



**Earn up to 7 Hours MCLE Credit
Including One Hour of Ethics
Earn up to 7 Hours CPE Credit**

3rd Annual Seminar!

Internal Investigations

Evaluating & Responding to Claims of Alleged Misconduct

December 2, 2005 • Grand Hyatt Hotel • Downtown Denver

Who Should Attend:

- Attorneys and Legal Staff
- Auditors
- Accountants
- Corporate Officers and Directors
- Human Resource Personnel
- Private Investigators
- Internal Auditors
- Managers
- In-House Counsel
- Compliance Officers
- Government Officials

... and anyone interested in and affected by internal investigation issues!

Dear Colleagues,

A series of scandals has rocked the business world. These scandals triggered a wave of investigations by law enforcement authorities, regulators and private parties. Internal investigations of alleged wrongdoing are critically important. When an investigation arises, you must understand how to evaluate claims of misconduct, how to investigate alleged misconduct, and what to do with the information that you collect.



Edwin P. Aro, Esq.
Program Chair

This Seminar will bring together a faculty of leading experts to examine the investigation process. Special guest Randall Fons, Regional Director, Central Region of the Securities and Exchange Commission, will discuss "The Regulator's View: Ensuring that Your Client is 'Cooperating' with the SEC." The region's leading legal experts will address legal, regulatory and business issues facing companies today. Steven Silvers, director of GBSM Corporate Communications Group, will explain how to manage the media during an investigation. Whether you are a corporate officer, a corporate management professional, a human resource professional, a financial professional, a government official, in-house counsel, outside counsel, or a regulatory attorney, this Seminar will offer practical insight into issues of importance to you.

I am pleased to bring you this unparalleled Seminar, and look forward to seeing you there!

Edwin P. Aro, Esq.
Hogan & Hartson, Denver
Program Chair



Visit our website at cle.com for a complete listing of MCLE requirements in all states. You will also find a schedule of our upcoming conferences and a listing of available homestudy courses.

Register Online at www.cle.com or Call (800) 873-7130
Seminar Schedule and Speaker Biographies Inside



Morning 8:30 a.m. – 12:00 p.m.

Afternoon 1:15 p.m. – 5:00 p.m.

- 8:30 Registration and Continental Breakfast
- 9:00 **Welcome and Introduction**
Edwin P. Aro, Esq., Program Chair
Hogan & Hartson, Denver
- 9:05 **Investigations 101**
Organizing and Executing an Effective Investigation
Edwin P. Aro, Esq., Program Chair
- 9:45 Morning Break

- 1:15 **Managing Internal and External Constituencies**
Counseling Corporate Clients Through the Process
Thomas L. Strickland, Esq.
Hogan & Hartson, Denver
- 2:00 **Ethical Considerations for the Investigator and Investigated**
Avoiding Potential Pitfalls
John F. Walsh, Esq.
Hill & Robbins, Denver
- 3:00 Afternoon Break
- 3:15 **The Law of Investigations**
The Role of Privilege, Privacy Regulation and Data Preservation in Internal Investigations
Gregory E. Goldberg, Esq.
Holland & Hart, Denver

- 10:00 **Keynote Panel Presentation—The Regulator's View**
Ensuring that Your Client is "Cooperating" with the SEC
Randall J. Fons, Esq.
Regional Director, Central Region
Securities and Exchange Commission, Denver
August William "Bill" Ritter, Jr., Esq. and
Daniel F. Shea, Esq.
Hogan & Hartson, Denver

- 4:00 **Challenges Faced by the In-House Lawyer**
Saving the Company and Your Job While Staying out of Jail
Kelley A. Howes, Esq.
Senior Vice President and General Counsel
Janus Capital Management, Denver
Kevin M. Kuznicki, Esq.
Associate General Counsel
Carrier Access, Boulder
Linda K. Wackwitz, Esq.
Executive Vice President
Chief Legal Officer and Secretary
Quovadx, Denver
- 5:00 Evaluations and Adjourn

- 11:15 **Managing the Media**
Case Studies in How (and How Not) to Handle Media Attention During an Investigation
Steven Silvers, Principal and Director
GBSM Corporate Communications Group, Denver
- 12:00 Lunch Break



Ethics Ski Train — Friday, December 30, 2005

Earn One Ethics Credit!

Topic: "How the Rules of Professional Conduct Control and Guide Our Behavior in Depositions"

Speaker: Patrick O'Rourke, Esq.
Montgomery, Little & McGrew, Denver

Boarding begins at 6:30 a.m.

Depart Denver 7:15 a.m.

Arrive Winter Park: 9:30 a.m.

Depart Winter Park: 4:15 p.m.

Arrive Denver: 6:30 p.m.

CLE and Ski!

The Ski Train began in 1940 and is beginning its 66th year of trips to Winter Park. In a little over two hours, the 56-mile route heads west out of Denver along South Boulder Creek, past Pinecliffe and then Rollinsville. During the 4,000-foot ascent, see alpine wilderness and vistas you won't see anywhere else. Pass through 28 tunnels before reaching the Moffat Tunnel, the highest railroad tunnel in the United States, and passes under the Continental Divide. The train stops less than 100 yards from the base of the lift. Then get ready for a day of great fun whether it's skiing, snowshoeing, cross-country skiing, or snowmobiling.

\$139 includes deluxe private club-car transportation, course materials, continental breakfast, snacks and soft drinks.

To register, visit www.cle.com/ski.

Internal Investigations
Friday, December 2, 2005

meet your **faculty**

<p>Program Chair</p> <p>Edwin P. Aro co-chairs his firm's litigation group. He is a trial lawyer who represents companies and individuals in government investigations and enforcement actions. He also routinely conducts internal investigations, and he handles lawsuits and arbitrations involving intellectual property rights, corporate governance, business torts, lender liability claims and employment-related disputes.</p>	<p>Kevin M. Kuznicki is associate general counsel of a public company, which provides consolidated access technology to streamline communication network operations.</p> <p>August William "Bill" Ritter, Jr., focuses on representing clients in complex commercial and securities-related litigation, as well as internal and regulatory investigations. As a former Denver District Attorney, he has extensive litigation experience, and has prosecuted a wide range of cases, including a number of grand jury investigations and other complex criminal investigations.</p>	<p>Thomas L. Strickland is his firm's managing partner, and his practice involves a wide range of legal areas, including telecommunications, natural resources, public lands, transportation, real estate, environmental matters, government relations and business finance. Previously, he served as United States Attorney for the District, and twice earned the democratic nomination in the race for the United States Senate. He also served as director of policy for Governor Richard Lamm, chaired the Colorado Transportation Commission, and represented the Denver Metro Chamber of Commerce.</p>
<p>Keynote Presenter</p> <p>Randall J. Fons oversees enforcement and regulatory programs throughout the SEC's Central Region. He previously served as the Regional Director of the SEC's Southeast Regional Office. He joined the Commission in 1988 as a staff attorney, and served as a Branch Chief, Senior Trial Counsel, Assistant Regional Director and Senior Associate Regional Director.</p>	<p>Daniel F. Shea co-chairs his firm's litigation group, and is a member of his firm's corporate, securities and finance group. His practice includes: white-collar criminal and complex civil litigation; SEC, NYSE and NASD enforcement proceedings; internal investigations; corporate governance; and broker-dealer/investment compliance. He was previously the director of the central region for the SEC, where he managed the activities of three offices responsible for enforcing the federal securities laws in 11 states.</p>	<p>Linda K. Wackwitz is Executive Vice President, Chief Legal Officer and Secretary of her company, a publicly traded global software and services firm. Previously, she was a partner in the commercial law and securities group of Holmes Roberts & Owen's Boulder and Denver offices, where her principal clients were rapidly growing technology companies. She currently serves on the national board of directors of the Society of Corporate Secretaries and Governance Professionals.</p>
<p>Gregory E. Goldberg is a partner in his firm's government investigations, white-collar defense, and corporate compliance practice group. He represents companies and individuals in responding to government investigations, regulatory inquiries and requests for documents and information. Previously, he served as an Assistant U.S. Attorney.</p> <p>Kelley A. Howes is Senior Vice President and general counsel of Janus Capital Management, and oversees all legal matters related to Janus' management of registered and unregistered investment companies, its sub-advised business and its private account business. She is vice president, general counsel and secretary of the Janus Funds.</p>	<p>Steven Silvers is principal and group director of his management consulting and corporate communications firm. He has 25 years' experience helping business, government agencies and nonprofits prepare for and respond to the challenges of mergers and acquisitions, SEC action, litigation, leadership change, activist protests, bankruptcies, investigative media, sudden crises and other complex scenarios. He has also held communications management positions at the Pentagon, Texas Instruments, Ogilvy Public Relations and Hill & Knowlton.</p>	<p>John F. Walsh focuses his practice on complex civil litigation, particularly in the securities and antitrust fields, class actions, internal investigations and the defense of white-collar criminal investigations. Formerly a partner at Holland & Hart, he began his career as Assistant U.S. Attorney. He served as chief of the Major Frauds Section of the U.S. Attorney's Office in Los Angeles, where he prosecuted dozens of criminal securities cases.</p> <p>CLE International Program Attorney: Lisa S. Lindsay, lisa@cle.com.</p>

seminar **information**

<p>Continuing Education Credit</p> <p>MCLE: This course has been accredited by the Colorado Board of Continuing Legal and Judicial Education for a maximum of 7 hours of credit, including one hour of legal ethics.</p> <p>CLE INTERNATIONAL is an approved provider in all states having mandatory CLE requirements.</p> <p>Accountants: This course qualifies for 7 hours of CPE credit in Colorado through the National Registry of CPE Sponsors. NASBA I.D.# 106965.</p> <p>For accreditation in other jurisdictions or disciplines, please contact CLE INTERNATIONAL at (303) 377-6600.</p> <p>Registration</p> <p>Advance registration is recommended, and you are encouraged to mail in your registration early. Or simply call in your registration or home study order to (303) 377-6600, fax the Registration/Order Form to (303) 321-6320, email your registration to registrar@cle.com or register online at www.cle.com. Full payment is due at time of registration. Walk-in registrations will be subject to space availability. Please call CLE INTERNATIONAL at (303) 377-6600 if you require any special accommodations.</p>	<p>Reserve Your Room Early</p> <p>The Seminar will be held at the Grand Hyatt Hotel, 1750 Welton Street, Denver, Colorado 80202. To secure your space and get the best rate, please call Community World Travel at (303) 316-4833 or visit www.communityworldtravel.com.</p> <p>Tuition</p> <p>The tuition fee of \$395 per person includes attendance at all sessions, course materials, continental breakfast and coffee breaks. CLE INTERNATIONAL offers special rates for 501(c)(3) organizations, full-time judges and law students.</p> <p>Save When Two or More Register</p> <p>Save \$90 or more with our multiple registrant discount! Tuition is only \$350 per person for two or more from the same firm.</p> <p>About CLE International</p> <p>CLE INTERNATIONAL, a leading provider of continuing professional education, has been presenting high-quality professional education programs nationwide since 1983. CLE International is a recognized sponsor by the Colorado Board of Continuing Legal and Judicial Education, and in every state with mandatory continuing legal education requirements.</p>	<p>Course Materials</p> <p>Each registrant will receive a set of materials prepared by the speakers especially for this Seminar, which will serve as a valuable future reference. The course materials alone are available for \$95 plus \$10 shipping and handling.</p> <p>Home Study Package</p> <p>If you cannot attend, CLE INTERNATIONAL also offers a complete audio transcript of the Seminar (including all course materials) for \$395 plus \$10 shipping and handling. This package is approved for self-study credit.</p> <p>Cancellation</p> <p>Full tuition refunds (less a \$50 administrative charge) will be given only if notice of cancellation is received by 5:00 p.m. MST on the Friday preceding the Seminar. Substitutions may be made at any time.</p> <p>Sponsorship Information</p> <p>Sponsorship and exhibition opportunities are still available. For more information, please contact Sarah Neenan, Marketing Coordinator, at (303) 377-6600 or sarah@cle.com.</p>
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Today!**

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Denver, CO 80206

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(800) 873-7130
(outside Denver)

3rd Annual Seminar!

Internal Investigations

Legal, Governmental & Corporate Perspectives

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Past Internal Investigation Seminar participants valued their experience:

"Unlike many other day long CLE sessions that I have attended, your session had a very comprehensive and coherent structure from start to finish. It far exceeded expectations. Good job." – **William M. Dudley, Esq., Xcel Energy Services, Golden, CO, 2003**

"I have been an attorney for 25 years and regularly attend national conferences for attorneys. This was the single finest CLE session that I have attended. The speakers were consistently experienced, practical, knowledgeable, conscientious and articulate. They stayed on point and gave many useful suggestions for counsel in highly regulated enterprises. It was both sobering and energizing to attend this session. Thank you!"

– **Kent A. Hansen, Esq., Clayson, Mann, Yaeger & Hansen, Corona, CA, 2005**



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YES! Please register the following:

Name: _____

Name: _____

Name: _____

Firm: _____

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As a friend of the faculty, you are able to receive a special rate of \$350 for this Seminar. Please mention this link when registering to receive your tuition discount.

This form is not for online registration. Please print out this form and fax to 303-321-6320. Or go to the Conference homepage and click the "Register Now!" button.