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

New Seminar!

Internal Investigations

How to React (and Not Overreact) to Allegations of Corporate Misconduct in the New Regulatory Environment

February 25, 2005
Wyndham Anatole Hotel • Dallas

March 21, 2005
Omni Hotel • Houston

Who Should Attend:

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

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

*Employees, Managers and Officers are given access to system resources and corporate data, and this access privilege can be easily abused. **Corporate policy violations**, including Internet misuse, human resource violations, and illegal activities **can be a common occurrence** at many organizations. **Recently enacted laws** such as **Sarbanes-Oxley** mandate that corporations instill **self-policing policies** and **investigation capabilities** to respond to security breaches. These laws also hold management responsible for due diligence and require disclosure of corporate fraud or wrongdoing. Not only must an organization **enact an incident response and internal investigation capability**, but it must utilize proven processes and tools to **obtain evidentiary findings in a forensically sound manner**, which can be provided to law enforcement or legal counsel as required. **And, all of this must occur in a timely fashion with minimal disruption to the business.***

Join us as we examine the **investigative process from beginning to end**, discussing when and **how to investigate**, **how to manage internal and external constituencies who have an interest in the outcome**, and **how to avoid the many pitfalls that surround the investigative process.**



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 Session

Afternoon Session

8:00 Registration

8:30 Welcome and Introduction

Dallas: **K. Lawson Pedigo, Esq., Program Co-Chair**
 Miller Keffer & Pedigo, Dallas

Paul Coggins, Esq., Program Co-Chair
 Fish & Richardson, Dallas

Houston: **Michael Clark, Esq., Program Chair**
 Hamel, Bowers & Clark, Houston

8:45 The Nuts and Bolts of a Public Company Investigation

Hot Topics in Corporate Investigations: New Enforcement Paradigm; Cooperation with the Government; Vanishing Attorney-Client and Work Product Privilege; Dealing with State Regulators

Dallas: **Terence Hart, Esq.**
 Munsch Hardt, Dallas

K. Lawson Pedigo, Esq., Program Co-Chair

Houston: **Gregory Hill, Esq., and Paul Pryzant, Esq.**
 Locke Liddell & Sapp, Houston

9:30 Investigations: The Government's View

How, and How Not, to Handle Them

Dallas: **Harold F. Degenhardt, Esq. District Administrator**

Securities and Exchange Commission, Fort Worth

Houston: **Eric Reed, Esq.**
 U.S. Attorney's Office, Houston

10:15 Morning Break

10:30 The Vultures Are Circling

Protecting and Leveraging Corporate Reputation in an Investigation

Dallas: **Thomas Mills, Esq.**
 Mills & Williams, Dallas

K. Lawson Pedigo, Esq., Program Co-Chair

Houston: **Michael Clark, Esq., Program Chair**
Mark Robeck, Esq.
 Baker Botts, Houston

11:15 Managing Corporate Interests During Parallel Proceedings

Protecting the Company, Its Board, and Its Committees

Dallas: **Charles Meadows, Esq.**
 Meadows Owens, Dallas

Earl Tomlinson, CFE
 Citigate, Dallas

Max Wayman, CFE
 Max M. Wayman & Associates, Dallas

Houston: **David Gourevitch, Esq.**
 Law Office of David Gourevitch, New York
Patrick Zummo, Esq.
 Zummo & Mitchell, Houston

12:00 Lunch Break

1:15 Featured Presentation

Dallas: **Cybercrime**
 Prosecuting Cases Involving Hacking and Network Disruption
Paul Coggins, Esq., Program Co-Chair

Houston: **An Era of Corporate Mismanagement**
 What We Can Learn from Enron and Other Recent Corporate Scandals

Philip Hilder
 Hilder & Associates, Houston

Michael Clark, Esq., Program Chair

2:15 The Ethical Minefield

An Update on the Law Governing Investigations

Dallas: **Toby J.F. Bishop, CFE CPA**
President and Chief Executive Officer
 Association of Certified Fraud Examiners, Austin

S. Cass Weiland, Esq.
 Patton Boggs, Dallas

Houston: **Seth Taube, Esq.**
 Baker Botts, New York
David Gourevitch, Esq.

3:15 How to Assess and Fix Your Company's Vulnerability to Fraud and Other Enforcement Minefields

What You Need to Know About Conflicts Audits and More

Dallas: **Toby J.F. Bishop, CFE CPA**

Houston: **Alison Smith, Esq.**
 Dewey Ballantine, Houston

4:00 Whistleblower Investigations

An Overview: How to Avoid Making Mistakes

Dallas: **William McMurrey, Esq.**
 U.S. Attorney's Office, Dallas
Jay Ethington, Esq.
 Law Office of H. Jay Ethington, Dallas
Michael Snipes, Esq.
 Law Office of Michael R. Snipes, Dallas

Houston: **David Gourevitch, Esq.**
Seth Taube, Esq.

5:00 Adjourn

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Fiction Writing for Lawyers
 January 31, Houston
 February 28, Dallas

Executive Compensation
 March 10-11, Chicago

Golf & Resort Development
 March 17-18, Naples

Voice over Internet Protocol
 April 18, Los Angeles

Workers Compensation
 April 18, Los Angeles

For more information about these and other programs, visit our website at www.cle.com.

Internal Investigations
Dallas—Friday, February 25, 2005
Houston—Monday, March 21, 2005

meet your **faculty**

Program Chairs

K. Lawson Pedigo formerly served with the U.S. Department of Justice's Tax Division and is a past Special Assistant United States Attorney. In 1999, he served as Associate Independent Counsel to Judge Kenneth Starr. He has nearly 20 years of experience in litigation, including prosecuting contract, health fraud, and tax matters.

Paul Coggins was appointed the United States Attorney in Dallas in 1993 and served in that position for seven years. He has also served as Co-Chair of the White Collar Subcommittee of the Department of Justice. He prosecuted the first "three strikes and you're out" case ever brought under the federal Economic Espionage Act.

Michael Clark is a former Assistant United States Attorney in Houston, where he served as Chief of the Criminal Division for five years. His private practice includes representation in the areas of health, environmental, securities, antitrust, litigation and federal criminal law. A prolific writer and speaker, he serves as an adjunct law professor at the University of Houston Law Center.

Toby J.F. Bishop is the President and Chief Executive Officer of the 31,000-member Association of Certified Fraud Examiners, the largest anti-fraud organization in the world, with members in over 100 countries. A graduate of Oxford, he is a licensed CPA and CFE.

Harold F. Degenhardt joined the SEC in 1996 as District Administrator in its Fort Worth office. In private practice, he specialized in commercial, securities, antitrust and product liability litigation.

Jay Ethington has been in private practice for over 20 years. Formerly, Jay was an Assistant United States Attorney and an Assistant D.A. in Dallas County.

David Gourevitch is a former SEC attorney and prosecutor with the Manhattan District Attorney's office. In private practice, he represents clients in white collar criminal defense and securities litigation.

Terence Hart leads his firm's White Collar Defense practice. His experience includes regulatory matters, civil suits brought by the government, and other complex civil and criminal matters. He is a former FBI agent, former Assistant D.A. for Dallas County, and former Assistant U.S. Attorney.

Philip Hilder was formerly the attorney-in-charge of the Houston Field Office of the United States Department of Justice, Organized Crime Strike Force. Since 1990, he has practiced in the area of white collar defense and related litigation. Recently, he defended Enron whistleblower Sherron Watkins.

Gregory Hill represents clients in a broad variety of private and public acquisitions and dispositions, serves as general company counsel to several corporations and/or their boards of directors, and structures venture capital and equity transactions.

William McMurrey serves as an Assistant United States Attorney from the Northern District of Texas.

Charles Meadows, attorney and CPA, has over 25 years of experience in representing public/private corporations and individuals in litigation involving tax matters and white collar legal defense matters.

Thomas Mills has been involved in many large and at times colorful, controversial and legally significant cases. He began his private practice in Dallas in 1972, primarily engaging in civil and criminal trial practice.

Paul Pryzant has over 20 years' experience in handling complex securities, mergers and acquisitions, and other corporate transactions.

Eric Reed serves as an Assistant United States Attorney from the Southern District of Texas in Houston. He currently practices in the office's white collar crimes section.

Mark Robeck represents clients in energy and commercial litigation and regulatory matters. His broad legal experience extends to commercial disputes, securities, class actions, wrongful death claims, and administrative investigations.

Alison Smith co-chairs her firm's Antitrust and Trade Regulation Practice Group. She previously served as Deputy Assistant Attorney General of the Department of Justice's Antitrust Division.

Michael Snipes is a decorated armed services and JAG Corps veteran, leaving active duty in 1990. In 1991, he re-entered public service as a federal prosecutor in the Northern District of Texas, where he argued cases in all four major criminal division sections for 13 years. Now back in private practice, he focuses on white collar defense matters.

Seth Taube is head of securities and business litigation in his New York office. He handles securities litigation, SEC defense, corporate governance and white collar criminal defense.

Earl Tomlinson has more than 30 years of security, intelligence and business improvement experience in both the public and private sector. After leaving the CIA in 1992, he has worked in private industry helping clients meet increased security needs.

Max Wayman began a career in 1974 with the Internal Revenue Service and was later promoted to Special Agent in the Criminal Investigation Division. His firm provides services to firms involving civil and criminal criminal controversies.

S. Cass Weiland has represented clients accused of fraud, environmental crimes, and a diverse range of tax and securities misconduct. Formerly, he served as Chief Counsel and Staff Director of the U.S. Senate Permanent Subcommittee on Investigations.

Patrick Zummo practices civil trial and appellate law, including business, oil, gas and intellectual property litigation. His experience entails product liability, construction, securities and antitrust law.

seminar **information**

Continuing Education Credit

MCLE: This course has been approved by the State of Texas for 7 credit hours, including 1 hour of ethics. Please call **CLE INTERNATIONAL** for information regarding Texas Board of Legal Specialization certification.

CPE: This course qualifies for 7 hours of CPE credit in Texas through the National Registry of CPE Sponsors. NASBA I.D.# 106965.

CLE INTERNATIONAL is an approved sponsor of the Texas State Bar, Sponsor No. 2645.

CLE INTERNATIONAL is an approved sponsor in all jurisdictions where mandatory continuing legal education education is required.

Registration

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 (800) 873-7130, fax the Registration/Order Form to (303) 321-6320, e-mail your registration to registrar@cle.com or register on-line 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.

Seminar Location and Accommodations

Dallas: Wyndham Anatole Hotel, 2201 Stemmons Freeway, Dallas TX, 75207.

Houston: Omni Hotel, 4 Riverway, Houston, TX 77056. A block of rooms has been set aside for Seminar attendees.

For room reservations and special rates, please call Community World Travel at (888) 724-0500, or visit www.communityworldtravel.com.

Tuition

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.

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Save \$90 or more with our multiple registrant discount! Tuition is only \$350 per person for two or more from the same firm.

Sponsorship Information

Sponsorship and exhibition opportunities are still available. For more information, please contact Sarah Neenan, Marketing Coordinator, at (800) 873-7130 or sarah@cle.com.

Course Materials

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.

Homestudy Package

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.

Cancellation

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.

About CLE International

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