



Dear Colleague,

Welcome to Washington D.C., and thank you for attending the ABA Business Law Section Fall Meeting 2018! Our Section meetings offer terrific opportunities for professional development, whether you are a law student, business lawyer, or judge. I'm honored that you will join us to connect, learn, and celebrate at the Fall Meeting!

Here are some ways you can maximize your Fall Meeting experience:

Attend CLE Programs and Committee Meetings | Choose from over 11 CLE programs to expand your knowledge. Attend one or more of the committee and subcommittee meetings in your practice area.

**Join us for Networking Events** | Enjoy several networking opportunities to expand your global business law professional contacts, such as the Welcome Reception and the Federal Regulation of Securities Luncheon.

I encourage you to take advantage of the many events, meetings and CLE programs described on the following pages of this guide.

Please also join me in thanking those individuals who made this year's meeting possible—our fellow Section members and to Section staff, who planned this meeting, as well as the members of the Host Committee.

I hope you enjoy the meeting and Washington, D.C.!

Sincerely,

Tulle

Vicki O. Tucker

Chair, ABA Business Law Section

#### Thursday, November 15, 2018

## Registration & Ticket Sales

3:00 p.m. - 7:00 p.m. Jefferson, Ballroom Level Ritz-Carlton Stop by the Registration Desk to register and purchase event tickets.

#### Business & Corporate Litigation Committee Dinner

Tredici Enoteca 2033 M Street NW 7:00 p.m. Reception | 7:30 p.m. Dinner \*Ticketed Event | \$115

#### Friday, November 16, 2018

### Registration & Ticket Sales

7:30 a.m. - 6:00 p.m. Foyer, Ballroom Level Ritz-Carlton Stop by the Registration Desk to register and purchase event tickets.

#### Business and Corporate Litigation Committee Meeting

8:00 a.m. - 8:30 a.m. Roosevelt, Ballroom Level Ritz-Carlton Presented by: Business and Corporate Litigation Committee

Chair: Heidi McNeil Staudenmaier

#### Hedge Fund Subcommittee Meeting

8:00 a.m. - 9:00 a.m. Salon III B, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities
Committee

Chair: Barry P. Barbash

#### Legal Opinions Survey of Opinions Task Force Meeting

8:00 a.m. - 9:30 a.m. Plaza I, Ballroom Level Ritz-Carlton Presented by: Legal Opinions Committee

Co-Chairs: Arthur Cohen and John B. Power

## Audit Responses Committee Meeting

8:30 a.m. - 9:30 a.m. Washington, Ballroom Level Ritz-Carlton Presented by: Audit Responses Committee

Chair: Noel J. Para

## Program: Bankruptcy for Breakfast 2018

8:30 a.m. - 10:00 a.m. Roosevelt, Ballroom Level Ritz-Carlton Presented by: Business and Corporate Litigation Committee

Program Chair: **Christopher Samis**; Partner; Whiteford, Taylor & Preston LLC; Wilmington, DE

Moderator: **Katherine Good**; Whiteford, Taylor & Preston; Wilmington, DE

Speakers: **Erin Diers**; Associate; Hughes Hubbard & Reed LLP; New York, NY; **Michael Rubenstein**; Shareholder; Liskow & Lewis; Houston, TX; **Hon. Elizabeth Stong**; Judge; U.S. Bankruptcy Court for the Eastern District of New York; Brooklyn, NY

This annual panel will focus on developments in business bankruptcy and bankruptcy litigation in 2018. The panel will provide an overview of statistical filing information from the Courts, analysis of recent significant cases, trends in releases and exculpation in chapter 11 plans, and predictions for the bankruptcy and insolvency industry in 2019.

Program: California
Screaming and GDPR
Dreaming: Coping with
Even More Data Oversight Obligations for
Fund Managers and
Directors

8:30 a.m. - 10:00 a.m. Plaza II, Ballroom Level Ritz-Carlton

Investment Companies & Investment Advisors Subcommittees Meeting

9:00 a.m. - 10:00 a.m. Salon III B, Ballroom Level Ritz-Carlton Presented by: Middle Market and Small Business Committee

Program Chair: **Erik Kantz**; Counsel, Saul Ewing Arnstein & Lehr; Chicago, IL

Speakers: Alexander Bilus; Partner; Saul Ewing Arnstein & Lehr LLP; Philadelphia, PA; Evan Foster; Partner; Saul Ewing Arnstein & Lehr LLP; Chesterbrook, PA; Tsutomu Johnson; Of Counsel; Parsons Behle & Latimer; Salt Lake City, UT

Just when you thought you were done in May when the GDPR became effective, California adopts the California Consumer Privacy Act impacting data existing January 1, 2020. This panel will explore the obligation of Fund Managers, Directors and Companies to properly manage data under the CCPA and GDPR.

Presented by: Federal Regulation of Securities Committee

Chair: Lori Schneider

# Program: Legal Issues in Operational Due Diligence

9:30 a.m. - 10:30 a.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: Institutional Investors Committee

Program Chair and Moderator: **Michael Neus**; General Counsel; ExodusPoint Capital Management, LP; New York, NY

Speakers: **Siddhya Mukerjee**; Legal Director; Aksia LLC; New York, NY; **Lynn O'Connell**, Senior Analyst, Aksia, New York, NY

The panelists will create an interactive Operational Due Diligence simulation between a Hedge Fund General Counsel and an Investor Consultant.

#### State Regulation of Securities Committee Meeting

9:30 a.m. - 10:30 a.m. Jefferson, Ballroom Level Ritz-Carlton Presented by: State Regulation of Securities

Chair: Richard Alvarez

## Legal Opinions Committee Meeting

9:30 a.m. - 11:00 a.m. Plaza I, Ballroom Level Ritz-Carlton

#### Diversity Task Force Meeting

10:00 a.m. - 11:00 a.m. Lincoln, Ballroom Level Ritz-Carlton Presented by: Legal Opinions Committee

Chair: Ettore Santucci

Presented by: Corporate Governance Committee

Chair: Katayun I. Jaffari

FINRA Corporate
Financing Rules
Subcommittee Meeting

10:00 a.m. - 11:00 a.m. Plaza II, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities Committee

Chair: Dana G. Fleischman

Proxy Statements and Business Combinations Subcommittee Meeting

10:00 a.m. - 11:00 a.m. Salon III B, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities

Chair: Lillian Brown

Securities Regulation and Small Business Issuers Joint Subcommittee Meeting

10:00 a.m. - 11:00 a.m. Washington, Ballroom Level Ritz-Carlton Presented by: Middle Market and Small Business Committee and Federal Regulation of Securities Committee

Chair: Bonnie J. Roe

### Program: The Future of Class Actions

10:30 a.m. - 12:00 p.m. Roosevelt, Ballroom Level Ritz-Carlton Presented by: Business and Corporate Litigation
Committee

Program Co-chairs: **George R. Calhoun**; Member; Ifrah PLLC, Washington, DC; **Hon. Heather Welch**; Judge, State of Indiana Superior Court; Indianapolis, IN

Speakers: **Bradley Bondi**; Partner; Cahill Gordon & Reinsel, LLP; Washington, DC; **Tracy Roman**; Partner; Crowell & Moring LLP; Washington, DC; **Richard Shevitz**; Partner; Cohen & Malad, LLP; Indianapolis, IN

Recent case law from the Supreme Court has significantly altered the contours of class action litigation. Decisions such as Spokeo, Tyson, Campbell-Ewald, Epic and Cyan will reverberate through the legal system, as will the appointment of a new Justice. This program will look at these developments and discuss the implications for the future of class actions.

# Task Force on Blockchains, Cryptocurrencies, and Investment Management

11:00 a.m. - 12:00 p.m. Plaza II, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities Committee

Chair: Jay Baris

Program: Securities
Regulatory
Update: New Rules,
Interpretations and
Enforcement Actions
Affecting Institutional
Investors

11:00 a.m. - 12:00 p.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: Institutional Investors Committee

Moderator: **James Van Horn**, **Jr.**; Partner; Hirschler Fleischer, PC; Richmond, VA

Program Chair: **Cynthia Collins**; Chief Pension Administrator; New York City Department of Finance, Mayor's Office; New York, NY

Speakers: **Robert Bagnall**; Senior Special Counsel, Office of the General Counsel; U.S. Securities and Exchange; **Peter Borkon**; Securities Litigation Attorney

The panel will review proposed rules, enforcement actions and staff interpretations by the U.S. Securities and Exchange Commission and other U.S. federal regulators that affect the investments and investment managers of institutional investors. Topics to be discussed will include: (i) SEC proposed Interpretation of the fiduciary duty of investments advisers; (ii) new ETF rules; (iii) new swap and derivative regulations; and (iv) notable SEC enforcement actions. The panel will also discuss the objectives and agenda of the SEC under Chairman Clayton and the new Commissioners, Robert Jackson and Hester Pierce.

Dialogue with the Director of the Division of Corporation Finance

11:00 a.m. - 12:30 p.m. Salon II, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities Committee

Chair: Robert E. Buckholz

Speaker: William Hinman, Director of the Division of Corporate Finance; SEC; Washington, D.C.

#### International Business Law and International Coordinating Joint Committee Meeting

11:00 a.m. - 12:30 p.m. Jefferson, Ballroom Level Ritz-Carlton

## Trading and Markets Subcommittee Meeting

11:30 a.m. - 12:30 p.m. Salon III B, Ballroom Level Ritz-Carlton

#### Sports Related Disputes Subcommittee Meeting

12:00 p.m. - 1:00 p.m. Lincoln, Ballroom Level Ritz-Carlton

# Program: ILPA Model LPA and Subscription Agreement

12:30 p.m. - 1:30 p.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: International Business Law Committee and International Coordinating Committee

Chairs: Brigida Benitez, Thomas F. Morante

The 30-minute joint committee meeting will be followed by a substantive Non-CLE session "International Regulatory Compliance Developments."

Presented by: Federal Regulation of Securities
Committee

Chair: Marlon Q. Paz

Presented by: Business and Corporate Litigation

Committee

Co-chairs: Mary Braza and Jeffrey Schlerf

Presented by: Institutional Investors Committee

Moderator: **Chris Hayes**; Director of Industry Affairs; Institutional Limited Partners Association; Washington, DC

Program Chair: **Ed Klees**; Partner; Hirschler Fleischer; Charlottesville, VA

Speaker: **Mary Hornby**; General Counsel; Abbott Capital; New York, NY

This program will summarize key substantive issues addressed in the ILPA model LPA and Subscription Agreement.

#### Federal Regulation of Securities Luncheon

12:30 p.m. - 2:30 p.m. Salon I, Ballroom Level Ritz-Carlton

## Business Divorce Subcommittee Meeting

1:00 p.m. - 2:00 p.m. Lincoln, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities

Committee
Ticked Event

Chair: Robert E. Buckholz

Keynote Speaker: **Joe Carapiet**, Chief Counsel at U.S. Senate Committee on Banking, Housing,

and Urban Affairs

Presented by: Business and Corporate Litigation Committee

Co-chairs: Melissa Donimirski and Peter B. Ladig

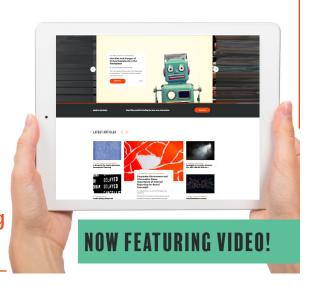
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Program:
Cryptocurrency - An
Institutional Investor
Perspective

2:00 p.m. - 3:00 p.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: Institutional Investors Committee

Co-sponsored by: Commercial Finance and Federal Regulation of Securities

Program Co-chairs: **Jonathan Cardenas**, Associate; Crowell & Moring LLP; Washington, DC; **Jody Shaw**; Deputy Counsel, Investments, Maryland State Retirement and Pension System; Baltimore, MD

Moderator: **Chris Brummer**; Professor of Law; Georgetown University Law School, Washington, DC

Moring LLP; Washington, DC; **Joel DeCapua**; Supervisory Special Agent; Federal Bureau of Investigation; Washington, DC; **Jim Kyung-Soo Liew**; Assistant Professor of Finance; John Hopkins Carey Business School; Baltimore, MD; **Marlon Q. Paz**; Partner; Seward & Kissel LLP; Washington, DC

Speakers: Jenny Cieplak; Counsel; Crowell &

Panelists will provide an overview of cryptocurrency investments, fund management, and regulation, focusing on the perspective of institutional investors considering investments in crypto assets or related investment vehicles. Topics will also include idiosyncratic opportunities and risks associated with investments in crypto assets.

## Law and Accounting Committee Meeting

2:00 p.m. - 3:30 p.m. Washington, Ballroom Level Ritz-Carlton Presented by: Law and Accounting Committee

Chair: **Jeffrey W. Rubin** 

Program: Current
Issues in Investment
Management:
Discussion with the SEC
Staff

2:00 p.m. - 3:30 p.m. Salon II, Ballroom Level Ritz-Carlton

Program: The
Troublesome Twenty:
A Selection of Opinion
Issues That Never Seem
To Go Away

2:00 p.m. - 3:30 p.m. Plaza II, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities
Committee

Program Chair and Moderator: **Lori Schneider**; Partner; K&L Gates; Washington, DC

Speaker: **Barry Barbash**; Partner; Willkie Farr & Gallagher LLP; Washington, DC

We will engage in a Q&A discussion with senior level SEC staff from the Division of Investment Management. Current issues to be discussed will include: liquidity risk management rule implementation; the ETF rule proposal; Regulation Best Interest; the fund board outreach initiative; modernization of fund disclosure; proxy voting and proxy advisory firms; Blockchain and cryptocurrency; and the rule proposal on derivatives use by registered investment companies.

Presented by: Legal Opinions Committee

Program Chair and Moderator: **Ettore Santucci**; Partner; Goodwin; Boston, MA

Speakers: Richard Frasch; Attorney; San Francisco, CA; Donald Glazer; Advisory Counsel; Goodwin; Boston, MA; Anna Mills; Partner; Womble Bond Dickinson (US) LLP; Charlotte, NC; Robert Risoleo; Partner; Sullivan and Cromwell; Washington, DC

This panel will discuss recurring opinion issues regarding governing law, forum selection, arbitration and related topics; opinions regarding LLCs and limited partnerships and how they differ from similar issues regarding corporations; and opinions on amendments to agreements (bring-down opinions) and guaranties.

Program: Tour of the Ivory Tower: Developments in the U.S. Supreme Court for Business Lawyers and Clients

2:00 p.m. - 4:00 p.m. Roosevelt, Ballroom Level Ritz-Carlton Presented by: Business and Corporate Litigation Committee

Program Chair and Moderator: **Kendyl Hanks**; Shareholder; Greenberg Traurig; Austin, TX

Speakers: Robert Barnes; Supreme Court Correspondent; Washington Post; Washington, DC; Beth Brinkmann; Partner; Covington & Burling LLP; Washington, DC; Brianne Gorod; Chief Counsel; Constitutional Accountability Center; Washington, DC; William Jay; Partner and Co-Chair, Appellate Litigation; Goodwin; Washington, DC

In its thirteenth year, the Ivory Tower panel presents a lively expert discussion regarding major business law cases in the U.S. Supreme Court's October 2017 term, recent changes at the Court (including Justice Gorsuch's confirmation and Judge Kavanaugh's nomination), and where the Court is headed in the coming term.

## Institutional Investors Committee Meeting

3:00 p.m. - 4:00 p.m. Salon III A, Ballroom Level Ritz-Carlton

# Securities Law Opinions Subcommittee Meeting

3:00 p.m. - 4:00 p.m. Lincoln, Ballroom Level Ritz-Carlton Presented by: Institutional Investors Committee

Chair: Cynthia L. Collins

Presented by: Federal Regulation of Securities Committee

Chair: Thomas J. Kim

#### Civil Litigation and SEC Enforcement Matters Subcommittee Meeting

3:00 p.m. - 4:30 p.m. Salon III B, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities
Committee

Co-chairs: Elizabeth Gray and Carmen J. Lawrence

#### Family Office Subcommittee Meeting

4:00 p.m. - 5:00 p.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: Institutional Investors Committee

Chair: Andrew Lom

This meeting will discuss planning for next year of events, webinars, and quarterly calls. We will finish with a wrap up on hot topics in the field

#### Middle Market and Small Business Committee Meeting

4:00 p.m. - 5:30 p.m. Jefferson, Ballroom Level Ritz-Carlton Presented by: Middle Market and Small Business Committee

Chair: Erik Kantz

#### Task Force on Fund Directors

4:00 p.m. - 5:00 p.m. Lincoln, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities Committee

Co-chairs: Lori Schneider and Buddy Donohue

Program: Critical Audit Matters: What Lawyers Need to Know About the PCAOB's New Auditor Reporting

4:00 p.m. - 5:30 p.m. Salon II, Ballroom Level Ritz-Carlton Presented by: Law and Accounting Committee

Co-sponsored by: Audit Responses and Federal Regulation of Securities

Program Chair and Moderator: **Thomas White**; Partner (Retired); Wilmer Cutler Pickering Hale and Dorr LLP; Washington, DC

Speakers: **Josh Jones**; Partner; Ernst & Young LLP; Washington, DC; **Noel Para**; Partner; Alston & Bird; New York, NY; **Karen Weidemann**; Associate Counsel to the Chief Auditor; Public Company Accounting Oversight Board; Washington, DC

Public company auditors will soon be the Public Accounting Oversight Board to provide narrative disclosures about Critical Audit Matters (CAMs). We will discuss the CAMs standard, auditors' current implementation plans, and advising clients regarding potential issues raised by CAMs, including whether litigation contingencies might be CAMs.

#### Subcommittee and Task Force Chairs and Vice Chairs Meeting

4:30 p.m. - 5:30 p.m. Salon III B, Ballroom Level Ritz-Carlton

## ESG Subcommittee Meeting

5:00 p.m. - 6:00 p.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities Committee

Chair: Robert E. Buckholz

Presented by: Institutional Investors Committee

Co-chairs: Edward G. Eisert and David Riley

#### Investment Companies Use of Derivatives and Leverage Task Force

5:00 p.m. - 6:00 p.m. Washington, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities Committee

Chair: Jay G. Baris

#### Legal Opinions Reception

5:00 p.m. - 6:00 p.m. Plaza I, Ballroom Level Ritz-Carlton Presented by: Legal Opinions Committee

Chair: Ettore Santucci

#### **Welcome Reception**

6:00 p.m. - 7:00 p.m. Plaza I, Ballroom Level Ritz-Carlton Chair: Vicki O. Tucker

#### Saturday, November 17, 2018

#### Registration

7:30 a.m. - 12:00 p.m. Foyer, Ballroom Level Ritz-Carlton Stop by the Registration Desk to register for the Fall Meeting.

Presented by: Federal Regulation of Securities

#### International Securities Matters Subcommittee Meeting

8:00 a.m. - 9:00 a.m. Jefferson, Ballroom Level Ritz-Carlton

## Chair: **Peter Castellon**

#### Private Placement Broker Task Force Meeting

8:00 a.m. - 9:00 a.m. Salon III A, Ballroom Level Ritz-Carlton

#### Presented by: Middle Market and Small Business Committee

Chair: Linda Lerner

Committee

#### Joint Task Force on Short Form M&A Documents Meeting

9:00 a.m. - 10:00 a.m. Jefferson, Ballroom Level Ritz-Carlton Presented by: Middle Market and Small Business Committee

Chair: Eric Graben

#### Securities Registration Subcommittee Meeting

9:00 a.m. - 10:00 a.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities

Committee

Chair: Rani Doyle

Employee
Benefits, Executive
Compensation
and Section 16
Subcommittee Meeting

Presented by: Federal Regulation of Securities

Chair: Mark A. Borges

9:00 a.m. - 10:30 a.m. Washington, Ballroom Level Ritz-Carlton

Intellectual Property Opinions Joint Task Force Meeting

Presented by: Legal Opinions Committee

9:30 a.m. - 10:30 a.m. Plaza I, Ballroom Level Ritz-Carlton Co-chairs: Richard N. Frasch and Ettore Santucci

#### **Leadership Meeting**

10:00 a.m. - 11:00 a.m. Jefferson, Ballroom Level Ritz-Carlton Presented by: Middle Market and Small Business

Committee

Chair: Erik Kantz

Task Force on Offering and Trading of Tokenized Securities

Presented by: Federal Regulation of Securities

Committee

Chair: Linda Lerner

10:00 a.m. - 11:00 a.m. Salon IIIA, Ballroom Level Ritz-Carlton

Cross-Border	<b>Opinions</b>
Task Force	

10:30 a.m. - 11:30 a.m. Plaza I, Ballroom Level Ritz-Carlton Presented by: Legal Opinions Committee

Co-Chairs: Truman Bidwell and Ettore A. Santucci

# Governance & Sustainability Joint Subcommittee Meeting

10:30 a.m. - 11:30 a.m. Washington, Ballroom Level Ritz-Carlton Presented by: Corporate Governance Committee and Federal Regulation of Securities Committee

Co-Chairs: Nancy S. Cleveland, Katayun I. Jaffari, and David Lynn

#### Corporate Social Responsibility Task Force Meeting

11:00 a.m. - 12:00 p.m. Jefferson, Ballroom Level Ritz-Carlton Presented by: Corporate Social Responsibility Committee

Chair: E. Christopher Johnson, Jr.

# Disclosure and Continuous Reporting Subcommittee Meeting

11:00 a.m. - 12:00 p.m. Salon III A, Ballroom Level Ritz-Carlton Presented by: Federal Regulation of Securities Committee

Chair: Kimberley Drexler

#### **BALLROOM LEVEL MAP**

