



## Wednesday, May 3, 2017

### **ASCENT CONFERENCE - DAY 1**

#### **REGISTRATION**

7:30 am - 5:30 pm

#### **CONTINENTAL BREAKFAST**

7:30 am - 8:30 am

#### **WELCOME REMARKS & OPENING PANEL: Driving Forces behind Gender Equity and Pay Equity Converge in 2017**

Karyn Polak, Deputy General Counsel, PNC Bank, NA

Rhonda Brauer, Director of Corporate Engagement, Office of New York City Comptroller Scott M. Stringer, Bureau of Asset Management

Tara Hogan Charles, Associate Director, Global Relations & Public Policy, The Procter & Gamble Company

Cheryl Behymer, Partner, Fisher Phillips

The number of women who report directly to the general counsel is at an historical high, and these women are increasingly in a stronger position to help themselves and other women move into executive roles. Two movements will likely have a positive impact on advancement opportunities for these women. First, The Paradigm for Parity<sup>SM</sup>, a coalition of 27 CEOs, senior executives, founders, board members, and leading business academics is committed to closing the gender gap and advancing gender parity in corporate leadership. Its ultimate goal is to achieve full gender parity by 2030, with a near-term goal of women holding at least 30% of senior roles. Second, a growing number of institutional investors are pressuring boards to report about their policies and goals for reducing the gender pay gap. This keynote panel will explore the forces driving gender and pay equity issues, and panelists will share their insights into possible future developments.

9:30 am - 10:30 am

#### **PANEL DISCUSSION: Shattering Tradition to Innovate**

Lucy Clark Dougherty, Deputy General Counsel, General Motors

Pamela Fletcher, Executive Chief Engineer, Global Electric & Autonomous Vehicles, General Motors

April Ross, Partner, Crowell & Moring LLP

Traditional company cultures may hinder innovation if they fail to adapt and change with the times. General Motors recently shattered its traditions to create the Chevrolet Bolt EV, the company's first electric car. To do it, the company brought together a team of professionals with diverse experiences, backgrounds and views. The team's collaboration with internal and external players helped GM build a strong and timely business case that led to an innovative new product. In this panel discussion, an outside counsel moderator talks with members of the Chevrolet Bolt EV team – including the company's electric vehicles executive chief engineer and a deputy general counsel — about the ways GM broke with tradition to create something new and exciting.

## NETWORKING BREAK

10:30 am - 11:00 am

11:00 am - 12:00 pm

Labor & Employment	Information Governance	Executive Leadership	Financial Acumen
<p><b>101: Class and Collective Actions, and Arbitration: Overcoming the Rising Tide of FLSA and FCRA Claims</b></p> <p>Christine Howard, Partner, Fisher Phillips</p> <p>Heather Gatley, Associate General Counsel, Ryder System</p> <p>Janet Saura, Senior Vice President, Deputy General Counsel, Lowe's Companies, Inc.</p> <p>Lindsey Christen, Assistant General Counsel, Camping World and Good Sam</p> <p>This panel will cover the state of the Department of Labor's Fair Labor Standards Act regulations, the surge in Fair Credit Reporting Act claims and new litigation trends, and other topics including:</p> <ul style="list-style-type: none"> <li>• Arbitration agreements and class action waivers</li> <li>• The viability of Offers of Judgment or Tendering Payment in class/collective actions</li> <li>• Wage and hour and employment practices liability insurance (EPLI): market and coverage needs, underwriting</li> </ul>	<p><b>301: The Strategic and Holistic Management of Your Key Corporate Asset</b></p> <p>Taa Grays, Vice President - Information Governance, MetLife</p> <p>Cathy Landman, Chief Legal Officer and Senior Vice President, Human Resources, YA   Engage</p> <p>Tracee Davis, Partner, Zeichner Ellman &amp; Krause LLP</p> <p>Helen Kathryn Downs, Partner, Law in Motion: Downs, LLC</p> <p>Information is a corporate asset that businesses can use to more efficiently achieve critical their goals. How can your organization strategically and holistically manage information assets to facilitate business transactions, minimize risk, and ensure compliance with legal and regulatory obligations?</p> <p>This panel will provide an overview of information governance. Panelists will take attendees through a hypothetical civil litigation matter. They will highlight the myriad issues arising from gaps in managing an organization's information, and explore how to use data mapping and other strategies to turn the challenges presented by the glut of emails and other data into an opportunity.</p>	<p><b>501: Keeping Your Career On Track</b></p> <p>Melba Hughes, Partner, Major, Lindsey &amp; Africa</p> <p>Rhonda Ferguson, Executive Vice President &amp; Chief Legal Officer , Union Pacific</p> <p>Tara Ann Plimpton, Vice President, General Counsel, GE Energy Connections</p> <p>Sonya Som, Partner, Major, Lindsey &amp; Africa</p> <p>Lauren Tashma, Senior Vice President, General Counsel &amp; Secretary, Graphic Packaging International, Inc.</p> <p>This panel will discuss strategies that an in-house counsel identified as a high-potential leader can use to make their way to a general counsel position in a company.</p>	<p><b>701: Mastering the Language of Finance</b></p> <p>Jennifer Dorris, Chief Financial Officer, Vanco Payment Systems</p> <p>David Seem, Chief Financial Officer, Miller Zell</p> <p>David Apseloff, Consultant</p> <p>Brian Bodker, Founding Member, Bodker, Ramsey, Andrews, Winograd &amp; Wildstein, P.C</p> <p>One of the most important parts of developing financial acumen is demystifying the acronyms and code words business leaders use when they discuss financial performance. Session 701 is the first of a three-part series of sessions that will explore how business savvy lawyers earn the respect of senior business leaders by demonstrating an in-depth understanding of the financial drivers most likely to affect profitability. This panel of a deputy general counsel, a CPA, and a senior business executive will examine ways that markets analyze profitability through typical industry metrics and will decode standard financial ratios related to liquidity and solvency, leverage, and overall business efficiency.</p>

considerations, mitigating exposure, and what lies ahead in Wage and Hour insurance

12:15 pm - 1:45 pm

## LUNCHEON KEYNOTE: CFOs on the Importance of Learning the Business

Kathleen Barlow, Senior Vice President , Marsh USA, Inc.

Alison K. Engel, Senior Vice President & Chief Financial Officer, Gannett

Lisa Mayr, Chief Financial Officer, Blackboard Inc.

Juanita Russell, Senior Vice President, Treasurer and Chief Financial Officer , MERSCORP Holdings, Inc.

The financial acumen of in-house lawyers will have a direct impact upon their relationships with senior business leaders. An in-house lawyer can provide solid legal advice with a perfunctory understanding of the numbers. However, to provide valuable business insights, the lawyer must also be attuned to the numbers – and demonstrate a deep understanding of their company’s business and financial objectives. This panel of CFOs will share their observations about lawyers who successfully learned to provide business insights along with legal advice.

1:45 pm - 2:45 pm

Litigation	Information Governance	Compliance & Investigations	Commercial Transactions
<b>202: Data Breach and Privacy Litigation: Mitigating Enterprise Risk</b> Mitzi Hill, Partner, Taylor English Duma LLP Bevelyn Coleman, Executive Vice President & Deputy General Counsel, Wells Fargo Tori Silas, Senior Counsel and Privacy Officer, Cox Enterprises, Inc. Brennan Stewart, Sr. Counsel - Compliance, Rheem Manufacturing Company  The number and severity of data breaches and the subsequent actions against breached entities are growing. Suits are settling for millions of dollars and some are getting dismissed outright. How are settlements being structured? How are insurance carriers responding? What's on the horizon in this emerging field of litigation? Panelists will share insights from the perspectives of an insurance executive, government affairs executive, litigation chief, and outside counsel.	<b>303: You Have Been Hacked! How Do You Respond and Prevent a CyberSecurity Breach through Information Governance</b> Nancy Kumar, Lead Attorney, Georgia Power Company Evan Glover, Senior Counsel, GE Transportation Stacey Keegan, Chief Privacy Officer - Assistant General Counsel, The Home Depot Phyllis Sumner, Partner, King & Spalding LLP Most cybersecurity experts agree that there are two kinds of companies — those that have been hacked and those that don't know they are being hacked. Through a hypothetical cybersecurity breach, this panel will explore the intersection of cybersecurity, privacy, and information governance related to response, mitigation and prevention of harm when a breach has been discovered.	<b>402: Impacting Hearts and Minds</b> Kim Yapchai, Chief Compliance Officer, Whirlpool Catherine Hilton, Vice President of Legal Affairs, Compliance and Governance, UPS Capital Corporation Angela Spivey, Managing Partner, McGuireWoods Nancy Jessen, Senior Vice President, Legal Business Solutions , UnitedLex To hold interest and have an impact, an effective compliance training program must be tailored to the audience and communicated in a way that motivates employees to actively engage and apply what they've learned in their work. This panel, which will include a chief compliance officer, a business executive, and outside counsel, will discuss the tools needed to design and create a relevant, practical program that does more than just check the box – but rather garners acceptance and adoption by those	<b>602: Leading a Transformative Commercial Transaction</b> Tammy Brandt, Chief Corporate Counsel, Computer Sciences Corporation Angel Shelton Willis, Vice President and Deputy General Counsel, Mergers & Acquisitions and General Counsel, EMEIA, Ingersoll Rand Company Genevieve Kelly, Former Vice President, General Counsel & Corporate Secretary , Dole Food Company Amanda Wait, Partner, Hunton & Williams LLP Routine commercial transactions, even large ones, rarely require an in-house lawyer to navigate at the highest levels of the company. However, strategic transactions, such as significant joint ventures and major acquisitions, do mean involvement with, and oversight by, the C-Suite and board. More challenging aspects of getting the deal done include:

		who are being trained.	<ol style="list-style-type: none"> <li>1. Marshalling internal resources.</li> <li>2. Gaining buy-in from stakeholder groups within the company.</li> <li>3. Presenting the terms of the deal to the C-Suite and board.</li> <li>4. Managing expectations and information flow to external constituencies, including the press, regulators and financial analysts.</li> </ol> <p>This panel of in-house and outside lawyers and a deal-making business leader will guide attendees through the process of getting the deal done.</p>
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3:00 pm - 4:00 pm

Labor & Employment	Litigation
<p><b>103: A Roundtable of Experts: A discussion with leaders from the NLRB and EEOC</b></p> <p>Terri Stewart, Partner, Fisher Phillips  E. Jewelle Johnson, Senior Counsel &amp; Chief Employment Counsel, Graphic Packaging International, Inc.  Philip Miscimarra, Acting Chairman, National Labor Relations Board  Jenny Yang, Commissioner, U.S. Equal Employment Opportunity Commission</p> <p>This roundtable will offer attendees an opportunity to discuss the new administration's impact on agency rule-making and enforcement with leaders from the National Labor Relations Board (NLRB) and the Equal Employment Opportunity Commission (EEOC). Topics include:</p> <ul style="list-style-type: none"> <li>• The fissured workplace and the expanding scope of joint employer liability</li> <li>• Privacy, data protection and social media in the workplace</li> <li>• Reconciling guidance on harassment with protected concerted activity rights</li> </ul>	<p><b>203: The Razor's Edge – Class Action Developments You Need to Know and the Cases You Need to Watch</b></p> <p>Kristy Brown, Partner, Alston &amp; Bird  Kristen Weathersby, Vice President, Litigation, Cox Enterprises, Inc.  Kacy Goebel, Corporate Counsel - Commercial Litigation, The Home Depot</p> <p>Class actions present significant exposure and require a well-informed strategy for success. Recent developments make some tried and true strategies more difficult, but open up other potential paths to victory. Panelists will discuss recent class action developments and cases to watch – including standing challenges under Spokeo, strategies for mootng claims under Gomez, developments in the law of ascertainability, the explosion of TCPA litigation, and proposed legislation affecting class actions.</p>

4:00 pm - 4:30 pm

**NETWORKING BREAK**



4:30 pm - 5:30 pm

Litigation	Compliance & Investigations	Executive Leadership	Financial Acumen
<b>204: The Regulatory and Litigation Landscape in a Trump Administration</b> Caroline Tsai, Deputy General Counsel & Chief Regulatory Officer, BMO Financial Group Michelle Rogers, Partner, Buckley Sandler LLP Lucy Clark Dougherty, Deputy General Counsel, General Motors With Republicans in control of the White House and Congress, boards and C-Suite executives are trying to assess the impact of the Trump Administration on their businesses. Reflecting on the first 90 days, panelists will share their perspectives on which industries may be affected and how law departments can help companies prepare for the risks and rewards associated with the new regulatory and litigation landscape.	<b>404: Managing the Disclosure Process and Financial Implications of a “Major Compliance Incident”</b> Gena Ashe, Corporate Director and Experienced Chief Legal Officer, XPO Communications Deborah Ausburn, Partner, Taylor English Duma LLP Farah Spainhour, Chief Counsel, McKesson Corporation Most major compliance incidents must be reported to the board, the C-Suite and business unit executives. There may also be a requirement to disclose the incident to government agencies. Disclosures are fraught with risks to the reputation of the company, as well as its board, executives, management, and employees. This panel, consisting of a board member of a publicly traded company, a chief compliance officer, and outside counsel, will explore strategies and tactics to navigate the internal political, financial, and legal issues created by a major compliance incident.	<b>503: Women and Leadership Styles</b> Ilene Berman, Vice Chair & Partner, Taylor English Duma LLP Deborah Epstein Henry, Co-Founder & Managing Director, Bliss Lawyers Linda Seal, Associate General Counsel, The Home Depot Anne Whitaker, President, Entrusted Advisors Leadership is an essential competency for a highly effective C-Suite executive. Leaders need to set a direction, encourage, motivate and influence others to excel, and make strategic and sometimes bold decisions. Different situations call for different leadership styles, and using the right leadership style in each situation can make the difference between success or failure. Effective leaders can diagnose challenges and determine the type of leadership style needed to produce the most impactful results. This panel will explore various leadership styles and how to choose the best style for the circumstance.	<b>703: Revenue and Capital Allocation – External Funding Source Considerations</b> Kimberly Chainey, Associate General Counsel, Avis Budget Group, Inc. Michelle Davis, Director, PwC LLP Christina Rissler, Partner, Eversheds Sutherland Lisa Calhoun, Founding Partner, Valor Ventures To grow its business, a company will typically look to three sources of internal or external capital: 1) reinvesting the company’s profits; 2) the equity markets (public and private); 3) lenders, such as commercial banks and/or the public bond markets. The balance sheet is a document of critical importance in documenting the company’s assets and liabilities and how capital is invested in the company. In this discussion, panelists will explore the key considerations that affect how external funding sources, i.e. public and private markets, invest in your company.

5:30 pm - 6:30 pm

## NETWORKING COCKTAIL RECEPTION

Thursday, May 4, 2017

## ASCENT CONFERENCE - DAY 2

8:00 am - 8:30 am

## CONTINENTAL BREAKFAST & GENERAL SESSION

8:30 am - 9:30 am

Labor & Employment	Information Governance	Executive Leadership	Financial Acumen
<b>105: Significant Legal and Regulatory Developments and What Lies Ahead</b>	<b>305: Do You Know What Information You Bought? M&amp;A and Information Governance</b>	<b>505: Five Guiding Principles</b> Stewart Hirsch, Managing Director & Executive Coach, Strategic	<b>705: Financial Statements - A Close Look at Business Operations through Lens of</b>

<p>Cassandra Ferguson, Vice President, EPL Team Lead, RSUI  Lesley Marlin, Assistant General Counsel, General Dynamics Information Technology, Inc.  Jessica Neal, Senior Counsel - Litigation, International Paper  Regina Petty, Partner, Fisher Phillips</p> <p>Join us for a review of the year's most important case law and new regulatory trends and priorities, and the state of labor and employment law under the Trump administration and U.S. Supreme Court. Issues discussed will include:</p> <ul style="list-style-type: none"> <li>• Pregnancy/maternity discrimination claims and the intersection with the Americans with Disabilities Act/Family and Medical Leave Act: reasonable accommodations; pregnancy disability leave issues; and the latest EEOC guidance.</li> <li>• LGBT issues in today's workplace and the heightened focus on sexual orientation, gender identity and gender expression discrimination claims.</li> <li>• Pay equity and the rise in compensation discrimination claims, the impact on EPLI, and the new EEO-1 reporting requirement's potential impact on these claims.</li> </ul>	<p>Linda Sharp, Associate General Counsel, ZL Technologies, Inc.  Lael Bellamy, Chief Privacy Officer, The Weather Company  Taa Grays, Vice President - Information Governance, MetLife</p> <p>Through a hypothetical international M&amp;A deal, this panel will discuss how to prepare and manage information migration, including: deal terms, cross-border data issues, attorney-privilege as an additional asset, ongoing litigation or regulatory issues, and operational considerations to ensure the appropriate transition of information.</p>	<p>Relationships LLC  Tanya Hairston-Whitner, Formerly Vice President &amp; General Counsel, Concessions International  Vanessa Scott, Partner, Eversheds Sutherland  Sloane Perras, Chief Legal Officer, The Krystal Company</p> <p>Many highly successful women leaders credit their professional achievement and level of personal satisfaction to their reliance on guiding principles by which they live their lives. Making choices and decisions through the lens of those guiding principles allows these women to align their professional roles to the priorities in their lives. This panel will initially focus on creating a personal framework of guiding principles. Panelists will share their own guiding principles, how they stay accountable to those principles, and how living by them has helped their careers and lives.</p>	<p><b>theProfit and Loss Statement</b></p> <p>Rachel Gervin, Former Senior Vice President, General Counsel, Sage  Kimberly Chainey, Associate General Counsel, Avis Budget Group, Inc.  Michelle Davis, Director, PwC LLP  Patricia Gorham, Partner, Eversheds Sutherland</p> <p>The profit and loss statement (the "P&amp;L") shows the revenue and expenses that make up a company's day-to-day operations. Other financial statements can provide key insights and tricks of the trade – such as the implications of changes in cash positions -- or important information that is disclosed in footnotes or a management discussion and analysis. In this discussion, panelists will evaluate the short- and long-term profitability and growth prospects of a company. This panel will explore how to deconstruct the P&amp;L, and assess the quality of a company's earnings with a focus on non-recurring, special, or one-time expenses.</p>
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9:30 am - 10:00 am

## NETWORKING BREAK

10:00 am - 11:00 am

Litigation	Compliance & Investigations	Commercial Transactions
<b>206: Creative Approaches to Managing Litigation Spend</b> Brian Carmichael, Managing Counsel-US Downstream Litigation, Shell Oil Company Aneca Lasley, Partner, Squire Patton Boggs (US) LLP Linda Lu, Senior Vice President, Chief Litigation Officer, Nationwide With the possible exception of staff costs, litigation is often the legal department's largest budget item. Experience shows that treating litigation like a business deal can benefit both the company and outside counsel. This panel will explore how to design effective alternative fee arrangements that share risk and rewards with outside counsel, resulting in a bottom line benefit to both. Participants will be given the opportunity to share what strategies have worked for them.	<b>406: How to Resolve Compliance Issues and Accelerate Your Career</b> Victoria McKenney, Associate General Counsel - Regulatory and Compliance, Deputy Chief Compliance Officer , U.S. Steel Barbara Meeks, Associate General Counsel, Global Commercial Section, Wells Fargo Law Department Robin Sangston, Vice President, Chief Compliance Officer, Cox Communications, Inc. Patricia Gorham, Partner, Eversheds Sutherland Adroit handling of compliance issues can provide an in-house attorney the opportunity to showcase legal acumen, political savvy, strategic thinking, and problem-solving skills. Additionally, the time spent in one-on-one meetings with senior executives to work through the issues is a valuable opportunity to build relationships and trust. This panel consists of a compliance officer, senior finance professional, and outside counsel. Panelists will provide concrete examples of how to frame and communicate the issues in a persuasive and non-alarming way, demonstrating confidence and garnering support from key executives who are critical to accelerating your career trajectory.	<b>606: Lessons Learned from Acquisitions that Fail</b> Alfreda Bradley-Coar, Chief Legal Officer - Commercial, GE Christine Lawton, Former EVP, Legal Affairs, Fox Worldwide Home Entertainment Amanda Leech, Senior Managing Associate, Dentons LLP Too often the return on investment expected from an acquisition is rarely achieved after the deal is consummated. The "rush" of the deal and a desire to just get it done sometimes result in dealmakers overlooking key areas that could a stronger sense of what could go wrong. In-house counsel have a unique opportunity in the due diligence process to look into, or at least suggest deeper review of, those areas where assumptions are being made. Strategic questions could propel in-house counsel into a more valued and instrumental role, rather than going through the motions of making sure the legal aspects of a deal are in order. Strategic questions could include: <ul style="list-style-type: none"><li>• Are sales and cost savings projections by the business accurate or overly aggressive?</li><li>• Will key employees stay?</li><li>• Does an inadequate compliance function mean a culture is prone to riskier</li></ul>

11:00 am - 11:30 am

		behavior than the acquirer is prepared for?
		This panel of in-house and outside lawyers and a deal-making business leader will address these key questions and their importance as it relates to return on investment.

CLOSING SESSION: From Conference To Community