ANNUAL INSTITUTE
WEDNESDAY, NOVEMBER 30, 2022

THE CALIFORNIA CLUB - LOS ANGELES
(courtesy of Club member Ian Campbell)

USC Gould School of Law

INSTITUTE FOR CORPORATE COUNSEL®
Where Law, Business and Politics Intersect

ICC22

FEATURED SPEAKERS:

LEO E. STRINE, JR.
Former Chief Justice and Chancellor,
Delaware Supreme Court
Wachtell, Lipton, Rosen & Katz

PROF. DAN SCHNUR
USC Annenberg Center on
Communication Leadership and Policy

MCLE and CPE credit hours are available

REGISTER ONLINE NOW http://gould.usc.edu/cle/icc

Program will be held in person only!
INSTITUTE FOR CORPORATE COUNSEL
A Partnership of In House and Outside Counsel

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 Business Law Section. For over 40 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.

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.

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

Contact Information
USC Gould School of Law – Continuing Legal Education
699 Exposition Boulevard, Suite 326
Los Angeles, California 90089-0071

TELEPHONE: 213-821-3580
EMAIL: cle@law.usc.edu
WEBSITE: http://gould.usc.edu/cle

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

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*5 or more consecutive years of sponsorship.     **10 or more consecutive years of sponsorship.
8:00 AM
Check-In and Continental Breakfast

8:50 AM – 9:00 AM
Welcome and Opening Remarks
Barbara A. Jones
INSTITUTE CO-CHAIR
Greenberg Traurig, LLP
Amy P. Lally
INSTITUTE CO-CHAIR
Sidley Austin LLP

9:00 AM – 10:00 AM
How to Select and Work with an Expert Effectively
Utilizing experts can save time and money in the long run. Our experienced panelists will offer their insights regarding best practices for selecting and working with experts in specialized fields. This panel will also discuss some of the common mistakes and pitfalls to avoid in order to enhance the chances for success!

Emily Gilbert
Director
KPMG LLP
Bjorn Malmlund
Ernst & Young LLP
MODERATOR
Maria Louise (Ria) Cousineau
Cozen O’Connor

10:00 AM – 10:10 AM  Passing Period

10:10 AM – 11:10 AM
What Next, Los Angeles?
What Next, California?
A panel of distinguished journalists, with political and policy expertise discuss the challenges confronting the region and the state, with a particular focus on what to expect from a new Mayor and a City Council facing continued controversy.

Jon Healey
Senior Editor, Utility Journalism Team
Los Angeles Times
Christine Mai-Duc
Reporter
Wall Street Journal
Elex Michaelson
Anchor
Fox 11 News
MODERATOR
Prof. Dan Schnur
Center on Communication Leadership and Policy
USC Annenberg School for Communication and Journalism

11:10 AM – 11:30 AM  Networking Break
The Rise of the Vocal Employee:
Managing Employee Activism

Few developments have moved faster or attracted more attention in recent years than the rise of employee activism. Both internal and external digital connectivity have made every employee a potential organizer and publicist. Thanks to platforms such as LinkedIn, journalists have a greater ability to identify and reach out to employees than ever before. Politicians, regulators, and union organizers alike are primed to capitalize on employee commentary and protest. How can boards, managements, and legal counsel navigate these potentially litigious waters successfully? A panel of legal and communications experts speak real world lessons and experiences.

Privacy Law Update:
Can You Ride the Wave?

A virtual tsunami of new consumer privacy legislation is coming and you can’t afford a gnarly wipeout! Expansive privacy legislation has been enacted in key states: California (CCPA as current law; CPRA effective January 1), Colorado, Connecticut, Virginia, and Utah, with more to come. Most are loosely modeled on the EU’s General Data Protection Regulation (GDPR), which is constantly changing as well. Privacy is also increasingly becoming part of the ESG discourse with companies like ISS already rating companies’ privacy maturity via the cyberisk score, under the “governance” prong of ESG. And, not to be outdone, Congress and the FTC are dropping in with proposals for a new Federal consumer privacy law. These privacy developments affect most businesses with a significant digital presence, introducing wickedly complex compliance burdens, as well as legal, regulatory and financial risks and uncertainty. Hear from our distinguished (and stoked!) panel of privacy law experts on what to expect and how to successfully hang ten while avoiding the “men in the grey suits” (a/k/a sharks) lurking beneath the surface.

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 or call (213) 821-3580 for more information.
2:20 PM – 3:20 PM
LITIGATION TRACK SESSION 2A

Who’s Calling or Clicking?
Class Action Updates and Current Trends in Privacy

In 1991, Congress passed the Telephone Consumer Protection Act to address issues related to “random” solicitation calls, “do-not-call” lists, and telemarketing calls that could be an invasion of privacy subjecting companies to various class action lawsuits across a variety of industries. Over the past three decades, companies have also had to address issues related to the Federal Trade Commission Act, the Electronic Communications Privacy Act, the Automatic Renewal Law, the Consumers Legal Remedies Act, the Invasion of Privacy Act, as well as a slew of right of publicity and false advertising statutes. And now states are passing their own regulations – such as the recent California Consumer Privacy Act and the California Privacy Rights Act going into effect in 2023. How can companies navigate these regulations and avoid or manage related class action lawsuits? Our panel will discuss these issues, their experiences, and what to expect of evolving rules and regulations.

Robert E. Boone III
Maschoff Brennan
Matthew Frank
Chief Legal Officer
PeopleConnect
Christine M. Reilly
Manatt, Phelps & Philips, LLP
MODERATOR
Prof. Alex Alben
UCLA School of Law
3:25 PM – 3:55 PM

What’s in the California Supreme Court Pipeline?

Join the speakers for a discussion of challenges and issues facing litigants of pending civil cases to be heard by the California Supreme Court.

<table>
<thead>
<tr>
<th>David Ettinger</th>
<th>Horvitz &amp; Levy LLP</th>
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<tr>
<td>Cindy Tobisman</td>
<td>Greines, Martin, Stein &amp; Richland LLP</td>
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3:55 PM – 4:10 PM Networking Break

4:10 PM – 5:10 PM

The General Counsel Perspective: What Keeps Us Up at Night

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 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.

| Stephanie Blackman | Chief Operating Officer and Chief Legal Officer Guthy|Renker, LLC |
|--------------------|------------------------------------------------------|
| Craig E. Gosselin  | SVP and General Counsel/HR Toms Shoes, LLC |
| Henry C. Wang      | EVP and General Counsel Herbalife Nutrition |
| MODERATOR          | Patrick S. Brown |
|                    | Sullivan & Cromwell LLP |

5:10 PM – 5:15 PM Passing Period

5:15 PM – 6:15 PM

United States Supreme Court Update

The Supreme Court’s last term was among the most far-reaching and consequential – and the 2022-23 term is shaping up to be equally as groundbreaking. Our expert scholars will discuss the Court’s current docket as well as trends in its jurisprudence, with an emphasis on the impact its decisions will have on businesses.

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<tr>
<th>Deanne E. Maynard</th>
<th>Morrison &amp; Foerster LLP</th>
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<tr>
<td>Prof. Eugene Volokh</td>
<td>Gary T. Schwartz Distinguished Professor of Law UCLA School of Law</td>
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6:15 PM – 7:15 PM

Networking Cocktail Party

Join Institute speakers and participants for a cocktail party.

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 hours. 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.

| 6 | Indicates the number of hours of MCLE legal ethics 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 6.5 hours.
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.
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, breakfast and the breakfast session, the luncheon and keynote presentation, refreshment breaks, networking cocktail party, Institute event platform (an electronic guidebook to the Institute) and an electronic download of the Institute’s Syllabus.

LOCATION, PARKING AND HOTEL ACCOMMODATIONS
The Institute will be held at:

The California Club (courtesy of Club member Ian Campbell)
538 South Flower Street, Los Angeles, CA 90071
Website: www.californiaclub.org

Complimentary 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 or contact Sarah Lippman Orta at (213) 821-3580.

CHECK-IN AND BADGE PICK UP
Check-in begins at 8:00 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.

SPECIAL REQUIREMENTS?
The Institute for Corporate Counsel welcomes the participation of individuals with special needs. If you require special accommodations, or a vegetarian/vegan/gluten free diet, or have any other questions, please contact the USC Gould Continuing Legal Education office at cle@law.usc.edu or call (213) 821-3580 for assistance.

SYLLABUS
An up-to-date reference volume prepared by our speakers will be distributed electronically to registrants prior to the Institute.

CANCELLATIONS
All registrations and purchases are final and non-refundable.
Registration Form

INSTITUTE FOR CORPORATE COUNSEL®
Where Law, Business and Politics Intersect

WEDNESDAY, NOVEMBER 30, 2022

Registrant Name: ____________________________________________

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Organization/Law School: ____________________________________________

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City: ___________________________ State: _______ Zip: __________

Telephone: ____________________________________________

Email: ____________________________________________

☐ Check here if you prefer not to share your contact information with our sponsors.

☐ Check here if you are a USC Gould alumnus. Class Year: __________

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☐ $1,000 Silver Sponsorship (Corporate Legal Departments)

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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

PAYMENT METHODS

1 Check: Mail checks payable to Institute for Corporate Counsel with a completed registration form to:

Institute for Corporate Counsel

c/o USC Gould Continuing Legal Education

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2 Credit Card: Register and pay online at http://gould.usc.edu/cle/icc

If you attended one of our recent Institutes, an existing online account is linked to your email address. Passwords can be reset or sent to you.

Questions? Email cle@law.usc.edu or call (213) 821-3580.