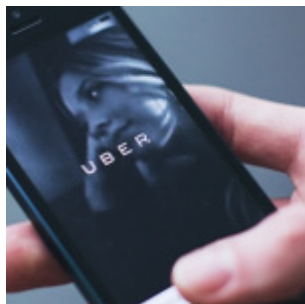


# Uber Looking for New General Counsel Amid Increasingly Dicey Legal Issues



Uber has picked an interesting time to shuffle the top ranks of its legal team. points out [Johana Bhuiyan](#) at [recode.net](#).

A company email indicates that CEO Travis Kalanick said he plans to search for an external hire to fill the role. The general counsel search started after Uber moved its longtime general counsel, Salle Yoo, to chief legal officer.

Uber is facing a federal Department of Justice probe as well as a major lawsuit from Alphabet.

“Given Uber’s myriad of thorny legal issues, along with an ongoing investigation into allegations of pervasive sexism and sexual harassment, that search should be an interesting one for the company to conduct,” writes Bhuyan.

[Read the recode.net article.](#)

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# [Managing Partners Say Their Lawyers Are Underperforming and Slow to Change](#)

Bloomberg Law [reports](#) on a survey of nearly 400 managing partners and chairs, finding that the leaders of Big Law firms in the U.S. don't seem to be very happy with recent changes – or lack thereof – in their firms.

“In response to survey questions posed by legal management consulting firm Altman Weil, 88 percent of respondents said they have chronically underperforming lawyers, 61 percent said overcapacity is diluting their profitability, and 65 percent said their partners resist most efforts to change how to they do business,” writes [Stephanie Russell-Kraft](#). “This comes at a time when most (72 percent) law firm leaders said the pace of change in the legal industry will only continue to increase in the coming years.”

One of the findings is that business is moving in-house, and managing partners recognize that: 67.9 percent of respondents said they are already losing business to in-house legal departments.

[Read the Bloomberg article.](#)

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# Forum: Examine the Risks and Rewards for Cross-Border Deals



Bloomberg BNA and World Services Group are partnering to deliver business intelligence, drawn from market-leading news and data analysis, tailored for the advisers of international business.

The forum will be at Bloomberg LP's office at 120 Park Ave., New York 10017, on Tuesday, June 20, 2017. A pre-forum briefing will be 1-3 p.m., and the forum will be 3-5 p.m.

The [Cross-Border Deals Forum](#) will explore strategies for handling business and regulatory challenges impacting the industry, including:

- Tax reform, trade agreements, and policy shifts;
- Cross-border risk assessment;
- Expanding privacy and data security requirements; and
- Market and industry opportunities to watch.

Connecting deal-makers with a global group of peers and actionable insights, the Cross-Border Deals Forum covers the market shifts, opportunities and long-term trends executives are watching, and the political and regulatory changes affecting cross-border success.

[Request an invitation.](#)

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# Dubious Corporate Practices Get a Rubber Stamp From Big Investors



Institutional asset managers carry enormous clout across corporate America. So it's unfortunate that so many of these managers choose to support the status quo for boards, even when investors are ill served, points out [\*The New York Times\*](#).

As an example, writer [Gretchen Morgenson](#), discusses the case of Arconic, the industrial metals company that spun off Alcoa in November. Some of its directors are facing a proxy challenge to be decided at the company's next annual meeting.

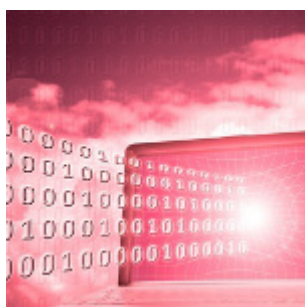
Giant hedge fund Elliott Management is behind the challenge, following years of declining sales, rising losses and a subpar stock performance at Alcoa.

As Morgenson explains, "The structure of Arconic's board – and Alcoa's before it – is investor-unfriendly. It is what's known as a classified board, in which directors' terms are staggered, protecting them from being voted out en masse."

[Read the NYT article.](#)

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# Success Factors for Compliance During Office 365 Migration



Zapproved has published a solution brief about how to keep legal preservation during Microsoft Office 365 migration. The free brief [can be downloaded](#) from Zapproved's website.

The duty to preserve does not cease when an organization migrates data systems, Zapproved says on its website. In fact, not only does the duty persist, but it becomes more complex.

Corporate legal teams must collaborate with IT to define a migration plan with processes that defensibly preserve data despite the complexity of a hybrid data world with half in the cloud and half on premise. Since data is not in one place, dual processes are required to ensure compliance is maintained throughout migration.

“In-House Elevated: Close the Gap on Office 365 E-Discovery Success,” by Zapproved Senior Product Manager Sarah Thompson addresses what legal and IT teams will need to consider to safely protect discovery data and manage preservation during and after migrating to Office 365.

[Download the publication.](#)

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# Benchmarking Your Policy & Procedure Management Program in 2017

NAVEX Global will present a [complimentary webinar](#) announcing the recent results from its new Ethics and Compliance Policy & Procedure Management Benchmark Report on May 25, 10 AM PT / 1 PM ET.

The report presents some interesting findings around legal actions related to policies – including the pivotal role policies play in the resolution of regulatory actions. In fact, while the average cost per legal action was \$53,522, nearly half of survey respondents avoided and/or reduced this cost due to an effective policy management program, NAVEX reports on its website.

This webinar will cover:

- Essential elements for an effective policy management program
- If your current practices are protecting your organization or putting it at risk
- How to reduce cost by using policy & procedure management software

[Register and receive a free copy of the report following the webinar.](#)

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# Study: Most CCOs Don't Review Incentive Risks



[Matt Kelly](#) of [Radical Compliance](#) writes about a new report from the Society of Corporate Compliance & Ethics finds that most chief compliance officers don't review incentive-based compensation for possible misconduct risk.

He calls this an alarming conclusion, since incentive pay is often what causes misconduct in the first place.

“According to the report, which surveyed more than 400 compliance professionals, only 23 percent have opportunity to review management incentive plans before senior executives approve those plans; another 8 percent could review the plans after approval,” he writes. “A whopping 52 percent said they never review management incentive plans at all.”

[Read the article.](#)

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# [Report: Uber Fired In-House Lawyers for Seeking Advice From Outside Firms](#)

*San Francisco Business Times* [is reporting](#) that Uber fired two of its lawyers late last year after they sought advice from other law firms, a move Uber reportedly considered a fireable offense.

Reporter [Alisha Green](#) follows up on a report from *The Information* that says the lawyers reached out for input on proposed policy changes at the San Francisco-based ride-hailing giant related to how long internal documents and company data are retained. The firings were “followed by the departure of three other lawyers over the next few months.”

The article continues:

The unrest in Uber’s litigation team was apparently sparked by a proposal from Uber’s general counsel related to “how the company handles corporate documents and other company data,” according to *The Information*.

“The two lawyers had expressed concerns to some colleagues about the new policy, according to two people briefed about the issue. The specific concerns couldn’t be learned. The lawyers contacted several outside law firms to solicit an opinion about the proposed policy, a move that Uber deemed to be a breach of their responsibilities to the company, these people said.”

[Read the SF Business Times article.](#)

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# Just Released: Study of Effective Legal Spend Management



In its new [Study of Effective Legal Spend Management](#), Exterro reveals how more than 50 in-house legal decision makers are leveraging new strategies for reducing legal spend at their organizations.

More than 20 legal spend management techniques are analyzed and compared against one another, giving readers the needed insight for effectively minimizing legal costs within their own legal departments, the company says on its website.

The study provides:

- **Insight** on how leading legal departments are managing spend and controlling costs
- **Survey results** on frequently asked legal spend questions
- **New strategies** for controlling your legal spend at your organization

[Download the complimentary report.](#)

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# Paul Wassgren Joins DLA Piper's Corporate Practice in Los Angeles

[DLA Piper](#) recently announced that Paul Wassgren has joined the firm's Corporate practice as a partner in Los Angeles.

Wassgren advises a array of clients, from individual entrepreneurs to domestic companies to multinational and publically traded corporations on securities, project and real estate finance, mergers and acquisitions and general corporate matters.

"Paul's impressive domestic and international experience and familiarity with corporate law across multiple jurisdictions will provide value to our clients," said John Gilluly, DLA Piper's US chair of the Corporate practice. "Paul is a great addition to our global platform, and given his work in Los Angeles over the past several years, he'll also further strengthen our growing West Coast team."

Prior to joining DLA Piper, Wassgren was a partner at Fox Rothschild LLP in Los Angeles, where he counseled clients doing business around the world, including China, Australia, Mexico, Belize and India, in a range of corporate matters. He also previously worked in business development for a biotechnology research and development company.

"Paul has developed an extensive network of relationships, in the Southern California region, as well as nationally and internationally, that will enable us to better serve clients in a wide range of industries and matters not only in Los Angeles but on our global platform," said Perrie Weiner, co-

managing partner of DLA Piper in Los Angeles. “We believe his background in biotechnology, real estate and securities, among others, not only complements our existing practice groups but will further enhance what is an already strong Corporate group in California.”

Wassgren’s arrival follows the additions of corporate partners Michael Brown (San Diego) and Brandee Fernandez (Silicon Valley) in California in the past several months.

Wassgren received his J.D. and M.B.A. from Oxford University, and his B.A. from Pepperdine University.

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## [Governance Challenges 2017 – Complimentary Report](#)



The National Association of Corporate Directors annually collaborates with its five strategic-content partners to provide guidance for boards of directors on a hot-button governance issue. This year’s topic is ***ESG, or environmental, social, and governance oversight*** – an issue that strongly impacts corporate sustainability.

The NACD has made the report available [for downloading](#) at no

charge.

The report provides ESG guidance in order to help directors:

- ensure the board and executive team have the right skills for driving ESG performance;
- connect environmental and social issues to the company's business mission;
- communicate the company's environmental and social efforts to investors, and to stakeholders;
- understand the financial impact of climate risks and improve related disclosures; and
- link compensation to financial results and ESG factors.

[Download the report.](#)

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## [Kim Technologies Launches Intelligent Legal Operations Platform](#)



Kim Technologies has announced the launch of its [Intelligent Legal Operations Platform](#), which allows in-house teams to automate various law department processes quickly and easily without the need for IT development or coding.

The award-winning Kim platform is already being used by a number of Global 100 companies for activities ranging from

contract and in-life management, litigation and employment, to compliance, patents and property. More information can be found [here](#).

Real world examples of how global law departments are using the technology will be demonstrated by in-house leaders at two sessions during the Corporate Legal Operations Consortium in Las Vegas May 9-11.

And the developer will present a complimentary forthcoming webinar at 11.30 ET on May 25: *How Kim's no-code AI platform is transforming legal departments around the globe.*

[See details of the new platform.](#)

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## [Creating Material Wealth for Business Owners & Labor with ESOPs](#)

**Bloomberg  
BNA**

Bloomberg BNA, PKF O'Connor Davies LLP, Prairie Capital Advisors, and Sadis & Goldberg LLP will present an [exclusive live event](#) on using employee stock ownership plans (ESOPs) to support growth and ownership transition strategies.

The event will be Thursday, June 1, 2017, 3-5:15 p.m., with a reception to follow. The location will be at Bloomberg LP, 120 Park Ave., New York, NY 10017.

On its website, Bloomberg says this program will explore all of the ways in which a business can utilize ESOPs to create favorable conditions for financing, allow for acquisitions, attract top talent, and generate wealth for both owners and employees.

ESOPs are commonly used by an owner seeking to retire, however, in today's business market of successful start-ups, there's an opportunity to consider them earlier in the lifecycle of the company. ESOPs, when done properly, may position the company for financing, allow for acquisitions, help attract and retain top talent in a competitive environment, and create wealth for owners and employees.

[Register for the event.](#)

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## [2nd Annual CLOC Institute Set for Las Vegas May 9-11](#)

The Corporate Legal Operations Consortium will hold its [2nd Annual CLOC Institute](#) on May 9-11, 2017 at Bellagio Resort in Las Vegas.



Known as the largest gathering of legal operations professionals in the world, this year's conference will

feature more than 70 sessions and 120 speakers. More information can be found in a press release [here](#).

To see a list of all the sessions, [click here](#).

Some session highlights and speakers include:

- “Was It Something I Said?: Advanced Workshop on the Role of Personality in a Successful Law Department,” featuring Larry Richard of LawyerBrain (pre-session on May 8);
- “The Future is Closer Than You Think: A Conversation with Richard Susskind,” featuring Richard Susskind, author of “Tomorrow’s Lawyers”;
- “Legal Operations Maturity Model: How Do You Rate?”;
- “Beyond the Hype about AI: Practical Applications of Artificial Intelligence in Today’s Law Department”;
- “Knowledge Management: What, Why and How”; and
- “Big Thinker Panel: CLOC’s Magna Carta for the Corporate Legal Services Industry,” (two-part session).

[Register for the event.](#)

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**Not an Inside Job: How Two Analysts Became SEC Whistleblowers**



Reuters tells [the story](#) of how two analysts who liked to swap notes on numbers they thought looked odd took a fateful step and tipped off U.S. regulators about a company that one of them had watched for months.

The story is illustrated with the case of Orthofix International NV, a Texas-based medical device maker that kept hitting ambitious earnings targets and many analysts had “buy” recommendations for the stock.

One of the analysts had a feeling about the company, noticing its earnings reports showed it was taking longer than usual for the company to get paid by wholesale customers, invoices were piling up and executives struggled to offer a convincing explanation, saying logistical problems at foreign offices were partly to blame.

Reporter [Sarah N. Lynch](#) tells how that analyst spent months tracking quarterly reports and earning calls, using algorithms to compare Orthofix’s ratios and patterns of sales and inventory turnover with financial data of its peers.

“By entering the SEC whistleblower program the duo showed how outsiders with analytical skills and tools and time to spare can accomplish what is typically done by those with inside access to confidential information,” Lynch writes.

The two could win as much as \$2.5 million for their whistleblowing.

[Read the Reuters article.](#)

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# Big Law Business Summit Set for May 24

Bloomberg Big Law Business will host its 3rd annual Summit in Manhattan.

Bloomberg  
Law

**BIG LAW BUSINESS**  
Summit 2017

The event will be Wednesday, May 24, 2017, at Bloomberg LP, 731 Lexington Ave., New York, NY 10022, from noon until 6 p.m. A networking lunch and cocktail reception will be included.

Attendance is by invitation only. Anyone interested in an invitation may [submit a request](#).

The [agenda is available](#) online.

Some of the speakers will include:

- **Peter Beshar**, Executive Vice President and General Counsel, Marsh & McLennan Companies
- **Matthew Cooper**, Executive Vice President, Head of Legal, Capital One Financial
- **Stephen Cutler**, Vice Chairman, JPMorgan Chase
- **Eric Grossman**, Chief Legal Officer and Managing Director, Morgan Stanley
- **Deborah Kaback**, Chief Legal Officer, Oppenheimer Asset Management
- **Aristedes Mahairas**, FBI Special Agent in Charge, Special

Operations/Cyber Division, New York Office

- **Manisha Sheth**, Executive Deputy Attorney General for Economic Justice Division, Office of the New York State Attorney General
- **Patrick Speice**, Assistant General Counsel, Regulatory and Compliance, United States Steel Corporation
- **Mary Jo White**, Senior Chair, Debevoise & Plimpton

[Request an invitation here.](#)

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## [Theranos Investors Say They Were Pressured to Abandon Lawsuit](#)

Theranos Inc. investors accused the company of threatening to file for bankruptcy protection if they don't agree to give up their rights to sue the firm over its flawed blood-testing business, [reports Bloomberg Law](#).

Reporters Jef Feeley and Caroline Chen write that officials of Partner Investments LP and two other funds, which invested more than \$96 million in Theranos preferred shares, said a lawyer representing the privately held medical-testing company suggested it would seek Chapter 11 protection if the investors won't abandon their lawsuit and accept more equity instead.

Theranos officials have disputed the investors' claims, saying they discussed the exchange offer with investors before the suit was filed.

“Having said it will no longer sell tests to consumers after running into trouble with U.S. regulators, Theranos and Chief Executive Officer Elizabeth Holmes are fighting for the company’s life,” according to Bloomberg. “It’s facing multiple suits by investors who claim they were misled about the technology and want their money back, and it is refocusing on research.”

[Read the Bloomberg article.](#)

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## [4th Big Law Business Diversity Symposium Set for May 10](#)



Bloomberg Big Law Business is convening leaders of corporate legal departments and law firms to address the diversity and inclusion challenge at a unique invitation-only event – the [4th Big Law Business Diversity Symposium](#).

The event will take place 8-10 a.m. Wednesday, May 10, 2017, at Bloomberg Government, 1101 K St NW, Suite 500, in Washington, DC 20005.

Request your invitation today to attend sessions such as:

### **Leading the Profession: Success Stories**

Corporate legal departments see the most successful relationships when their goals and their law firm's priorities are aligned. Hear how peers are approaching this effort and measuring success.

### **Inspiring Accountability: A Workshop**

Big Law Business will facilitate a workshop on how to have the tough conversations on accountability for diversity and inclusion measures. Explore solutions to inspire leaders to create the incentives, models, and structures to increase diversity and stronger inclusion of ideas and skills in the profession.

### **Symposium Wrap-Up**

Accountability measures that resonate: how the workshop results match back to traditional measurements of progress in the diversity of the legal profession.

The event is sponsored by Major, Lindsey & Africa and Quarles & Brady.

[Request an invitation.](#)

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[\*\*Download: Connecting the General Counsel and the Board\*\*](#)



The National Association of Corporate Directors has published a guide that reviews the three main indicators of an effective partnership between the general counsel and the board. The guide is available for [free downloading](#).

Those three indicators include:

- aligned role expectations
- open and direct communication
- enhanced dialogue on risk oversight

Over the past few years, the role of the general counsel has grown in both scope and stature, the NACD says on its website. Once seen purely as legal advisors, many general counsel now spend much of their time serving as strategic advisors, regularly providing strategic direction to the CEO and to the board of directors.

General counsel should recognize that directors' expectations of them go beyond their traditional legal role and that their unique legal and ethical perspective strengthens their ability to help mitigate organizational risk.

[Download the guide.](#)

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# 16th Annual Compliance & Ethics Institute Set in Las Vegas



More than 1,700 compliance professionals are expected to attend the [16th Annual Compliance & Ethics Institute](#) in Las Vegas Oct. 15-18, 2017.

The event – at Caesars Palace – will be presented by the Society of Corporate Compliance & Ethics Institute.

The agenda calls for more than 150 speakers in more than 110 sessions.

Learning tracks will include ethics, risk, case studies, compliance lawyer, multi-national/international, IT compliance, general compliance/hot topics, and advanced discussion groups.

New for 2017 is a full-day pre-conference workshop on building professional skills.

[Register for the event.](#)