

Corporate Counsel Organization Highlights

PLI Seminar To Focus On 2008 Hedge Fund Development

Titled Hedge Fund Enforcement & Regulatory Developments 2008, this PLI-sponsored program will be held on Monday, November 24 from 9 a.m. to 5 p.m. at the PLI New York Center, 810 Seventh Avenue, New York City.

The program will be chaired by Barry R. Goldsmith, Gibson, Dunn & Crutcher LLP. He will be joined by a faculty of experts to include Barry P. Barbash, Willkie Farr & Gallagher LLP; Thomas A. Biolsi, Associate Regional Director, Securities & Exchange Commission; Francois Cooke, principal, Financial Risk Management and Financial Services Regulatory Practice, KPMG; Dennis C. Hensley, Sidley Austin LLP; and Ronald E. Wood, Proskauer Rose LLP. They will examine current enforcement and compliance priorities.

The program will focus on what new areas the SEC and other regulators see on the horizon and what will be the likely regulatory response. For example, the newly proposed rule against naked short selling and amendments to Regulation SHO, the SEC's "pilot" hedge fund adviser exam letter and the new SEC examination priorities have sparked widespread debate among industry participants. The SEC's mixed record of success in bringing enforcement actions in the PIPEs area and what this means for future cases will also be addressed.

For information on registration fees and available CLE credits, see CLE Events on *The Metropolitan Corporate Counsel* website at www.metrocorp-counsel.com.

Roundtable Discussion On In-House Counsel And Pro Bono

The New Jersey and the Greater New York Chapters of ACC will sponsor a one-hour roundtable and one-hour ethics CLE program titled Pro Bono and the In-House Attorney: Getting Going, Building Momentum, and Managing Ethical Conflicts on Wednesday, November 5 from 4 to 6 p.m. A cocktail reception will follow the event. It will be hosted by DLA Piper LLP in their offices at 1251 Avenue of the Americas, New York City.

The discussion will be moderated by Esther F. Lardent, president and CEO, Pro Bono Institute and Kwanza Butler, counsel and assistant corporate secretary, Time Warner Inc. They will cover topics relevant to in-house attorneys who are running, coordinating or thinking of starting a pro bono program in their offices. The discussion will be an informal exchange of ideas about

best practices, issues of concern, how best to garner management support, how to identify specific pro bono projects and how best to trace participant data.

The speakers on ethics will be Todd Baskin, managing director, Bank of America; Professor Bruce A. Green, director of the Louis Stein Center at Fordham Law School; and John J. Clark, partner, DLA Piper. They will touch on a variety of ethical concerns that in-house attorneys may face in the course of pro bono representation, including actual and positional conflicts and the ability to withdraw as counsel.

For details on registration fees and available CLE credits, see CLE Events on *The Metropolitan Corporate Counsel* website at www.metrocorp-counsel.com.

To register contact ivette.del.valle@timewarner.com or visit www.probono.net.

Why And How To Build A Compliance And Ethics Program

Co-sponsors WESFACCA and Ernst & Young LLP have planned a seminar titled Building a Compliance & Ethics Program to explore the necessity of having such a program and how it can be designed and implemented. The seminar will be held on Tuesday, November 18 at the Malcolm Pirnie, Inc. Training Center, 104 Corporate Park Drive, White Plains, NY from 8 a.m. to 12:30 p.m.

Keynote speaker Keith T. Darcy, executive director, Ethics & Compliance Officer Association, will kick off the program by answering the question: Why Have a Compliance and Ethics Program?

Moderator David L. Dick, compliance consultant, Kohlbeg, Kravis & Roberts & Co. and panelists James R. Sanislow, assistant general counsel, Chemtura Corporation, Robbie E. B.

Narcisse, vice president, Pitney Bowes, Inc., and Deborah Haraldson, legal consultant, ATMI, Inc. will address Asking the Experts: Key Questions for Designing and Implementing an Effective Program.

Moderator Andrew E. Resiman, senior manager, Fraud Investigation and Dispute Services, Ernst & Young LLP and panelists Jeffrey C. Eglash, senior counsel, General Electric Co., Alfred Spencer, III, vice president, Diageo North America, and Mark A. Srege, Morgan Lewis LLP will present The Program in Action: Audience Discussion of a Hypothetical Hotline Call and Investigation.

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Update On SEC Reporting Forms And Disclosure Requirements

WESFACCA has planned a breakfast seminar for Wednesday, November 5 from 8:30 a.m. to noon titled Get Your 1934 Act Together: An Update On SEC Reporting Forms & Disclosure Requirements. It will be held at the Woodway Country Club in Darien, CT.

Murtha Cullina partners Paul G. Hughes and Edward Whittemore and Senior Vice President Michael Schlanger, Merrill Corporation, will guide the audience through a number of important issues.

Among these will be: annual report

on Form 10-K; "glossy" annual report to shareholders; annual meeting proxy statement; quarterly reporting on form 10-Q; current reporting on form 8-K, section 16(a) reports (forms 3, 4 and 5) by insiders; regulation S-K; current updates; XBRL; new SEC guidelines on corporate websites

For details on registration fees and available CLE credits, see CLE Events on *The Metropolitan Corporate Counsel* website at www.metrocorp-counsel.com.

To register call (203) 461-9004 or email wesfacca@wesfacca.com.

Understanding Open Source Software: PLI Seminar Focus

The PLI-sponsored seminar titled Open Source Software 2008: Benefits, Risks and Challenges for Software Users, Developers and Investors is scheduled for Wednesday, November 19, from 9 a.m. to 12:30 p.m. at the PLI New York Center, 810 Seventh Avenue, 53rd St, New York City.

Program Co-Chairs Stephen J. Davidson, Davidson PLLC and Stuart D. Levi, Skadden, Arps, Slate, Meagher & Flom together with an expert faculty will address the critical issues that IP, technology and business lawyers need to know about the open source paradigm.

Open source software can expose a company to unexpected and unacceptable obligation and risk. The faculty will help the participants to understand the practical and technical realities of open source software, how it affects copyright, trade secret and patent rights, and how to manage open source issues in the context of product development and business transactions.

For details on registration fees and available CLE credits, see CLE Events on *The Metropolitan Corporate Counsel* website at www.metrocorp-counsel.com.

To register call (800) 260-4754 or visit www.pli.edu.

PLI To Explore Fallout From Credit Market And Liquidity Crisis

The 40th Annual Institute on Securities Regulation will be presented by the PLI from November 12 to 14 at the New York Hilton & Towers, 1335 Avenue of the Americas, NYC. The program will start at 9 a.m. and adjourn at 5:30 p.m. each day.

Co-chairs Steven E. Bochner, Wilson Sonsini Goodrich & Rosati, Stanley Keller, Edwards Angell Palmer & Dodge LLP and Mary Joe White of Debevoise & Plimpton LLP have assembled a faculty of leaders in the field from the private bar, corporate law departments, investments banks, the judiciary, accounting firms, academia, and the government.

The opening pre-conference briefing will cover Lessons Learned from the Market Meltdown Life After the Age of Innocence: How to Advise on Doing Business, Managing Risk, Documenting Deals and Meeting Accounting and Disclosure Obligations. Following will be a keynote address by SEC Commission Chairman Christopher Cox and a panel

discussion on the Causes and Consequences of the Credit and Liquidity Crisis.

Day two will include a review of the Division of Corporation Finance's current initiatives and staff priorities and an examination of private finance developments; the public offering process; regulatory enforcement and securities litigation environments; and SEC and U.S. DOJ enforcement.

Day three will commence with a special general counsel panel covering the most important issues on the minds of top lawyers at leading corporations and close with a discussion of the continuing internationalization of the securities markets and how this trend is impacting practitioners.

For details on registration fees and available CLE credits, see CLE events on *The Metropolitan Corporate Counsel* website at www.metrocorp-counsel.com.

For more detailed information and to register call (800) 260-4754 or visit www.pli.edu.

COMING IN JANUARY:

Focus on the West Coast