleblowers is on everyone’s lips. Hear perspectives from the SEC, USAO, an auditor and the defense bar as the panel discusses bounties, retaliation, internal and government investigations and other issues particular to Southern California companies and their counsel.

**John W. Berry**

Associate Regional Director  
(Enforcement)  
U.S. Securities and Exchange  
Commission

**Stephen A. Cazares**

Assistant U.S. Attorney  
Deputy Chief, Major Frauds Section  
U.S. Attorney’s Office (C.D. Cal.)

**Bjorn Malmlund**

Ernst & Young LLP

**MODERATOR**

**Thomas A. Zaccaro**

Paul Hastings LLP

**12:30 PM**

**Luncheon Presentation:**

LA2028

Our luncheon keynote speaker is Gene Sykes, CEO of LA2028, the committee that has succeeded in bringing the Olympics back to Los Angeles for a third time. The L.A. bid urged the IOC to “Follow the Sun” and it has, awarding the 2028 Games to L.A. In a special 30 minute conversation, Mr. Sykes will discuss the LA2028 plan and share insights from the successful campaign, which described our city as “a vibrant, young city poised on the edge of tomorrow.”

**Gene T. Sykes**

Chief Executive Officer  
LA2028

**2:00 PM**

**TRANSACTIONAL TRACK SESSION 2A**

**Spin-Offs and Carve-Outs:**

Tackling Complex Legal Issues While Slicing and Dicing the Target Company for the Benefit of Buyer and Seller

Increased shareholder activism and a desire to return value to shareholders while focusing on core business strategies has resulted in the continued uptick in spin-off and carve-out transactions by sellers. At the same time, strategic and private equity buyers are looking to unlock hidden value from under-performing assets and divisions. This experienced panel will discuss the challenges for these transactions, including addressing the target’s ability to operate independently and the seller’s potential tax liabilities. Highlights will include separating assets not easily divided, tackling intellectual property rights on a go-forward basis, avoiding missteps with contractual assignments, addressing the ongoing relationship between buyer and seller under a transition services agreement, communicating with key stakeholders and special considerations for cross-border transactions.

**Pierre Kahn**

KPMG LLP

**Ina McGuinness**

Senior Vice President  
The Abernathy MacGregor Group

**Michael L. Preston**

Executive Vice President  
General Counsel  
Corporate Secretary  
California Resources Corporation

**MODERATOR**

**Eva H. Davis**

Winston & Strawn LLP

**LITIGATION TRACK SESSION 2B**

**Pay Equity:**

The Numbers Don’t Lie, Or Do They?

Since the Equal Pay Act was signed in 1963, the wage gap has been closing, but at a slow rate. In 2016, a number of states, including California, passed pay equity laws to address what has proven to be a stubborn problem. This panel will discuss the important and nuanced topic of pay equity, including an overview of state and federal laws, compliance tips and litigation strategies.

**Min Park**

Principal  
Workforce Strategy & Analytics  
Mercer (US) Inc.

**Deborah Crandall Saxe**

JAMS

**Janie F. Schulman**

Morrison & Foerster LLP

**MODERATOR**

**Anthony J. Oncidi**

Proskauer

**3:00 PM Networking Dessert Break**

**3:15 PM**

**Regulatory Developments and Trends in Cross-Border M&A**

We are almost one year into the new Presidential administration, and companies are facing increased antitrust scrutiny around the world and active foreign investment controls in the United States. This experienced panel of M&A professionals will address how to advise boards of directors and public and private companies engaging in cross-border deals and the regulatory developments impacting those transactions.

**Jose W. Fernandez**

Former Assistant Secretary of State for Economic, Energy and Business Affairs  
Gibson, Dunn & Crutcher LLP  
New York, NY

**Ivan A. Schlager**

Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.

**Ian Spaulding**

Managing Director  
Goldman Sachs

**MODERATOR**

**Alison S. Ressler**

Sullivan & Cromwell LLP

**4:30 PM**

**The General Counsel Perspective:**

What Keeps Us Up at Night

Three experienced general counsel will discuss current issues that they and their legal departments are grappling with and the potential big issues of tomorrow. The panelists will also discuss how they and their legal teams try to anticipate new trends and stay on top of changes in their companies, their industries and the laws and regulations that affect them.

**Catherine M. McEvelly**

Senior Vice President  
General Counsel  
Honda North America, Inc.

**John Ricci**

General Counsel  
Green Dot Corporation

**Chris B. Walther**

Chief Legal Officer  
Activision Blizzard, Inc.

**MODERATOR**

**Steven J. Olson**

O'Melveny & Myers LLP

**5:30 PM**

**A Conversation with California Supreme Court Justice Mariano-Florentino Cuéllar**

Justice Cuéllar, in a conversation with Mark Haddad, will address changes to and challenges facing the Supreme Court of our nation's largest and most dynamic state.

**Hon. Mariano-Florentino Cuéllar**

Justice, Supreme Court of California  
San Francisco, CA

**Mark E. Haddad**

Sidley Austin LLP

**6:00 PM**

**Networking Cocktail Party**

Join Institute speakers and participants for a cocktail party hosted by JAMS.



## Sponsorship and Speaking Opportunities

Don't miss a great marketing opportunity! Sponsorship and speaking opportunities are available for the ICC's Advisory Board Receptions. Email us at [cle@law.usc.edu](mailto:cle@law.usc.edu) or call (213) 821-3580 for more information.

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of Southern California

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Women Lawyers Association of Los Angeles

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Associate Dean  
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Corporate and Legal Affairs  
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Latham & Watkins LLP

## ICC Emeriti Governors and Advisory Board

The Institute's Board of Governors gratefully acknowledges and honors the pioneering achievements and enduring leadership of the Emeriti Governors and the expertise and insight of the Institute's Advisory Board. For a complete list of Emeriti Governors and Advisory Board members, please visit <http://gould.usc.edu/cle/icc>.

upcoming

## USC Gould School of Law programs

### TAX

Monday – Wednesday, January 29-31, 2018

Millennium Biltmore Hotel – Los Angeles, California

### INTELLECTUAL PROPERTY

Tuesday, March 20, 2018

Fairmont Miramar Hotel & Bungalows – Santa Monica, California

### REAL ESTATE LAW AND BUSINESS

Thursday, April 12, 2018

Jonathan Club – Los Angeles, California



## Frequently Asked Questions

### REGISTRATION AND SPONSORSHIP

Institute tickets may be purchased as part of an Institute sponsorship or individually as indicated on the inside back cover of this brochure. Your all-day ticket or sponsorship fee includes the Institute program, the breakfast and breakfast session, the luncheon, the refreshment breaks, the networking cocktail party, the Institute app (an electronic guidebook to the Institute) and an electronic download of the Institute's Syllabus.

### CANCELLATIONS

All registrations and purchases are final and non-refundable.

### LOCATION, PARKING AND HOTEL ACCOMMODATIONS

The Institute will be held at:

**The California Club** (*courtesy of Club member Michael C. Kelley*)

538 South Flower Street, Los Angeles, CA 90071

Website: [www.californiaclub.org](http://www.californiaclub.org)

Complimentary valet parking will be available at the **Los Angeles Public Library garage** (adjacent to the Club at 524 South Flower Street) with validation. Validations may be obtained at Will Call. Self-parking at the Library garage without validation costs \$35. **Parking will not be available at the Club garage.**

For information regarding nearby hotel accommodations, please email us at [cle@law.usc.edu](mailto:cle@law.usc.edu) or contact Wendy Wiley Willett at **(213) 821-3579**.

### CHECK-IN AND BADGE PICK UP

Check-in begins at 7:30 AM. Badges will be held at Will Call, located inside the Great Hall on the first floor of the Club.

### DRESS CODE

The dress code for the Institute is business attire. No jeans or athletic shoes are permitted at any time. Jackets and ties for gentlemen are required after 6:00 PM on the first floor of the Club.

### ACCESS NEEDS OR DIETARY RESTRICTIONS?

Contact us at **(213) 821-3580** or email [cle@law.usc.edu](mailto:cle@law.usc.edu) for assistance.

### SYLLABUS

An up-to-date reference volume prepared by our speakers will be distributed electronically to registrants prior to the Institute. The Syllabus may also be purchased after the Institute for **\$150**. To purchase a Syllabus, order online at [www.gould.usc.edu/cle/icc](http://www.gould.usc.edu/cle/icc).

### MAILING LIST

Email [clereg@law.usc.edu](mailto:clereg@law.usc.edu) to join our mailing list.

## Continuing Education Credits

**ATTORNEYS.** Minimum Continuing Legal Education (MCLE): USC Gould School of Law, a State Bar of California-approved MCLE provider, certifies that this activity qualifies for minimum continuing legal education credit in the amount of 7.75 hours, including .5 hours of elimination of bias credit. This event may or may not meet the requirements for continuing legal education in other states. Please check with the bar association or Supreme Court in the state in which you are seeking credit to determine if this event is eligible.

**b** indicates the hours of MCLE elimination of bias credit available for a particular session.

**ACCOUNTANTS.** Continuing Professional Education (CPE): This program meets the guidelines set by the California State Board of Accountancy in the amount of 5 hours.

# Registration Form

## INSTITUTE FOR CORPORATE COUNSEL®

*Where Law, Business and Politics Intersect*

**WEDNESDAY, DECEMBER 6, 2017**

### The California Club

**538 South Flower Street, Los Angeles, CA 90071**

*(courtesy of Club member Michael C. Kelley)*

Registrant Name: \_\_\_\_\_

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- \$ 2,500 Bronze Sponsorship (Law Firms)
- \$ 1,000 Bronze Sponsorship (Corporate Legal Departments or Law Firms with 10 or Fewer Attorneys)

**INDIVIDUAL REGISTRATION OPTIONS** *(includes one ticket to the Institute and Cocktail Party)*

- \$ 295 Individual Ticket
- \$ 75 Government Employee Ticket
- \$ 75 Full-Time Law Student Ticket

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*Where L.A. Development, L.A. Politics and the Law Intersect*

Wednesday, December 6, 2017

**ENERGIZE YOUR PRACTICE WITH THE LATEST  
INFORMATION AND CRITICAL TIPS**

**FEATURED SPEAKERS:**

**Supervisor Kathryn Barger**  
L.A. County Board of Supervisors, Fifth District

**Kathleen L. Brown**  
Former California State Treasurer  
Manatt, Phelps & Phillips, LLP

**Justice Mariano-Florentino Cuéllar**  
Supreme Court of California

**Conan Nolan**  
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