

19TH NATIONAL CONFERENCE

FOREIGN CORRUPT PRACTICES ACT

THE PREMIER LEGAL & REGULATORY ANTI-CORRUPTION COMPLIANCE EVENT

ENFORCEMENT UPDATE

Mark F. Mendelsohn
Deputy Chief
Fraud Section, Criminal Division
U.S. Department of Justice

Fredric D. Firestone
Associate Director
Division of Enforcement
U.S. Securities and Exchange Commission

Nicola Bonucci
Director of Legal Affairs
OECD

Jean-Bernard Schmid
Deputy Prosecutor General (Switzerland)

Renaud Van Ruymbeke
Investigating Magistrate (France)

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Get “must-have” insights from senior industry executives, FCPA attorneys and government officials on:

- SEC and DOJ enforcement priorities and how latest cases in the U.S. and abroad affect compliance programs
- How to conduct effective global investigations and overcome conflicting local laws and traditions
- Pros and cons of voluntary disclosures and how the government evaluates them
- Enhancing the internal audit function to detect FCPA violations
- Conducting pre-merger/pre-IPO due diligence
- Minimizing liability risks when dealing with foreign third parties
- Avoiding gifts, hospitality and facilitation pitfalls
- Appointing and working with compliance monitors
- Implementing a global anti-corruption compliance program
- Combining anti-money laundering and FCPA controls to reduce risk

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A The Fundamentals of FCPA Compliance: The Foreign Corrupt Practices Act Demystified

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D Overcoming FCPA Compliance Challenges in **Russia** and the **CIS**

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Do not miss the FCPA event that everyone is talking about

19TH NATIONAL CONFERENCE

FOREIGN CORRUPT PRACTICES ACT

An FCPA enforcement explosion is reaching across industries and around the globe. 2007 has produced both the largest criminal fine and the largest combined sanction ever imposed for violations of the FCPA. Recent settlements of FCPA actions have resulted in heavy civil and criminal penalties for both individuals and corporate offenders, disgorgement of profits and, increasingly, the imposition of independent monitors. Foreign governments, primarily in Europe, are also cracking down on corruption and actively cooperating with US enforcement officials. Companies today face not only FCPA enforcement actions in the United States, but the possibility of enforcement actions in other jurisdictions as well.

The increase of FCPA enforcement makes prevention an even higher priority than it may have been in the past. The absence of preventative measure is almost certain to result in substantially increased penalties if an issue arises. This makes an effective anti-corruption compliance program essential for all companies. With record-setting sanctions involving well-known companies, global organizations have to reassess their own anti-corruption measures to prevent lapses that might lead to damaging and costly enforcement actions.

Now in its 19th successful year, the American Conference Institute's National Conference on the FOREIGN CORRUPT PRACTICES ACT is the event that corporate counsel, compliance officers, outside counsel and consultants rely on for comprehensive, insightful, and practical guidance on critical FCPA compliance issues. Benefit from the practical perspective

of seasoned corporate FCPA compliance executives, get an update on enforcement and policy initiatives from top Government officials and FCPA attorneys, and learn how industry is setting up internal controls to comply in this constantly changing global legal landscape. This year's agenda will include the latest information on:

- Changes you need to make to your compliance program as a result of recent cases against companies and individuals
- How government agencies evaluate voluntary disclosures
- Harmonizing U.S. and foreign anti-corruption compliance obligations
- How to design and implement due diligence for a prospective foreign third party relationship
- What to look for in a target's anti-corruption compliance
- Managing the PR impact of an investigation or voluntary disclosure
- How to incorporate robust FCPA auditing into your compliance program

Last event in November 2007 was the largest turnout ever for this conference. Be sure to register early by calling 1-888-224-2480, by faxing your registration form to 1-877-927-1563 or by registering online at www.AmericanConference.com/FCPA.

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WEDNESDAY, MARCH 26, 2008

7:30 Continental Breakfast and Registration 

8:30 Opening Remarks from the Chair



Homer E. Moyer, Jr.
Miller & Chevalier

8:45 The FCPA Year in Review: Trends in FCPA Enforcement and How They Impact Compliance Programs



Mark F. Mendelsohn
Deputy Chief, Fraud Section
Criminal Division, U.S. Department of Justice

Fredric D. Firestone
Associate Director, Division of Enforcement
U.S. Securities and Exchange Commission



Danforth Newcomb
Shearman & Sterling



Peter Clark – Panel Moderator
Cadwalader Wickersham & Taft

- Standards for deciding whether violations have occurred
- How the SEC and DOJ assess the scope and magnitude of violations
- Deciding whether a case is criminal or civil
- Interagency coordination
- Aggravating and mitigating factors

10:15 Networking Coffee Break 

10:30 Appointing and Working with Compliance Monitors: Lessons Learned from Recent Monitorships



Gregory S. Bruch
Foley & Lardner



Stephen Fishbein
Shearman and Sterling

- What is the role of a Monitor: a compliance guardian or a company-financed probation officer?
- Negotiating the scope of the Monitor's workplan
- Assessing the costs of a Monitor
- Establishing an effective working relationship with a Monitor
- Who monitors the Monitor?
- The effect of monitorship on privilege and work product

11:30 Conducting a Global Investigation: How to Overcome Barriers to Information Gathering and Conflicting Local Laws and Traditions



Matthew O. Tanzer
Vice President and Chief Counsel
Compliance and Regulatory Affairs
Tyco International (US) Inc.



Laurence A. Urgenson
Kirkland & Ellis



Frederic R. Miller
Partner, Investigations and Forensic Services
PricewaterhouseCoopers

- When, how, and by whom should the global investigation be conducted?
- How a country's reputation for corruption should affect the investigation
- Navigating local privacy and data protection laws
- How to conduct a global investigation cost-effectively
- Assessing foreign official involvement – role, local law, recusals, disclosures
- Family or business relationships with foreign officials – when is it too close?
- How to judge whether compensation is excessive – value of services and of contract, dry holes, going rate/comparables?
- Analyzing methods of payment
- How much is enough in trying to learn the facts?

12:45 Networking Luncheon for Delegates and Speakers 

2:00 International Enforcement: Prosecutors Speak on Anti-Corruption Enforcement Explosion in Europe and What Makes a Good Case



Mark Mendelsohn
Deputy Chief, Fraud Section
Criminal Division, U.S. Department of Justice

Jean-Bernard Schmid
Deputy Prosecutor General
Republic and Canton of Geneva (Switzerland)

Renaud Van Ruymbeke
Investigating Magistrate
Tribunal de Grande Instance de Paris (France)



Bruce E. Yannett
Debevoise & Plimpton



Nicola Bonucci – Panel Moderator
Director of Legal Affairs
Organisation for Economic Co-Operation
and Development (France)

- Trends in international cooperation among enforcement officials
- Differences among countries' adoption of OECD Convention
- Analysis of recent cases against companies and individuals
- Use of anti-money laundering laws to pursue corruption cases
- The extraterritorial application of European laws
- Compliance monitors in a European context
- Best practices for managing a foreign government investigation

3:15 Refreshment Break

3:30 The Limits of Permissible Payments: Business Promotion, Hospitality, Facilitation and Gifts



Katherine M. Choo
Senior Counsel, Litigation & Legal Policy
General Electric Company



Howard Weissman
Assistant General Counsel – International
Lockheed Martin Corporation

Ethics



Alexandra A. Wrage
President, Trace International



Martin Weinstein – Panel Moderator
Willkie, Farr & Gallagher

- Gifts and meals: defining “reasonable and customary”, and who decides?
- Overcoming challenges of cultural sensitivity: Christmas gifts and “little red envelopes”
- Addressing local law restrictions
- When your agent is picking up the bill: solving problems before they arrive
- Best practices for business travel
- How to handle customer requests for travel
- The frills: first class and family members – when is hospitality permitted?
- Facilitating payments: can’t live with them ... but can we live without them?
- How to balance the need for internal controls with the expectations of customers in their target markets

4:45 **Enhancing the Internal Audit Function to Detect FCPA Violations**



Manny Alas
Partner, Investigations and Forensic Services
PricewaterhouseCoopers



Timothy L. Dickinson
Paul, Hastings, Janofsky & Walker

- What is FCPA compliance auditing?
- How compliance controls and financial controls intersect
- Why and how to incorporate robust FCPA auditing into your compliance programs
- Evaluating the effectiveness of your business conduct guidelines
- Benchmarking your FCPA audit program
- Why you should audit books and records compliance
- The intersection of the audit and legal functions

5:45 **Conference Adjourns for the Day**

THURSDAY, MARCH 27, 2008

8:30 **Opening Remarks from the Chair**

8:45 **Implementing and Monitoring a Global Anti-Corruption Compliance Program**



Julia K. Bailey
Assistant General Counsel, International Transactions and Compliance, Honeywell International



Mary Gill
Senior Corporate Counsel
Flextronics



M. Craig Shepherd
Executive Director & Associate General Counsel,
Global Commercial Operations, Amgen Inc.



Claudius O. Sokenu - Panel Moderator
Mayer Brown

- Resources, tools and techniques leading companies are using to maintain state-of-the-art anti-corruption compliance programs

- Creating a compliance culture and local ownership at home and in foreign operations
- Harmonizing U.S. and foreign anti-corruption compliance obligations
- How to review the performance of the global compliance program
- Establishing local controls to prevent, detect and respond to FCPA issues overseas
- Working with state-owned enterprises and government customers: procedures and limitations that work
- Making the best use of outside counsel and advisors in designing and implementing your global program
- Tailoring FCPA training to the company and region: how to develop a curriculum that reflects your industry and company’s risks area
- The role of the audit committee in creating a compliance culture
- How senior management can credibly instill a compliance ethic
- How to get the message to permeate a large organization

10:00 **Coffee Break** ☕

10:15 **Conducting Pre-Merger (or Pre-IPO) FCPA Due Diligence**



Raja Chatterjee
Global Head, Anti-Corruption Group, Morgan Stanley



Gary DiBianco
Skadden, Arps, Slate, Meagher & Flom



Homer E. Moyer, Jr.
Miller & Chevalier Chartered

- What prospective acquirers should look for in a target’s anti-corruption compliance
 - governing legal framework
 - policies and procedures, training, auditing and internal controls
 - historical risk issues
- What to do if pre-merger due diligence efforts reveal problems
 - evaluating public disclosure obligations under ad hoc and materiality standards
 - pros and cons of disclosure to authorities in relevant countries
 - conducting additional due diligence or investigatory work
 - role of outside counsel and forensic auditors
 - interviews/evidence summaries/real time updates
- Assessing regulatory risks prior to closing and other transactional issues
- Post-closing issues
 - compliance programs and internal controls in the new entity
 - evaluating post-closing disclosure obligations
 - addressing post-closing investigations and regulatory obligations

11:30 **Voluntary Disclosures: How the Government Evaluates Them and What to Include**



William D. Jacobson
Assistant Chief, Fraud Section
Criminal Division, U.S. Department of Justice



Richard Grime
O’Melveny & Myers



Roger Witten
Wilmer Cutler Pickering Hale and Dorr

- Pros and cons of making a voluntary disclosure
- Comparing and contrasting SEC and DOJ approaches
- How government agencies evaluate voluntary disclosures
- What are the aggravating and mitigating factors?
- Tracking the voluntary disclosure
- Fines: how the government determines fines, penalties
- What can be learned from recent voluntary disclosures

12:30 Networking Luncheon for Delegates and Speakers

1:30 Luncheon Address



Alan P. Larson
Chairman of the Board, Transparency International-USA
Senior International Policy Advisor, Covington & Burling

2:00 Conducting Due Diligence of Foreign Third Parties to Minimize Liability Risks



Luis Derrota
Associate General Counsel, Anadarko Petroleum



Cynthia A. Eaton
Compliance Manager, AAI Corporation



Susan Ringler
Senior Counsel for International Compliance
ITT Corporation



John E. Davis
Miller & Chevalier

- Due diligence: how to design and implement for a prospective foreign third party relationship
- What enforcement agencies will expect you to have in your files
- What to do when your company is proceeding in the face of a known risk involving a third party
- How concerned should you be about local law?
- Reducing risks when political pressure from government officials to use a specific commercial intermediary
- Your good work has uncovered a "red flag" - now what?
- Is it possible to rehabilitate an intermediary with a shady past? Do you need to?
- Do contractual provisions, certifications and audit rights solve the problem?

3:15 Refreshment Break

3:30 Managing the PR Impact of an Investigation or Voluntary Disclosure



F. Joseph Warin
Gibson Dunn & Cutcher



The Honorable Stanley Sporkin
US District Court Judge (Ret.)
Senior Partner, Freeh Group International

- What makes an investigation media-worthy?
- How to control the media frenzy
- Limiting company exposure once news hits
- What to tell the press and investors
- Minimizing the negative impact on management and employees

4:30 The Intersection of Anti-Corruption and Anti-Money Laundering: Combining Internal Controls and Procedures to Reduce Risk



Martha McCann-Lazor
Chief Compliance Officer
GE Oil and Gas, Vetco Gray



Kathryn S. Reimann
Senior Vice President and Chief Compliance Officer
Citigroup



Jane Wexton
Duane Morris LLP

- How US companies are equally at risk overseas: extraterritoriality of US FCPA and US criminal anti-money laundering Law 18 USC 1956-57
- How due diligence focused on anti-money laundering yields red flags for corruption cases
- Jurisdictional clues in exposing criminal intent for FCPA and money laundering
- China's response to public corruption: new Chinese criminal anti-money laundering laws
- Training a non-financial company to prevent both money laundering and corrupt payments with the same procedures
- Focusing compliance risk assessments on money laundering and corrupt payments
- Criminal money laundering laws are not just for financial institutions - how do you pay your agents and third party intermediaries?

5:30 Chairs' Closing Remarks and Conference Ends

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CPE ACCREDITATION

ACI will apply for Continuing Professional Education credits for all conference attendees who request credit. There are no pre-requisites and advance preparation is not required to attend this conference.



Course objective: Update on FCPA enforcement actions and how they impact compliance programs. Recommended CPE Credit: 16.5 hours; 4.0 hours will apply to workshop participation.

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To request credit, please check the appropriate box on the Registration form.

A

9:00 a.m. to 12:30 p.m. (Registration Opens 8:30 a.m.)

THE FUNDAMENTALS OF FCPA COMPLIANCE: THE FOREIGN CORRUPT PRACTICES ACT DEMYSTIFIED



Kinga E. Doris
Division Counsel-Eastern Hemisphere
Pride International, Inc.



Dale Turza
Cadwalader Wickersham & Taft



H. Lowell Brown

Do you need an immersion in the FCPA and the elements involved in the key cases? This highly rated pre-conference workshop is designed to provide you with a comprehensive introduction to FCPA and cover all the bases: the anti-corruption and anti-bribery elements of the statute, internal controls and accounting requirements, and intersections with Sarbanes-Oxley and SEC reporting requirements. Delegates consistently give it top marks for both content and presentation.

This interactive and practical working session brings together highly experienced attorneys from the anti-corruption, internal investigations and compliance/controls bar. They will discuss core issues related to the statute and focus on the “nuts & bolts” and supply you with a foundation for dealing with day-to-day issues, including:

- Who is covered by the FCPA?
 - what constitutes a “instrumentality”
 - what constitutes a “government owned entity”

- Permissible and impermissible payments
 - anything “of value”
 - facilitating payments: limits on “grease”
 - political contributions
 - charitable contributions
- What constitutes activity deemed to “obtain or retain business”?
- Reasonable and bona fide expenses under the statute
- What triggers U.S. government anti-bribery investigations?
- Books and records requirements: a potential “Achilles Heel” for compliance
- Internal controls inaccuracies and public disclosure under the FCPA
- The FCPA paper trail: inaccurate books and records
- The intersection of Sarbanes-Oxley and FCPA
- The legal elements in the most significant cases from the past year: the stakes
- Fundamentals of an FCPA compliance program

Whether you are new to the field of FCPA or are a seasoned veteran with substantial experience seeking a comprehensive refresher, you will find this workshop invaluable for getting up to speed and maximize your benefit from the advanced discussions that are the hallmark of the main conference.

B

1:30 p.m. to 5:00 p.m. (Registration Opens 1:00 p.m.)

CONDUCTING AN EFFECTIVE FCPA COMPLIANCE ASSESSMENT



Margaret Ayres
Davis, Polk & Wardwell



Kathleen E. Troy
Senior Counsel
Raytheon Company

Stephen R. Rosen
Former Vice President Law
Alcatel-Lucent

Risk assessment is the starting point for determining the incentives and opportunities that could lead to an FCPA violation, and the appropriate responses. Participants in this interactive workshop will examine practical steps for designing an effective process to assess the risks presented in the internal and external environments in which the company operates.

With emphasis on the key operational risks presented by international business representatives, participants will then consider how to move from assessment to response.

- What is the process for conducting a risk assessment?
- How often should you perform the assessment, and when can you quit?
- Who should conduct, and whom should they talk to?
- Types of documentation to review/create
- What can you reasonably do to mitigate risks, once identified?
 - criteria for selection of international business representatives
 - procedures for vetting, monitoring and re-qualifying
 - training of company sales and marketing personnel
 - establishing review thresholds as the size and/or percentage of proposed commissions grows
- How can you evaluate the effectiveness of your response?

C

9:00 a.m. to 12:30 p.m. (Registration Opens 8:30 a.m.)

OVERCOMING FCPA COMPLIANCE CHALLENGES IN NIGERIA



Lucinda A. Low
Steptoe & Johnson LLP



Jay Martin
Vice President, Chief Compliance Officer
& Senior Deputy General Counsel
Baker Hughes

The Nigerian market is an attractive one to US businesses for many reasons, including its large population and natural resources, particularly oil and gas. Nigeria has also, however, been associated with a large number of recent FCPA enforcement actions, including the Vetco Gray cases in 2004 and 2007, the cases against former Willbros personnel Jim Bob Brown and Jason Steph in 2006 and 2007, the Bristow Group case in 2007, the indictment of Congressman Jefferson in 2007, and others. Many pending investigations reportedly involve Nigeria, including the Halliburton investigation and other oil industry investigations involving customs brokerage issues. Some companies have announced their intentions to cease doing business in Nigeria, and the press has questioned whether the current enforcement climate, especially when coupled with

other challenges such as security, make it impossible to do business there. At the same time, Nigerian authorities are making serious efforts to combat corruption in government and the private sector.

This workshop will address these questions, and the challenges of doing business in Nigeria in a way that complies with the FCPA, and other applicable laws, including local laws. Topics to be addressed include:

- Is Nigeria a unique case in FCPA terms?
- Determining local law and tracking its evolution
- Nigerian anti-corruption enforcement, including the Economic and Financial Crimes Commission's program
- Due diligence strategies for third parties in the Nigerian market
- Handling threats to safety/security in an FCPA context
- Operational strategies
- Special challenges of investigations

D

1:30 p.m. to 5:00 p.m. (Registration Opens 1:00 p.m.)

OVERCOMING FCPA COMPLIANCE CHALLENGES IN RUSSIA AND THE CIS



Lina Braude
Baker & McKenzie



Richard N. Dean
Baker & McKenzie



Thomas J. Meek
Global Director, Compliance
Alcoa, Inc.

Problems of corruption in Russia for foreign investors have increased dramatically in the last several years. Allegations of bribes required by government officials directly and through intermediary companies are rampant.

This workshop will demonstrate how business can be done in Russia and the other countries in the CIS without violating anti-corruption and related legislation. The panelists are experienced in structuring transactions, implementing compliance procedures

and developing appropriate oversight mechanisms to minimize the risk of corrupt payments. The panel will cover the following topics:

- Evaluating the compliance of CIS subsidiaries, branches and offices with applicable anti-corruption laws and detecting potential problems
- Understanding the criteria for the selection of intermediaries in light of the particular due diligence challenges of the CIS markets
- Explaining local anti-corruption legislation and its enforcement
- Addressing the cultural problems in these countries which undermine compliance initiatives
- Discussing the problems of compliance that arise in the acquisition of companies in the CIS
- Understanding how to develop, implement and oversee effective compliance policies in the CIS countries

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THE PREMIER LEGAL & REGULATORY ANTI-CORRUPTION COMPLIANCE EVENT

- A** The Fundamentals of FCPA Compliance: The Foreign Corrupt Practices Act Demystified
- B** Conducting an Effective FCPA Compliance Assessment
- C** Overcoming FCPA Compliance Issues in Nigeria
- D** Overcoming FCPA Compliance Challenges in Russia and the CIS

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