8:00-8:30 am  
Registration/Breakfast  
4th Level of the Westin Galleria

8:30 am  
Welcome

8:45-9:45 am  
Greenberg Traurig LLP  
Litigation - San Antonio I  
Corporate/Transactional - San Antonio II  
Top 10 Ethical Pitfalls for the In-House Practitioner  
(Ethics credit)  
In this presentation, we count down the top 10 issues facing in-house counsel, including conflicts of interest, privilege issues, litigation holds, former employees, and the recent change to the ABA model rules of professional conduct.  
Speakers: Jordan W. Cowman and Karl G. Dial

9:45-10:00 am  
Littler Mendelson PC  
Litigation - San Antonio I  
Corporate/Transactional - San Antonio II  
Departed Employees Litigation: Trade Secrets, Noncompetition and Nonsolicitation  
This presentation outlines the life cycle of departed employee litigation. Such litigation (and this presentation) includes competing perspectives of Texas employers enforcing covenants against departed employees and hiring competitors’ employees. The presenters routinely draft restrictive covenants, advise employers, and litigate unfair competition disputes. They will discuss best practices and recent case law for employers seeking to draft covenants and be prepared for litigation involving departed employees.  
Speaker: Greg McAllister and Jamie Strickler

10:00-10:15 am  
Baker Botts LLP  
Litigation - San Antonio I  
Corporate/Transactional - San Antonio II  
When the Dispute Hits or the Whistle Blows: Ensuring your Organization is Prepared  
Companies operate in world obsessed with social media, where regulatory watchdogs are intensely focused on corporate governance. This presentation will give practical tips for dealing with a myriad of snap-judgments that must be made at the onset of a dispute or threat. We will cover management and board communications, regulatory reporting obligations, investor disclosure issues, implications for human resources and public relations, privilege issues, and document preservation.  
Speakers: Jessica Pulliam and Susan Kennedy

10:15-10:30 am  
Networking Break  
4th Level Foyer

10:30-11:30 am  
Greenberg Traurig LLP  
Litigation - San Antonio I  
Corporate/Transactional - San Antonio II  
The Anatomy of the Deal  
This course is appropriate for new and seasoned attorneys and goes back to the basics to cover the anatomy of a deal from start to finish in the context of recent and relevant deals. Topics will cover confidentiality agreements and non-disclosure agreements, letters of intent and term sheets, due diligence request lists, drafting and negotiation of transaction documents and related strategies, closing checklists and pre-closing activities and an overview of closing.  
Speakers: David W. Black and Ronald G. Skloss

11:30-11:45 am  
Littler Mendelson PC  
Litigation - San Antonio I  
Corporate/Transactional - San Antonio II  
Structuring Enforceable Non-Compete Agreements for Multinational Employers  
Non-compete agreements are almost an essential part of today’s business environment composed of a mobile workforce with easily accessible and transportable data. Authoritative employment attorneys (one US based and one foreign based) will provide cutting edge suggestions for multinational employers to draft restrictive covenants that should greatly increase their effectiveness and enforceability around the world. The panel will also compare and contrast the non-compete laws in countries around the world against US restrictive covenant laws.  
Speaker: Michael Royal

11:45-12:00 pm  
Baker Botts LLP  
Litigation - San Antonio I  
Corporate/Transactional - San Antonio II  
Avoiding Common Pitfalls in M&A Transactions  
Companies face a myriad of challenges even in what appears to be a straightforward acquisition. A panel comprising corporate, real estate and employment lawyers will discuss pitfalls in mergers and acquisitions and how to avoid them.  
Speaker: Samantha Crispin, David Emmons, Jeremy Gott and Jennifer Trulock

12:00-12:15 pm  
Networking Lunch  
4th Level Foyer
Mean Tweets – Outside Counsel Edition (Ethics credit)
Join us for a panel discussion on the issues in-house counsel face while working with outside counsel and the ethical rules to consider in managing that relationship. The panel will share some pet peeves as well as some tips and ideas for overcoming these challenges in a fun “meant tweets” style presentation.
Speakers: Moderator – Tanya Henderson; Panel members: LeAllen Frost, Vice President & Associate General Counsel, Nationstar Mortgage; Terrance Henderson, Senior Vice President and Divisional General Counsel, Comerica Bank; Richard London, Managing Director, Legal Services, Greystar Real Estate Partners; Mary C. Tucker, Assistant General Counsel, Citi

What To Do When the Government Comes Knocking
When it comes to dealing with the government, an ounce of prevention is worth a pound of cure. Learn how to prepare your team to respond when the government knocks, what you should do, and sometimes just as importantly, what not to do.
Speakers: Barrett Howell and Brandon McCarthy

New Department of Justice Guidance on Evaluation of Corporate Compliance Programs (Ethics credit)
This program will discuss the new guidance on the evaluation of corporate compliance programs issued on February 8, 2017 by the Fraud Section of the Criminal Division of the Department of Justice. The guidance provides details on how DOJ will assess corporate compliance programs when considering how to resolve cases involving corporate misconduct. The panelists will discuss the key questions to ask to ensure compliance programs are both effectively designed and actually operating effectively, such that they will withstand scrutiny in the event of a DOJ investigation. The panel will also discuss how companies can be prepared to effectively advocate the strength of their compliance programs to government experts asking tough questions in a DOJ investigation.
Speakers: Shawn Cleveland, Basheer Ghorayeb, Kurt Drake, Chief Compliance Officer of Kimberly Clark and John Parker, US Attorney for the Northern District of Texas

Will P3s Make America Great Again?
Investment in public infrastructure has received renewed attention since election night. The new administration is expected to be beneficial for the public-private-partnership (P3) market, thus increasing the need for project financing for both public and private corporations. P3s provide opportunities, value and benefits for the right project, but also come with challenges. How can the infusion of private capital at the federal, state and local level address these challenges? Session will provide insight into the P3 model and financial, economic, and technical considerations.
Speaker: Jonathan Leatherberry

Trends and Developments in Corporate Lending and Leveraged Acquisition Financing Transactions
This program will address current developments both cash flow and ABL corporate lending transactions, including documentation principles and protections of premier importance to corporate borrowers and lenders.
Speaker: Jeff Cole, Chip Gage and Jordan Klein

Raffle items: (must be present to win)
• $250 Spa Gift Card  • $125 Movie Night Package
• MCrowd Restaurant Gift Cards (Taco Diner, Mi Cocina, The Mercury)
• Free Registration to Annual Meeting, Ethics CLE and Golf/Spa event on Sept. 22, 2017