

VIRTUAL INSTITUTE  
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WEDNESDAY  
DECEMBER 1, 2021

**USC**Gould  
School of Law

**LACBA**  
BUSINESS LAW SECTION

USC GOULD SCHOOL OF LAW - LACBA BUSINESS LAW SECTION

# ICC21

**40TH ANNUAL  
INSTITUTE FOR CORPORATE COUNSEL®**  
*Where Law, Business and Politics Intersect*

**FEATURED SPEAKERS:**

**JUSTICE MARTIN J. JENKINS**  
California Supreme Court

**CHARLIE MUNGER**  
Vice Chairman  
Berkshire Hathaway, Inc.

MCLE and CPE credit hours are available

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# 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 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!

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## Contact Information

USC Gould School of Law – Continuing Legal Education  
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PHONE: 213-821-3580

WEBSITE: <http://cle.usc.edu>

### OFFICE HOURS

9:00 AM to 5:00 PM Pacific Time  
Monday to Friday

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# FEATURED Speakers



## **JUSTICE MARTIN J. JENKINS**

California Supreme Court

JUSTICE MARTIN J. JENKINS was confirmed as an Associate Justice of the California Supreme Court on November 10, 2020 following his appointment by Governor Gavin Newsom. Previously, he served as Senior Judicial Appointments Advisor to Governor Newsom and as an Associate Justice of the California Court of Appeal. Justice Jenkins' judicial experience includes service as a federal district judge for the Northern District of California and as a trial judge on the Oakland Municipal and Alameda County Superior Courts.

After graduating from Santa Clara University and before entering the University of San Francisco (USF) School of Law, Justice Jenkins was briefly employed as a player by the NFL's Seattle Seahawks. He obtained his law degree from USF in May 1980, when he received the Judge Harold J. Haley Award for "exceptional distinction in scholarship, character, and activities." After graduation, Justice Jenkins worked as a prosecutor for the Alameda County District Attorney's Office. He subsequently served as a trial attorney for the United States Department of Justice, Civil Rights Division-Criminal Section in Washington D.C., and later was an attorney in Pacific Bell's Legal Department where he handled a wide variety of litigation matters.



## **CHARLIE MUNGER**

Vice Chairman

Berkshire Hathaway, Inc

CHARLIE MUNGER is an American investor, businessman and philanthropist. He is currently the Vice Chairman of Berkshire Hathaway, the conglomerate controlled by Warren Buffett, and Chairman of the Daily Journal Corporation. Previously, Mr. Munger served as Chairman of Wesco Financial Corporation from 1984 through 2011. He began his legal career at Wright & Garrett (later known as Musick, Peeler & Garrett) and then founded and worked as a real estate attorney at Munger, Tolles & Olson LLP. He eventually gave up the practice of law to concentrate on managing investments and has partnered with Otis Booth in real estate development and Jack Wheeler to form Wheeler, Munger, and Company, an investment firm with a seat on the Pacific Coast Stock Exchange. He graduated magna cum laude with a J.D. in 1948 from Harvard Law School.

# ICC21

## Online Program

**8:50 – 9:00 AM**

### **Welcome and Opening Remarks**

**Kristin Adrian**

INSTITUTE CO-CHAIR  
General Counsel  
Chief Compliance Officer  
ARA | American Realty Advisors

**Diana Hughes Leiden**

INSTITUTE CO-CHAIR  
Winston & Strawn LLP

**June M. Baldwin**

INSTITUTE GOVERNOR/  
LACBA BUSINESS LAW SECTION CHAIR  
Senior Vice President, General Counsel  
Public Media Group of Southern California

**9:00 – 10:00 AM**

### **Diversity, Equity, Inclusion and Belonging: How Lawyers and the Legal Profession Answer the Call to Action**

Law firms and corporate legal departments are comprised of legal professionals and colleagues, some of whom are reeling from the unrelenting impact of centuries-long systemic and systematic racial discrimination, and social and economic inequalities. These discussions have brought to reality that members of our work communities need healing. Join this discussion about how lawyers can assist in making our communities and the legal profession better by focusing their legal work on supporting organizations that advance equal rights causes and pursuing policies that promote equity, inclusion and belonging.

**Robin M. Hulshizer**

Partner and Vice-Chair,  
Diversity Leadership Committee  
Latham & Watkins LLP

**Jennifer Lagunas**

Vice President, Corporate Legal,  
Governance, Operations and  
Assistant Corporate Secretary  
AbbVie Inc.  
North Chicago, IL

**MODERATOR**

**Nikki Lewis Simon**

Shareholder and  
Chief Diversity, Equity & Inclusion Officer  
Greenberg Traurig, LLP  
Miami, FL

**b** 1 hour of MCLE elimination of bias credit available.

**10:15 – 11:15 AM**

**Bridging a Polarized Politics:  
Where Do We Go from Here?**

From immigration policy to entitlements, from issues of race to climate change, our region and nation face a wide range of policy challenges in a highly polarized political climate. Join the panel discussion from respected speakers about the paths forward and creative policy discussion that fosters collaboration across party lines.

**Pete Peterson**

Dean and Braun Family Dean's Chair  
School of Public Policy  
Pepperdine University

**William A. Galston**

Ezra K. Zilkha Chair and  
Senior Fellow, Governance Studios  
Brookings Institution  
Washington, DC

**MODERATOR**

**John Wood, Jr.**

National Ambassador  
Braver Angels  
Former Congressional Nominee and  
Vice-Chairman of the Republican Party  
of Los Angeles County  
New York, NY

**11:30 AM – 12:30 PM**

**Litigation Track – Concurrent Session**

**COVID Legal Issues That Will Be with  
Attorneys Long after the Virus is Gone**

Panelists from diverse backgrounds will discuss what they see as the top litigation and investigation COVID issues facing the current legal practice from both procedural and substantive sides. This must-hear session for attorneys will reveal what they are likely to continue to face in the coming months and years.

**Hon. Michelle Williams Court**

Los Angeles Superior Court

**Michelle Campbell Ross**

Chief Executive Officer  
Vision Media

**Steven F. Stanton**

Senior Managing Director,  
Forensic & Dispute Services  
Deloitte Financial Advisory Services  
Washington, DC

**MODERATOR**

**Daniel Prince**

Paul Hastings LLP

**11:30 – 12:30 PM**

**Transactional Track – Concurrent Session**

**ESG Fundamentals**

ESG (environmental, social, governance) concerns – from climate, to recycling and waste, to human rights and social governance – have taken center stage in the minds of individuals and businesses alike. This panel will introduce fundamental ESG tenets and focus on issues that companies (and their stakeholders) should be aware of, including (i) sample corporate transactions and how their “additionality” simultaneously foster project development and address ESG mandates, (ii) risk management and how such issues can affect transaction terms and corporate liabilities, and (iii) ESG reporting and communication protocols.

**Eileen Cohen**

Senior Counselor  
The Abernathy MacGregor Group  
New York, NY

**Christopher DeSá**

Managing Director  
FTI Consulting

**Elizabeth C. Sluder**

Morrison Foerster LLP

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**(@ICCGovernors)**

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**12:45 – 1:30 PM**

**Perspectives from the Boardroom:  
A Conversation with Charlie Munger**

Hear a 30-minute interview of Charlie Munger of Berkshire Hathaway where he will share his insights and what challenges he sees for the businesses ahead.

**Charlie Munger**

Vice Chairman  
Berkshire Hathaway, Inc.  
Omaha, NE

**INTERVIEWER**

**Claire Borthwick**

Vice President, Legal  
GoGuardian

**1:45 – 2:45 PM**

**Litigation Track – Concurrent Session**

**Antitrust Considerations  
in Labor Markets**

This panel will cover the Antitrust Division's recent criminal prosecutions of wage-fixing and no-poach agreements and look more broadly at how the antitrust laws apply in labor markets. Panelists will also address the antitrust implications of common scenarios that may arise and provide practical tips for navigating this rapidly changing area of law.

**M. Brinkley Tappan**

Assistant Vice President and  
Senior Legal Counsel, Antitrust  
AT&T Services, Inc.  
Washington, DC

**Julia Schiller**

O'Melveny & Myers LLP  
Washington, DC

**Heather S. Nyong'o**

Cleary Gottlieb Steen & Hamilton LLP  
San Francisco, CA

**MODERATOR**

**Adam J. Karr**

O'Melveny & Myers LLP

**1:45 – 2:45 PM**

**Transactional Track – Concurrent Session**

**Litigation and Governance Issues  
in M&A Transactions**

Prominent former Delaware judge and leading M&A lawyer will provide perspectives on the deal process and how boards can avoid liability in transactions.

**William Savitt**

Co-Chair, Litigation Department  
Wachtell, Lipton, Rosen & Katz  
New York, NY

**Hon. Leo E. Strine, Jr. (Ret.)**

Wachtell, Lipton, Rosen & Katz  
New York, NY

**3:00 – 4:00 PM**

**U.S. Supreme Court Update**

The Court's last term resulted in groundbreaking decisions in far-flung areas – from immigration, employment and LGBTQ rights to administrative law and separation of powers. These decisions, as well as the Court's upcoming docket, will be put into focus for businesses and their advisors by a Supreme Court scholar and practitioner.

**Theodore J. Boutros Jr.**

Gibson, Dunn & Crutcher LLP

**Dean Erwin Chemerinsky**

Dean and Jesse H. Choper  
Distinguished Professor of Law  
UC Berkeley School of Law  
Berkeley, CA

## 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) for more information.

**4:15 – 5:15 PM  
General Counsel Roundtable**

Join us for an interactive discussion among a panel of leading General Counsels from across the country. These prominent General Counsels will share the major challenges that kept them up at night and the solutions their companies are implementing to address what has been a year of unforeseen and unprecedented economic and political challenges.

**Daniel Grigsby**

Chief Legal Officer, General Counsel and Chief Integrity Officer  
The Los Angeles Lakers, Inc.

**Jeannine Tang**

General Counsel  
Participant Media

**Erin Weber**

General Counsel  
ABL Space Systems

**MODERATOR**

**Laura C. Abrahamson**

Neutral  
JAMS

**5:30 – 6:15 PM**

**A Conversation with California Supreme Court Justice Martin J. Jenkins**

Justice Martin Jenkins, in conversation with Hon. Michael Kelley, will address challenges facing the Supreme Court of our nation's largest and most dynamic state.

**Justice Martin J. Jenkins**

California Supreme Court  
San Francisco, CA

**INTERVIEWER**

**Hon. Michael C. Kelley**

Los Angeles Superior Court

**6:15 PM**

**Adjournment**

upcoming

**USC Gould School of Law Programs**

**TAX**

Monday – Wednesday

January 24-26, 2022

**INTELLECTUAL PROPERTY**

Monday – Tuesday

March 21-22, 2022

Email [cle@law.usc.edu](mailto:cle@law.usc.edu) to join our mailing list and receive the latest updates about our programs or visit <http://cle.usc.edu> for more information.



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## 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>.



## Frequently Asked Questions

### REGISTRATION AND SPONSORSHIP

Institute tickets may be purchased as part of an Institute sponsorship or individually as indicated on the registration page of this brochure. Registration for the virtual conference includes access to the live broadcast and available recordings of the on-demand sessions, continuing education credit, and an electronic copy of the Institute syllabus.

### VIRTUAL LOCATION

The 2021 Institute for Corporate Counsel will be held online at <http://cle.usc.edu/corporate>.

### ON DEMAND ACCESS (AFTER THE INSTITUTE)

Unable to attend the Institute? Purchase on demand access to available session recordings and the Institute syllabus to receive California MCLE credit for viewing the sessions. Visit our website at <http://cle.usc.edu/corporate> for more information or email [cle@law.usc.edu](mailto:cle@law.usc.edu).

### CANCELLATIONS

All registrations and purchases are final and non-refundable.

### QUESTIONS?

Contact the USC Gould Continuing Legal Education Office at [cle@law.usc.edu](mailto:cle@law.usc.edu).

## 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 **9 hours**, of which **1 hour** may apply to 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.

#### MCLE Maximum Hours

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On Demand: **9 hours**, of which **1 hour** may apply to elimination of bias credit

### ACCOUNTANTS

Continuing Professional Education (CPE): This program meets the guidelines set by the California State Board of Accountancy in the amount of **420 minutes** for the live broadcast. No credit is available for watching Videos On Demand.

# Registration Form

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c/o USC Gould Continuing Legal Education  
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Los Angeles, CA 90089-0071

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