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Message from the Chair

It's been an interesting year in the world and in the Bar. Antitrust rules seem antiquated as companies acquire, merge, subsume and dissolve, and overall brand competition and differentiation is lessened. Public accounting



firms and multi-national companies continue to be scrutinized because of Sarbanes-Oxley and demands for integrity and security in corporate governance and compliance. Expectations of privacy in personal and corporate communications have been succeeded by needs for transparency and responses to Freedom of Information Act requests. The viability of retirement is threatened as more private and public entities discontinue or force employees to entirely self-fund pension plans. The check-and-balance system that was intended for the three branches of the federal government has been lost as the executive branch dictates public policy, partisan legislation and case law. Our supply of law students and therefore our sustaining pipeline shrinks while we demand expanded options and opportunities for influence and impact.

Members of the Corporate Law Section represent the in-house corporate legal and organizational interests of the various entities in which we serve. No greater scope is found in the legal arena than that of the corporate attorney – who is in the corporate legal department, managerial offices, executive board room, and increasingly more varied roles; expected and respected to be omniscient and ever-vigilant; operating in multi-dimensional capacities and at multiple tiers of the corporate hierarchy. I bring you greetings on their behalf!

This Bar Year, my objectives were as follows: (1) To strengthen the venue within the National Bar Association and its relevancy for in-house, business and non-traditional attorneys to share information and enhance their legal and business skills to effectively participate and influence the organizations to which they provide their services, counsel, energy and support; (2) To increase the membership of the National Bar Association and the Section, and improve section membership tracking and communication tools; (3) To identify and capitalize on opportunities for continuing and increasing sponsorship and alliances between the Section and external entities; (4) To create a Career Fair focusing on opportunities and positions specific to the in-house and business attorney; and (5) To work with the Section's officers and committee chairs to fulfill the Purposes of the Section. I am happy to report that the Corporate Law Section, under the leadership of NBA President Reginald Turner, is well on its way to achieving these objectives.

We look forward to your participation at the Annual Convention in Detroit in our always well-attended seminars, our Career Networking Reception and Conference, our annual section meeting and elections. Bring us your ideas, your concerns, your challenges – we stand ready to respond and to welcome you to our ranks.

Debra D. Matlock – Chair, NBA Corporate Law Section

The Editor's Nook



From August 5th – 12th, thousands of attorneys will convene in Detroit for the 81st Annual National Bar Association Convention, and what a convention it promises to be!

As always, the convention offers a wonderful opportunity to learn. We are fortunate to have our own experts from across the country come to Detroit and share their knowledge on a wide range of practices and issues, including intellectual property, family law, immigration, environmental, criminal law, constitutional law, and personal injury and other tort litigation. For those who have experience in alternative dispute resolution, there is a three-day seminar, entitled “Redress Training,” designed to train and certify attorneys who are interested in this model of resolution used by the United States Postal Service. Finally, each of us can learn and benefit from tips on real estate investment and ownership, retirement planning and wealth building.

This convention also offers a wonderful opportunity for us to roll up our sleeves and continue our work outside the usual trenches of our practices. None of us will forget the tragedy of Hurricane Katrina. As if the broken levees, rising waters and widespread flooding didn't wreak enough havoc on the lives of human beings, the lack of response of those entrusted with the responsibility of providing aid was shocking ... and there was plenty of blame to go around. Suddenly, citizens of this country were being referred to as “refugees” and America was once again forced to look at its issues surrounding poverty and race. This was a colossal reminder that we, as African American attorneys, still have a job to do outside the ordinary practice of law. The conference this year affords us another opportunity to serve and to give back, with programs on affirmative action (“A Town Hall Debate”), issues pertinent to victims of Katrina and the ever-prevailing issue of the Voting Rights Act.

This convention also offers a wonderful opportunity to have fun. The week will be filled with a Casino Crawl, Gala night event, and various receptions and parties. To those attorneys that are new to the conference, you're likely to find that a lot of the best networking and relationship building takes place in the hallways before and after seminars and at planned small group dinners and lunches. Grab a new acquaintance and head to lunch or get with other attorneys to check out what Detroit has to offer. The Charles H. Wright museum (named after Dr. Charles Wright, an obstetrician and gynecologist) is touted as the world's largest museum of its kind. It features a permanent exhibit that examines African civilization from the “Middle Passage” to the “Underground Railroad”, and traveling exhibits, which currently include “Illumination: The Rhythm and Music of Color,” by Dawud Muhammad, “Stories in Stained Glass,” by Samuel A. Hodge, and “Gridiron to Greatness: African Americans in Professional Football.” And of course, you can't hit Detroit without checking out the Motown Historical Museum, the original studio where it all began!

Finally, this convention offers an event that is sure to be a hit! Instead of its usual reception, the Corporate Law Section will host a cruise on Wednesday, August 9th. Look for further information in the Convention agenda. I can't wait to see you all there!

Tracy L. Hamilton is an attorney with Vernon Goodrich, LLP in Dallas, Texas, a firm focused on franchise, distribution and hospitality law.

Purposes of the Corporate Law Section

- a. To provide, improve and promote participation of in-house corporate counsel in the National Bar Association;
- b. To improve and promote the presence of Black attorneys in corporate in-house legal departments;
- c. To promote ethical standards in the practice of various aspects of corporate law and to promote an adherence to legal competency in the members of the Section through continuing legal education;
- d. To provide a network of communication among corporate in-house counsel;
- e. To promote, speak for, and advance the cause of civil and human rights in the corporate environment as well as other environments; and
- f. To encourage the corporation's concern with the legal welfare of the poor and minorities and provide a vehicle for effective change leading to more equal opportunities within the corporate environment.

NBA, Along with Other National Leaders, Convenes 12-City Hurricane Relief Seminar Webcast and Rally for New Orleans Hurricane Victims

President Reginald M. Turner, Jr. was recently in New Orleans to lend the NBA's support and assistance to those groups impacted by Hurricanes Katrina and Rita. On Friday, March 31, 2006, the NBA Hurricane Katrina Task Force, chaired by Vice President Marlon Primes and Vice President Vanita Banks, held a Hurricane Relief Seminar for Evacuees and Volunteers, which consisted of a 12-city webcast from Tulane University Law School. The webcast, which was co-sponsored by the Louisiana State Bar Association, Tulane Law School, and The George Washington University School of Law, featured several key speakers on three separate panels. Vice President Vanita Banks moderated the Chicago webcast hosted by the American Bar Association at its headquarters.

Topics ranged from "What Lawyers and Law Students Can Do to Assist the Relief Effort" to "Disaster Relief Update" to "Common Questions and Concerns of Evacuees and Volunteers." President Turner delivered remarks on behalf of the NBA. This webcast was the first of its kind sponsored by the NBA. In addition, there were computer chat rooms established which permitted evacuees, attorneys and students to ask the panelists questions.

On Saturday, April 1, President Turner and Chief of Staff David Cade attended a prayer breakfast sponsored by Marc Morial, Executive Director of the National Urban League. The prayer breakfast featured several national leaders, including Professor Michael Eric Dyson, and members of Congress,

including William Jefferson (D-LA), Stephanie Tubbs Jones (D-OH), and Kendrick Meek (D-FL).

Following the breakfast, President Turner, Vice President Primes, and Chief of Staff Cade attended a rally in front of the New Orleans Morial Convention Center, which is the site of much of the visible desperation for many of the evacuees for several days after Hurricane Katrina struck. The rally was sponsored by Rev. Jesse Jackson, Sr., Rev. Al Sharpton, and Judge Greg Mathis to draw attention to the upcoming New Orleans elections, and the inadequacies of the absentee ballot voting process. Official estimates of the crowd were in the 2,000 range. After the rally, the crowd marched over the I-10 Mississippi Bridge towards Gretna, which is the town where many evacuees tried to escape the devastation and flooding only to be turned back by force by the sheriff.

After the rally and march, President Turner and Chief of Staff Cade toured the devastated areas, including the decimated Ninth Ward. They were humbled by the magnitude of the disaster and the loss of life and property. Finally, President Turner and Chief of Staff Cade met privately with several national African-American based organizations to strategize ways in which to respond to and assist voters seeking to exercise their right to vote in the upcoming elections.

Specifically, the NBA was asked to provide attorneys to serve as poll monitors in the 15 satellite early voting centers, and in New



Orleans on the designated April 22nd primary election day, and on General Election day, May 20, 2006. Many NBA members answered the call, and participated in volunteer training regarding Louisiana Election Law held on April 5, 2006. NBA Vice President Mavis Thompson is the coordinator of the NBA Election Protection effort.

NBA Vice President Vanita Banks has appeared twice on the Cliff Kelley Radio Program (WVON Chicago) to inform New Orleans residents displaced to Chicago regarding the absentee ballot voting process. Additionally, information was disseminated to Heartland Alliance, a relief organization serving more than 1,000 New Orleans residents living in Chicago. It is estimated that more than 5,000 New Orleans residents were displaced to Chicago following Katrina.

It was recently reported that it will take at least 25 years for New Orleans to fully recover from the devastating effects of Hurricane Katrina.

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NBA Corporate Law Section Co-Sponsors Hurricane Katrina Seminar During Gertrude E. Rush Conference

On April 28, 2006, the NBA Corporate Section co-sponsored, with the NBA Commercial Law Section, the Continuing Legal Education Program: "Natural Disasters and Professional Responsibility: Something We All Need to Know", during the NBA 26th Annual Mid-Year Conference and Gertrude E. Rush Award Dinner in Memphis, Tennessee. The objective of the Program was to examine the responsibilities of courts and attorneys when, as a result of a disaster, records are lost

and destroyed, facilities are impacted and clients and attorneys are displaced or missing. The panelists discussed the importance of law offices and courts engaging in business continuity, and disaster recovery planning.

The distinguished seminar panelists were:

- **Gerald L. Richardson**, Managing Director, Huron Consulting Group, Chicago, IL
- **Daniel P. Coppola**, Director, Huron Consulting Group, New York, NY

- **Jock M. Smith**, Senior & Co-Founding Partner, The Cochran Firm USA, Tuskegee, AL
- **Hon. Michael G. Bagneris**, Civil District Court, Orleans Parish, New Orleans, LA

Judge Bagneris is Chair-Elect of the NBA Judicial Council. This seminar was one of five Hurricane Katrina seminars presented during the Mid-Year Meeting.

Protecting Client Information from Hackers: A Modern Ethical Dilemma¹

Those of us who are 'technologically challenged' are vulnerable to attacks that threaten the confidentiality of our work product and attorney-client privileged information. Attackers use widely available, inexpensive and anonymous devices to hack into your computer system and easily and quickly take possession of your confidential information and privileged documents. If you utilize a wireless network, you may be giving your opponents a virtual entry key into what you think is your private network.

Consider this scenario: *You are in a hotel the night before a big deposition. You are up late preparing for the deposition and have been accessing your emails through a wireless connection on your laptop. Unknown to you there is another hotel guest who is also working late on the same deposition – he is a computer hacker hired by your opposing counsel and he is in his room reading your emails and your deposition outline. You are unknowingly working on an open network. As a result, your information was easy for him to access. He and your opposing counsel now have full access to your “confidential” information and will know every question you are going to ask the next day.*

The Washington Post reported on August 16, 2002 that security consultants checking network security for a private company stumbled into several easily accessible military computers which, in turn, gave them access into certain aspects of the computer networks at Fort Hood and NASA. The security consultants were considered unsophisticated and were armed with free, widely available software. (CITE)

A Michigan man was convicted of accessing an unsecured Wi-Fi network at a Lowe's home improvement store to steal credit card numbers. (CITE)

There is a real danger that a third party will be able to acquire your sensitive information if you utilize a wireless connection to access the internet. Wireless hacking is an anonymous and easy way for someone to gain access your enterprise network. This paper explores the dangers to your legal practice resulting from the use of wireless technology. Current technological innovations that are used by these intruders to obtain access to your confidential information is discussed as is the extent you are

ethically required to take proactive measures to protect yourself and your clients.²

Wireless Hacking Is Inexpensive

Go online and/or visit any computer, electronics or office supply store and you can easily purchase all the tools necessary to become a hacker for a total cost of about \$100.00.



Wireless Hacking Is Anonymous

In the wireless world, it is easy to be anonymous. Network forensics cannot be traced. Although logs and counterhacking systems, such as intrusion detection systems, firewalls and ISP routers, can conceptually trace the steps of a hacker, if the hacker uses a machine that does not have their identity advertised, such as host name, network name, shared files, and the like, the target only has one piece of evidence to track the hacker down: the hacker's wireless Media Access Control (MAC) address.

Fortunately for the hacker, a MAC address can be easily sent and traced to a false address because changing a MAC address is simple. The hacker could even use the address of a legitimate user by sniffing one out of the air.

Wireless Hacking Is Easy

Many tools are available for hacking into secured wireless networks. With the unique vulnerabilities in wireless networks, hacking programmers have developed scanners,

sniffers and tools to crack encryption, assume the identity of a legitimate user, disable the network, and more. Most networks can be attacked using unsophisticated tools because the majority of wireless access points do not use encryption and/or have been hidden inside buildings to steal bandwidth. The access points were set up by employees or information technology managers with good intentions, but the way the networks are set up typically do not protect from intruders.

Hackers look for the weakest link in a network and can then obtain access to other computers on the same network. To find open networks, hackers simply run Netstumbler. They can sit in a hotel room or drive around town looking for open access points. If the access point is located in a nearby apartment or office, a hacker can use a directional antenna to aim at the building. If the hacker cannot afford an antenna, a modified potato or soup can is commonly used to create a high-gain antenna.

Wireless Hacking Opens the Door to Your Enterprise Network

The hacker can gather all information broadcasted by the network, which could include privileged information, work product, sensitive company documents, emails, user names and passwords, corporate email accounts and passwords of corporate servers.

A hacker can also "case the joint" by using GFI LanGuard (see free software above) which allows the hacker to scan all of the host systems in the network and report back on any vulnerability it finds, including both individual computers and corporate servers. If a hacker wanted to look at someone's hard drive, LanGuard can show who has file and print sharing turned on. By opening Windows network neighborhood and typing in the TCP/IP address, any unprotected or shared directories will immediately appear. The hacker is now able to copy any files it finds on the network.

Maintaining Security

With the proliferation of inexpensive wireless technology, trying to maintain security has become a challenge for most network

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National Bar Association 81st Annual Convention

August 5 - 12, 2006

Spotlight: Detroit

Dancing in the Streets of Detroit

It started here with Stevie Wonder, The Temptations, Diana Ross & The Supremes, The Four Tops, and The Jackson Five, to name a few. With a small loan and a house he named, Hitsville, USA, Berry Gordy, Jr. launched a music dynasty called Motown Records. Motown Historical Museum explores the impact Motown has had on the world with an exhibition with plenty of Motown memorabilia. The Museum is one of the hottest tourist destinations in Detroit open Tuesday-Saturday from 10:00 am – 6:00 pm. To get the most out of the experience, join one of the Museum's knowledgeable tour guides to take you through musical history. Don't miss this opportunity...you've *Got To Be There!*

A visit to Detroit, otherwise known as the "Motor City" can't be complete without a visit to The Henry Ford Museum & Greenfield Village. Just outside of Detroit, in Dearborn, childhood home of Henry Ford, there is a wealth of information on this remarkable and complex innovator whose vision transformed transportation. The Henry Ford offers five attractions sure to hold the interests of young and old, Greenfield Village, Henry Ford Museum, Ford Rouge Factory Tour, Benson Ford Research Center, and the IMAX Theater. The Henry Ford Museum not only celebrates Henry Ford but all of the people who have altered our lives through their ideas and discoveries throughout the history of our country. Greenfield Village provides a look into America's past for visitors with a walk through the seven Historic Villages. New to The Henry Ford, The Ford Rouge Factory tour begins with a driving tour into the history of automobile manufacturing and ends with a walking tour of the plant to witness the final assembly of the Ford F-150's. In the IMAX, you can sit back and take in one of five movies that will be sure to wake your senses in this high-tech facility. Most of the attractions are open for visitors seven days a week.

Detroit is also home to the world's largest African-American Museum, the Charles H. Wright Museum of African-American History. Here you can observe a remarkable collection that honors the history and achievements of African-Americans. The museum has frequent exhibitions including the exhibit, "Gridiron to Greatness: African-Americans in Professional Football," which has been extended through September. The museum is open Wednesday through Sunday. Allow an hour for your visit.

If you want to explore Detroit's other cultural institutions, you won't want to miss The Detroit Historical Museum, Detroit Institute of Arts, and the Detroit Science Center.

Make sure to reserve some time for some fabulous shopping opportunities. The Somerset Collection presents the exclusive shopper with a fantastic shopping excursion to several upscale stores including Saks Fifth Avenue, Neiman Marcus, Tiffany & Co., Ralph Lauren, Louis Vuitton, and many more. Of course we all like a good deal, therefore, a trip to Windsor Crossing Premium or Tanger Outlets must be in your future.

After working up an appetite from sightseeing, you ought to top off your evening with a memorable feast. Detroit offers a number of wonderful dining experiences that will please your palate.

Top Detroit Restaurants:

- Bacco
- Cafe Bon Homme
- Capital Grille
- Emily's Restaurant
- Grill at the Ritz-Carlton
- Lark, The
- Opus One
- Rattlesnake Club
- Ristorante Café Cortina
- Rugby Grille
- Tribute
- Whitney, The

CLS Seminars

Anatomy of a Corporate Scandal Thursday, August 10, 2006 3:00 p.m. - 5:00 p.m.

The "Anatomy of a Corporate Scandal" navigates the audience on a tour through the minefield of legal, ethical, regulatory, political, technical and accounting issues that are often encountered during the course of a company or client addressing allegations of executive misconduct or wrongdoing that may impact financial statements. The headlines are ripe with examples and the trend is increasing. The audience will be exposed to and discuss the issues that counsel may face during the course of their involvement in such matters, particularly around such critical points as: the initial allegation; employee(s) rights; investigative predication; investigative strategy and teaming; legal and regulatory requirements; federal criminal investigations; regulatory inquiries and; press inquires; accounting. The audience will also learn about accounting areas often manipulated in financial statement fraud and current trends and issues in accounting causing problems for companies.

Seminar No. 28 Creating, Developing and Nurturing The In-House Counsel Relationship

Sponsored by the NBA Corporate Law Section, Commercial Law Section, Region II, and Majority Partners In Minority Firms
Thursday, August 10, 2006
9:30 a.m. - 11:30 a.m.

The Objective of this Seminar is to provide participants with information regarding providing legal services to corporate law departments.

Convention Location
Detroit Marriott at
the Renaissance Center
Detroit, Michigan 48243 USA

Phone: 1-313-568-8000
Fax: 1-313-568-8146

Avoiding Employer Liability Under Immigration Laws

Introduction

Because of the national debate on immigration reform, including highly publicized demonstrations, there is increased focus on the existing immigration laws. As every employer knows (or should know), there are strict requirements involved in complying with the immigration laws at the time of hire. Many employers are unaware of the potential liabilities for non-compliance, including the potential for employment discrimination claims. This article will provide an overview of these issues.



Hiring

The Immigration Reform and Control Act of 1986 (Act) was enacted to end the unauthorized employment of aliens by imposing penalties on employers who knowingly hire or continue to employ aliens who are not authorized to work in this country. Employers are required to verify, through specific documentation and other procedures, the identity and work authorization of all individuals who are hired after November 6, 1986, whether or not such individuals are U.S. citizens.

Under the Act, the employer must attest under the penalty of perjury on the Form I-9 that it has examined the potential employee's documentation and has verified that such individual is eligible to work in this country. There are three categories of documents that can be utilized:

- those that establish both identity and employment eligibility (List A),
- those that establish identity only (List B), and
- those that establish work eligibility only (List C).

While documents from these lists must be provided by the potential hiree, the employer may not specify which documents the individual must provide from the lists in order to satisfy the documentation requirement.

In addition, the employer must require the individual to produce original documents at the time of hire, although there are limited exceptions where the individual can provide a receipt showing that the individual has applied

for a replacement document or an extension of the expiration date on an existing document.

Employer Defenses

Under the Act, an employer may have an affirmative defense to a charge that it has violated the Act if it can establish that it complied in good faith with requirements to verify the identity and employment eligibility of the hiree. In order to establish this defense, the employer should have developed a written procedure with supporting documentation of its continuing efforts to comply with the Act. An affirmative defense must be proved by the employer.

The employer may also be able to establish a good faith defense if it has made certain technical or procedural errors in preparing or completing the information required on the Form I 9, such as missing addresses or dates, lack of attestation by the employee on the Form, or obtaining expiration dates on documents on List B. If an agency inspection occurs and these deficiencies are noted, the agency must identify the deficiencies to the employer and allow it ten (10) business days to correct. Failure to correct can lead to sanctions. If the agency reviews the documents and determines that there has been a systematic "pattern or practice" of violations, there is no good faith defense available.

Social Security Number "No Match" Inquiries

Many employers have received so-called "no match" letters from the Social Security Administration (SSA) indicating that the Social Security number on the W-2 wage report submitted by the employer to the SSA

does not match with the employee name in the SSA records. The letter also states that it does not purport to be a determination as to the employee's immigration status (i.e., whether the employee is lawfully employed under the Act).

Since the SSA has no jurisdiction under the Act, the letter informs employers not to take adverse employment action against the employee merely because of the "no match" discrepancy. In fact, taking such adverse action, without more, could violate state and federal employment laws and the Act.

While the SSA letter is not a determination as to immigration status, it cannot be ignored by the employer. The employer must consider verifying the employee's Social Security number (SSN) by examining the Social Security cards. The employer should document its requests to the employee regarding such verification and the consequences of failure to provide a valid SSN, which may include the employee's inability to continue employment.

A further issue which can arise is if the employee, in response to the verification request, obtains a valid SSN which is different than the original SSN. The employer must carefully investigate this activity since the employer has potentially been put on notice that the employee was previously unauthorized to work; further, the employee may have committed fraud on the employer and the agency.

This investigation is important since it is a felony to make false statements on the Form I-9 or to use false documents to obtain employment. These criminal violations are not excused if the employee subsequently obtains lawful documentation. In these instances, an employer must consider utilizing its existing employment disciplinary policies regarding potential criminal conduct in the workplace or lying in the hiring process. If the employer does decide to continue to employ the individual, a new Form I-9 must be completed and the employer must retain the original Form I-9 to establish that there was compliance with the verification requirements of the Act at the time of hire.

Complaints and Investigations

Under the Act, any person or entity may file a complaint that the employer has violated

the Act. This complaint may trigger an investigation (although the agency can conduct an investigation without a complaint). The agency has a right to examine relevant evidence of any person or entity being investigated.

Since the Act provides for civil penalties (monetary fines) for (1) hiring an alien knowing that such individual is an alien, or (2) continuing to employ an unauthorized alien, or (3) for violations of the paperwork requirements, as well as criminal penalties (monetary penalties and imprisonment) for a "pattern and practice" violation, the employer should consider promptly obtaining competent legal counsel to advise it during the agency inspection.

In the event of an agency inspection, the employer's actions (particularly its intent) are the focus of the inspection. Therefore, it is important to demonstrate the employer's "good faith" efforts at compliance. Employer representatives must be advised of their rights during the investigation, including potential individual criminal liability for lying to the investigator or submitting false documentation during the investigation in an effort to avoid potential liability. Employees must be advised that they may waive their rights against self-incrimination during the investigation by responding to inquiries during interviews or agreeing to sign written statements or allowing tape-recorded interviews.

Employment Discrimination Liability

In addition to the potential liabilities arising out of the verification of employment during the hiring process, the employer must also be aware of the potential liability for employment discrimination charges under the Act or under Title VII of the Civil Rights Act of 1964. An individual who is a U.S. citizen or an alien who is lawfully admitted to this country cannot be discriminated against during the hiring process or their employment because of their national origin or citizenship. Such discrimination complaints may fall within the jurisdiction of the Equal Employment Opportunity Commission (EEOC) or the Department of Justice, Civil Rights Division, Office of Special Counsel.

If an employment charge is received, the employer will need to marshal its factual and documentary evidence to establish that the

see IMMIGRATION continued on page 12

Announcements

People on the Move

Clifton Lee – Director of Litigation Services – Allstate Insurance Company

Allstate Insurance Company has promoted Clifton Lee to Director of Litigation Services. In his new role, Clifton is responsible for half of Allstate's Staff Counsel Offices.

During his 30 years at Allstate, Clifton has held several leadership positions in Sales, Claims, and Legal.

Debra Matlock – General Counsel – Illinois Department of Central Management Services

Debra Matlock is the new General Counsel for the State of Illinois Department of Central Management Services (CMS). At CMS, Debra leads a team of attorneys and professionals who interpret laws and regulations and provide general legal support for statewide procurement, property management, communications and computer information services, personnel, labor relations, and benefits.

An expert transactional professional and attorney, Debra Matlock has extensive private-sector experience in creating, leading and counseling teams responsible for strategic business alliances at a number of leading-edge innovator companies.

Prior to CMS, Debra was Director of Contracts at Rockwell Automation. Debra serves as Chair of the Corporate Law Section of the National Bar Association.

Tracy Hamilton – Vernon Goodrich, LLP

Tracy L. Hamilton has recently joined the Dallas office of Vernon Goodrich, LLP, a firm dedicated to Franchise & Distribution law. Her primary practice is focused on representing corporations in franchise litigation and transactional matters. Ms. Hamilton was formerly with the firm of Thompson & Knight, LLP, where she practiced in its litigation section.

Vanita Banks – Who's Who in Black Chicago

NBA Vice President Vanita Banks was selected to appear in the inaugural edition of "Who's Who in Black Chicago", a publication celebrating African American achievements. The unveiling reception for the Chicago edition was recently held on June 8, 2006. Vanita was also appointed by NBA President Reginald Turner, Jr., to co-chair the NBA Hurricane Katrina Task Force for the 2005-2006 bar year.

Catherine H. Costick is an attorney with Allstate Insurance Company.

NBA Events Calendar

NBA Corporate Section Meeting and Annual Elections
Thursday, August 10, 2006
5:00 p.m. - 6:00 p.m.

NBA Career Networking Conference
Co-Sponsored by the NBA Commercial Law and NBA Corporate Law Sections. The Career Networking Conference will provide corporations and law firms that are seeking diverse candidates to meet with our members regarding employment opportunities in a professional and confidential setting.

NBA Career Networking Reception
Thursday, August 10, 2006
6:00 p.m. - 8:00 p.m.

NBA Career Networking Conference
Friday, August 11, 2006
9:00 a.m. - 5:00 p.m.

Avian Flu is Not Just for the Birds: The Employer's Guide to the Legal and Workplace Implications of an Avian Flu Outbreak

By now, most people are familiar with the "Avian Influenza", or "Bird Flu" virus (the "virus" or "disease") that has been reported throughout Asia and most recently in Europe. Although the United States has yet to experience a human outbreak of the virus, it is only a matter of time before the disease surfaces. Given high density areas such as mass transportation systems, schools, hospitals and the workplace, the potential is great for this widely circulating virus to spread from human-to-human in a short period of time.



Due to millions of Americans going to work every day, the risk of the virus spreading among co-workers is almost inevitable. With this in mind, the employer must play a key role in infection prevention and control. Employers should consider that these preventative measures also greatly reduce the risk of serious legal implications in the event of an outbreak among employees.

What is Avian Influenza?

The Avian Influenza A (also identified as H5N1), is an infection that usually affects wild birds, but can cause serious disease among poultry, such as chickens.¹ These "Type A" viruses that primarily affect birds are genetically indistinguishable from the influenza viruses that are contracted by humans.²

Initially, H5N1 caused only mild flu symptoms in birds, but after several months of circulation, it turned into a highly pathogenic form that has led to the death of chickens within 48 hours.³ Moreover, the virus has developed an ability to pass directly from infected birds to humans.⁴ Since 1997, an increasing number of human outbreaks have been reported.⁵ The confirmation of human cases not only threatens

human populations in affected countries, it also threatens populations across the world. Given the rate of human travel as well as the increasing potential for human-to-human transmission, it is very likely that the Bird Flu will become a worldwide pandemic.⁶

What are the Symptoms of Avian Influenza and Who are Most at Risk?

Once a human contracts the virus, the symptoms have ranged from typical human-like influenza symptoms such as fever, extreme fatigue, coughing, sore throat, muscle and joint aches to eye infections, pneumonia, severe respiratory diseases and other potentially life-threatening complications.⁷ Symptoms usually begin within 2 to 3 days of exposure and depend

upon the specific subtype and strain causing the infection.⁸ Only a laboratory test can confirm the virus in humans.⁹

Those at risk of contracting the virus are mainly individuals who work with wild animals or poultry, health care professionals, frequent travelers, and airline/transportation industry personnel. It should be noted that the virus does not seem to discriminate in the sense that healthy, sick, young and old people all have a significant chance of infection.¹⁰

Currently, H5N1 is resistant to anti-viral medications such as amantadine and rimantadine, normally used for treating influenza.¹¹ At this time, no vaccine has been developed to prevent H5N1, yet studies are presently under way.¹²

How is Avian Influenza Transmitted?

Direct contact with infected poultry, or surfaces and objects contaminated by their feces is considered the main route of human infection.¹³

Once a human contracts the virus, there is a potential for it to spread from person-to-person (depending upon whether the virus reassorts or mutates itself into a form transmittable among

humans) when a person talks, coughs or sneezes.¹⁴ It can also spread through hand or face contact or through coming in contact with something that an infected person has already touched.¹⁵ Alarming, research has indicated that the virus can remain viable for up to 30 days in certain circumstances of contamination.

What are the Legal Ramifications that Employers Should Consider?

There are several employment and other laws which may be directly involved with this disease and must be considered by employers. These are as follows:

Occupational Safety and Health Act

Under the Occupational Safety and Health Act ("Act" or "OSHA"), the employer has a legal obligation to provide a safe and healthful workplace. According to Section 5 of OSHA, commonly referred to as the "General Duty Clause," it requires that an employer protect its employees against "recognized hazards" to safety or health which may cause serious injury or death.

Under the Act, the employer may also have additional legal obligations to the employees of another employer who may come to the workplace and may potentially be exposed to the hazard (in this case to Avian Flu carriers). OSHA will expect the responsible employer to develop a program based upon a "hazard assessment" of potential exposure at the worksite (provided in more detail below), such as conduct employee awareness training regarding the hazard; develop procedures, including the use of personal protective equipment (e.g., masks) if necessary to prevent infection and transmission; develop a means of reporting infection and providing medical surveillance for employees who contract the disease; maintain appropriate documentation of the foregoing; preserve medical records; and maintain an OSHA 300 Log for illnesses which are occupationally related.

Worker's Compensation – Disability Benefits

In the event that an employee contracts Avian flu as a result of occupational exposure, (in

other words, the illness “arises out of and in the course of employment” which the employee must prove with competent medical evidence), the employee is entitled to receive temporary total disability benefits in lieu of wages, reasonable and necessary medical treatment and an award for any resulting permanent disability (e.g., reduced respiratory capacity, etc.). An employer should evaluate whether it has adequate worker’s compensation insurance coverage and coverage limits that include occupational diseases.

Family and Medical Leave Act

Under the Family and Medical Leave Act (“FMLA”), employers who have more than 50 employees are required to provide up to twelve (12) weeks of unpaid leave to a qualified employee who has a “serious health condition.” An employee is also eligible under the FMLA in the event of a “serious health condition” affecting its spouse, child or parent(s).

If an employee contracts the Avian flu, this disease will most likely be considered a “serious health condition” under the FMLA warranting the unpaid leave. Similarly, if an employee’s parent, spouse or a child contracts the disease, this will likely be a qualifying event entitling the employee, with physician’s documentation, to utilize leave time to care for such an immediate family member.

Premises Liability

Under general common law principles in most jurisdictions, a landowner (sometimes the employer) who allows third parties to enter upon its premises for business or related purposes (such as clients, vendors, contract employees), owes these individuals a duty of “reasonable care” to protect them against hazards at the premises which are not “open and obvious.” In the case of Avian flu, if the landowner is (or should be) aware that there are infectious persons at the premises (whether its own employees or tenants) who may create a health hazard to these third party entrants, there may be a duty to warn such third parties, or to prevent access to certain facility areas. In the event that the building ventilation system or washroom facilities may become contaminated with Asian flu, the landowner may have an obligation to prevent such contamination through enhanced measures.

In many cases, the legal duty of the landowner for site security and sanitation

will be defined by contractual documents, such as leases. The landowner should make sure to review such documents to confirm its obligations regarding third parties who may have access to the property.

What Should the Employer do to Address the Threat of an Avian Influenza Outbreak?

As established above, employers have a common law and statutory duty to provide a safe and healthy workplace for their employees. Thus, employers must take all reasonable steps to prevent employees from being exposed to the virus. To accomplish this, employers should develop policies and procedures in order to provide the requisite duty of care to employees. Employers should therefore consider the following measures:

Sanitation

- Provide and maintain a clean work environment through regularly disinfecting office equipment, door knobs and other commonly exposed items. The use of products such as Lysol and/or bleach is recommended.
- Maintain restrooms in a sanitary condition, which includes providing an adequate supply of antibacterial soap, disposable towels, and/or hand-dryers.
- Make sure that there is proper ventilation throughout the office, which includes changing the filters in air conditioning systems and opening windows, if possible.
- Provide, if possible, instant drying hand sanitizer or disinfecting towelettes for each employee to use at the office.
- Provide an adequate and easily accessible supply of sanitary gloves, goggles, alcohol swabs, bottled water, masks and tissues on hand. Make sure that your medical kit is up to date and fully stocked.

Communication

- Support staff in adopting good personal hygiene while at work through posting signs in restrooms and eating areas as well as issuing interoffice memoranda encouraging the exercise of regularly washing hands.
- Hold a series of informational meetings for employees in order to educate them on the nature of the Avian Flu.

- Keep employees up to date with the current status of the virus.
- Require sick employees to remain at home and to not return to work until fully recovered.
- Should the employer suspect or know that an employee may be infected with the virus while at the workplace, immediately separate him or her from the rest of the employees.
- Instruct employees to immediately inform the employer or designated on-site health coordinator in the event they are diagnosed with the virus.
- Recordkeeping
- Maintain an updated list of employees who have taken sick leave.
- Maintain a working list of area hospitals, local, federal and state public health agencies and/or emergency responders.
- Identify and keep a record of personnel who may have had contact with people affected by the virus.
- Maintain a list of each employees’ contact persons in the event that they show signs of the virus.

Planning

- Formulate a preparedness plan in the event of a nationwide pandemic. Companies should therefore consider designating certain employees and response teams with definitive roles and responsibilities to assist in infection containment and control, host several training exercises and drills to

see OUTBREAK continued on page 12

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Backdating Employee Stock Options – Likely Consequences and How Companies Can Stay Ahead of the Issue

Kenneth Evola, Wanda Forrest, and Sandra Storey of Huron Consulting Group

Executive Summary

Stock options granted to executives have once again topped the news reports. It is suspected that certain grants have occurred at depressed stock prices too often to be attributed to chance, and the SEC, DOJ and IRS are taking note. Investigations, shareholder lawsuits, media attention and drops in share price have already plagued some companies suspected of backdating stock options. It is advisable for companies to analyze any unusual trends or patterns in past stock option grants, examine their option granting processes and address any weaknesses in policies pertaining to existing stock option grants.

What is Backdating?

Stock options are a common component of executive compensation, as many believe that those with a personal stake in the company will be more motivated to increase shareholder value. Stock options are typically granted “at the money,” which means that the exercise price equals the current market price of the stock. If the stock rises in value, the option recipient realizes a profit. If the stock value declines, the recipient does not realize a profit. By “backdating” options – intentionally setting the grant date to a previous date when the stock price was lower – a company can possibly secure additional profit for the recipient of the options. Though specific instances of backdating might not be deemed illegal, the practice can cause significant problems if it is not fully disclosed and properly accounted for in financial statements and tax returns.

So Why all the Fuss?

The issue of backdating became prominent earlier this year when the Wall Street Journal (“WSJ”) published an article showing that, from roughly 1995 - 2002, executives from six companies repeatedly received stock options that were typically dated at the bottom of a steep decline in stock price (often at the lowest price in months), yet just before a significant rise in the market price. One such executive had such favorably timed options that the WSJ analysis

concludes that the odds of this happening by chance or luck is around 1 in 300 billion.¹

That article, and subsequent investigations, largely prompted by academic research that examined stock option grants from 1992 - 2002 for thousands of public companies, found an unexpected relationship between stock option grant dates and stock value. One such study, by Erik Lie of the University of Iowa, concluded that stock returns were abnormally negative before option grants and abnormally positive after the grants. He suggested that the unusual patterns were too strong to be explained by chance, and proposed that the grant dates were backdated to a past date when the stock price was particularly low.² The prevalence of this practice is currently unknown and is difficult to quantify; however, Lie estimates that at least 13% of stock option grants made to top executives dated between 1996 and 2005 were backdated, and that approximately 29% of companies issuing stock options may have backdated them.³

What began as a simple study of the relationship between stock option grants and stock prices has led to a significant number of investigations by the SEC, DOJ and the IRS. Since the WSJ published its findings in March, the number of companies the SEC is reportedly investigating has more than doubled and analysts expect that number to rise.

What are the Likely Consequences?

Companies and their executives now find themselves dealing with a myriad of financial, accounting, tax and legal issues related to alleged stock option backdating.

- Accounting Issues – Until recently, options granted “at the money” did not result in any immediate compensation expense; however, a grant that was “in the money” was considered compensation and required the granting company to record compensation expense. If a company is found to have backdated options, such that in substance, the options were issued “in the money,” it may be required to restate prior years’ financial statements to correctly reflect compensation expense.
- Tax Issues – If backdating occurred, it may

require the filing of amended tax returns by both the company and the grantee(s). Inadequate withholding of employment taxes may mean significant fines for the company as well as increased tax liability for the grantees. Additionally, to qualify for the favorable tax treatment afforded an “incentive stock option,” (“ISO”) options must be issued with an exercise price equal to the fair market value of the stock on the grant date. If options are deemed to have been issued “in the money,” then they could be disqualified for ISO treatment.

- Internal Control Issues – Intentional backdating, along with other errors identified in the course of reviews, will raise questions as to the design and effectiveness of a company’s internal control structure and may raise questions as to whether corporate boards had sufficient oversight or understanding of companies’ stock option plans.
- Disclosure Issues – If the practice of backdating has not been fully disclosed in a company’s financial statements and regulatory filings, the statements and filings may be found to be misleading. Additionally, inaccurate disclosure may violate securities laws.

Most of the current investigations are focused on stock options granted prior to the issuance of Section 403 of the Sarbanes-Oxley Act, which requires a company to disclose stock transactions involving management within two days of the transaction. Many believe that the Sarbanes-Oxley disclosure requirement curtails stock option backdating (however, there is at least one company that is under investigation for allegations of backdating options in 2005). Additionally, the Sarbanes-Oxley disclosure requirements may have little or no effect on another potentially related scandal. Because executives and board members are commonly aware of news that might cause a rise in stock price, it is possible that executives could time the granting of stock options to occur prior to the release of positive company information, thereby ensuring that the options would have more favorable returns. This is commonly referred to as “spring loading,” which the SEC has recently announced will also be the subject of its options-grant investigations.

see STOCK OPTIONS continued on page 12

administrators. Common sites or occasions where hacking often occurs includes: hotels, coffee shops, airports, at home, at the office, making electronic filings, sending e-faxes, doing online legal research, emailing correspondence.

Depending on the size of your network, there are still several measures that you can take to protect yourself. For a home installation or a SoHo network without a server or Active Directory installation, you should take the following steps to secure your wireless access points:

1. Change the administrative password on your wireless routers. Each manufacturer ships their routers with a default password for easy initial access. These passwords are easy to find on vendor support sites, and should therefore be changed immediately.
2. Change the default SSID name and turn off SSID broadcasting. This will require your wireless clients to manually enter the name of your SSID before they can connect to your network, greatly minimizing the damage from the casual user whose laptop is configured to connect to any available SSID broadcast it finds. You should also change the SSID name from the factory default, since these are just as well-known as the default passwords.
3. For a SoHo network with only a few nodes, consider disabling DHCP on your router and assigning IP addresses to your clients manually. On newer wireless routers, you can even restrict access to the router to specific MAC addresses.
4. If you have an Active Directory infrastructure already in place, you have a much better option available for securing your wireless networks. Using the Windows Server 2003 PKI service and RADIUS for authentication, you can implement 802.1x certificate-based security for your clients. The Security Guidance section of the Microsoft Web site offers step-by-step instructions to configure this.

Other Ways to Protect Yourself from Hackers

- VPN/virtual Private network server; terminal server; citrix; Radius;
- Third Party VPN (<http://findvpn.com/providers/>)
- Data Encryption: PGP / Pretty good privacy; EFS/ Encrypted File system

- Encrypting Email
- Protecting metadata from inadvertent discovery
- Ability of others to use software to extract metadata from an email or document
- Turning off features in software (Word)

Attorneys' Obligation to Protect Information from Hackers

Based on the ABA Model Rules and relevant case law, you likely have an affirmative obligation to protect confidential information stored on your computer from hacking theft by third parties. Ethical rules clearly require attorneys to keep client information confidential. Many attorneys believe that they are "off the hook" because interception of information by hackers is considered a crime. However, you are ethically obligated to manage security and privacy risks.

Waiver of Privileges

The traditional (pre-internet) rule regarding the loss of privilege as a result of inadvertent disclosure was called the "Wigmore Rule." The Wigmore Rule holds that any document or information otherwise protected from disclosure by a privilege will lose that privilege if it was disclosed to a third party – even when such disclosure was caused by theft.

Today, the Wigmore Rule is no longer valid. Waiver is determined by intent to disclose as opposed to inadvertent disclosure. The test of intent typically turns on the extent the attorney took reasonable precautions to protect the information. There is a thin line, however, between inadvertent disclosure and intentional disclosure based on what courts have deemed to be reasonable precautions. Further, this line constantly changes because of the rapid changes in technology. Precautions that might have been considered reasonable 3 years ago, may be deemed insufficient today.

The "Hydra-Flow Test" was adopted by the 8th Circuit in *Gray v. Bicknell*, 86 F.3d 1472 (8th Cir. 1996) as a means for courts to determine whether inadvertently disclosed documents should retain their privileged status. The five-part is:

1. Reasonableness of the precautions taken to prevent disclosure;
2. Number of inadvertent disclosures;
3. Extent of the disclosures;
4. Promptness of measures taken to rectify the disclosures; and

5. Whether the overriding interest of justice would be served by relieving the party of its error.

The Arizona Supreme Court relied on the Hydra-Flow Test in making its decision in *RTC v. Dean*, 813 F.Supp. 1426 (Ariz. 1993). In that case, an internal legal strategy memo drafted by the RTC was leaked to the press. The Court found that the document retained its privilege because the RTC had affirmatively demonstrated that it had taken precautions to secure the confidentiality of the memo; and there was no explanation provided for how the memo was actually disclosed.

There is no case that says transmission of unencrypted confidential information over the internet is intentional divulgence and therefore a waiver of the privilege. However, there have been cases where waiver has been found to occur where there was no reasonable expectation of privacy.

While a lawyer likely will not be held liable for a mere error of judgment or a mistake concerning an unsettled point of law, an attorney who takes a known risk may be susceptible to personal liability or ethical challenges. But take note that a determination of 'known risk' is not based on a person's own individual knowledge of risk. The failure to use widely available technology could be considered negligent and a claim of privilege for information lost as a result of a failure to use such technology may be waived.

Your obligations, therefore, are to stay informed on current technologies designed to protect your private information; insist on the implementation of security for your network; and treat all wireless network connections as untrustworthy.

Mary Goodrich is a partner in the Dallas office of Vernon Goodrich, LLP.

¹ *Mary Goodrich (with assistance Kelly Jones of Digital Art Works).*

² Common Terms in the Internet Hacking World:

* *War Drivers and War Walkers: People who move around from place to place searching for vulnerable wireless connections; may be found in your neighborhood, sitting outside coffee shops, in hotels.*

* *Script Kitties: People who may be found sitting two doors down from you in a hotel or sitting next to you working on their computer at a coffee shop; They use hacker-created programs to capture information from your vulnerable wireless computer; Competitions are commonly held to see who can 'find' the most valuable information.*

* *Net Stumbler: A program used by all the above to search for a vulnerable wireless connection.*

* *Ping Scan: The act of searching for a vulnerable wireless connection.*

* *SATAN: Security Analysis Tool for Auditing Networks – widely available, analyzes network to find security vulnerabilities.*

* *Evil Twin: Fake wireless hot spots that look like the real thing.*

employment law action complained about was not related to the national origin or citizenship of the complainant. Thus, the employer must establish a legitimate, non-discriminatory reason for its action against the employee or applicant (e.g. employee's lack of qualifications for the job; absenteeism; poor performance; insubordination; failure to comply with employment, safety or health policies; threatening or violent behavior, etc.).

Conclusion

It can be expected that there will be enhanced enforcement of the provisions of the Act as the agency focuses on compliance while the national debate on immigration continues. An employer must be prepared to provide proper documentation to the agency to establish that it has met the verification requirements of the Act at the time of hire and throughout the employment relationship. Since this is a technical area, prudence would dictate that the employer seek competent legal counsel as it develops and administers its program to avoid civil and criminal liability.*

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**For a detailed analysis of the Act and the topic of employer liability, see Employer Sanctions 2004-05, Immigration and Nationality Law Handbook – Volume 2.*

test the plan, identify employees with special needs, and make sure to incorporate the requirements of such individuals into your plan. Provide written copies of your plan to all personnel and inform them that their cooperation is essential.

- Create policies for employee compensation and absences due to sick leave that are non-punitive and liberal. Include policies addressing when an ill person is able to return to work once they are free of infection.
- Establish an alternative for employees to work from home in the event of a workplace outbreak.

Where Can I Find Additional Information on the Bird Flu?

Informational Websites

- Center for Disease Control – www.cdc.gov
- CDC Information for Specific types of Employees – www.cdc.gov/flu/avian/groups.htm
- OSHA – www.osha.gov
- U.S. Department of Health and Human Services – www.pandemicflu.gov
- The World Health Organization – www.who.int
- PBS/Frontline News – www.pbs.org/wnet/wideangle/shows/vietnam/video.html
- CDC Emergency Response Hotline for health employers – 1 (770)-488-7100
- United States Dept. of Health & Human Services – www.hhs.gov/pandemicflu/plan/sup1.html

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¹ Center for Disease Control, *Guidelines and Recommendations, Interim Guidance for Airline Flight Crews and Persons Meeting Passengers Arriving from Areas with Avian Influenza*, at http://www.cdc.gov/travel/other/avian_flu_ig_airlines_021804.htm (last updated 3/3/06).

² Center for Disease Control, *Interim Recommendations for Infection Control in Health Care Facilities Caring for Patients with Suspected Avian Influenza*, at <http://www.cdc.gov/flu/avian/professional/infect-control.htm> (last updated 6/27/04).

³ World Health Organization, *Avian Influenza: assessing the pandemic threat*, 7, available at http://www.who.int/csr/disease/influenza/WHO_CDS_2005_29/en/ (last visited 3/28/06).

⁴ *Id.*

⁵ *Supra* note 2.

⁶ *Supra* note 6.

⁷ Center for Disease Control, *Questions and Answers about Avian Influenza (Bird Flu) and Avian Influenza A (H5N1) Virus*, at <http://www.cdc.gov/flu/avian/gen-info/qa.htm> (last visited 3/22/06).

⁸ *Id.*

⁹ *Id.*

¹⁰ *Supra* note 6, at 6.

¹¹ *Supra* note 5.

¹² *Id.*

¹³ World Health Organization, *Avian Flu Frequently Asked Questions*, at http://www.who.int/csr/disease/avian_influenza/avian_faqs/en/index.html (last visited 3/22/06).

¹⁴ Health and Safety Executive, *Pandemic Flu*, at <http://www.dh.gov.uk/pandemicflu>

¹⁵ *Id.*

How to Stay Ahead of the Issue

It would be prudent for companies to proactively conduct a review to identify possible issues with the companies' past option grants. Potential steps in the review include making a thorough inventory of all stock options granted in prior years and performing a comparison of the grant price to the stock price around the designated date of grant. Are there any trends or patterns of grants occurring around depressed price levels? If so, review all available supporting data for possible irregularities relating to the suspected stock option grants such as Board meeting minutes, unanimous written consent

forms, etc. Have historical practices differed from disclosed policies?

Next, review current policies, procedures and governance standards to determine whether improvements are warranted. It is important to understand the option granting process including: Who has the authority to issue options? Do executives have delegated authority to make option grants? What level of detailed information related to option grants is provided to the Compensation Committee or designee? How is the option price determined?

Conclusion

In summary, while no one is able to predict the impact that backdating or spring loading

options will have on a company or the economy as a whole, regulators are taking the issue very seriously and have aggressively pursued companies with potential issues. More and more companies have announced they have received inquiries from the SEC and other authorities and many believe that this will continue for some time.

If you would like to contact Huron Consulting Group, please call 202-585-6800 or visit their website: www.huronconsultinggroup.com.

¹ Forelle, Charles, 2006. The perfect payday. *The Wall Street Journal*. March 18, page 1.

² Heron, R. and Lie, E. Does backdating explain the stock price pattern around executive stock option grants?

³ Heron, R. and Lie, E. 2006. What fraction of stock option grants to top executives have been backdated or manipulated?

The NBA will continue its educational programs to provide legal assistance to Hurricane survivors, and our advocacy of the right of Gulf Coast residents to fully participate in the rebuilding and reconstruction process. The National Bar Association is committed to protecting the interests of Gulf Coast residents until the job is done.

Vanita Banks is National Bar Association Vice President of Membership

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