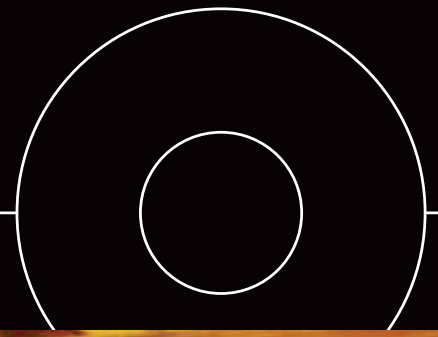


**ALFA** INTERNATIONAL

THE GLOBAL LEGAL NETWORK



# **THE NEW TRANSACTIONAL AND LITIGATION PARADIGM**

**2012 RETAIL – REAL ESTATE SEMINAR**

**Hosted by ALFA International's  
RETAIL – REAL ESTATE PRACTICE GROUP**

**June 6-8, 2012 — The Ritz-Carlton, Palm Beach  
Manalapan, Florida**

**[www.alfainternational.com](http://www.alfainternational.com)**

# THE NEW TRANSACTIONAL AND LITIGATION PARADIGM

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Manalapan, Florida

### ***“TEAMWORK FOR TOMORROW: LEGAL STRATEGIES FOR SUCCESS”***

The landscape of the lawyer-client relationship is changing. By virtue of in-house legal department consolidation, budget constraints and the need for outside counsel to understand and work seamlessly toward client objectives which have sometimes collided with traditional law firm approaches to furnishing legal services, a new paradigm is emerging. A paradigm where outside counsel must shift the manner in which it delivers and charges for the provision of legal services. This new paradigm will affect many of the transactional and litigation projects assigned to outside counsel.

ALFA International is proud to present its eighth Retail-Real Estate Practice Group Seminar, Teamwork for Tomorrow: Legal Strategies for Success. At this seminar, representatives from business and industry and their legal partners will explore the challenging issues in real estate and recent trends which are currently enhancing risk, as well as address the most recent discussion topics, whether in the “C-Suite,” the General Counsel’s office, or the leadership of a law firm.

### **ALL ABOUT PALM BEACH:**



Once a nearly uninhabitable swampland, Palm Beach became a tourist destination at the turn of the 20th century under the influence of Henry Morrison Flagler, an oil and railroad tycoon. Flagler built several resorts on the island of Palm Beach, and expanded his railroad system to connect the area to the rest of the country, making Palm Beach “America’s First Resort Destination.” Today, The Ritz-Carlton offers guests a picturesque playground where sun-seekers, polo fans, watersport enthusiasts, shoppers and those just wanting to relax, can gather to indulge in the beauty of Palm Beach. The resort offers 7 acres of lush tropical gardens, an exclusive beach on the Atlantic Coast, 2 outdoor pools, and provides plush accommodations and exceptional customer service that will make your experience truly memorable. It is located just 8 miles south of Palm Beach International Airport (PBI). Ground transportation is available at the airport in the form of taxi, private sedan, or shuttle bus.

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**Wednesday, June 6, 2012**

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5:30 p.m. – 6:30 p.m.

**WOMEN'S INITIATIVE  
COCKTAIL RECEPTION**

Ocean 2

Women attendees are invited to arrive in Palm Beach a bit early in order to make connections with their female counterparts at this special pre-conference cocktail reception.

**Julie M. Kennedy**  
*Women's Initiative Practice  
Group Liaison*  
JOHNSON & BELL, LTD.  
Chicago, Illinois

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6:35 p.m. – 9:30 p.m.

**WELCOME RECEPTION  
& DINNER BUFFET**

Courtyard Pool

Welcome to Palm Beach! We hope your travel arrangements will allow you to arrive in time to enjoy a welcome cocktail and dinner buffet with your fellow program attendees.

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**Thursday, June 7, 2012**

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7:00 a.m. – 8:15 a.m.

**BREAKFAST**

Salon 3

This expanded breakfast offers all attendees the chance to arrive early and enjoy a greater networking opportunity.

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8:15 a.m. – 3:00 p.m.

**GENERAL SESSION**

Salons 1 & 2

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8:15 a.m. – 8:30 a.m.

**INTRODUCTIONS & OPENING  
REMARKS**

**Michael J. Murphy**  
*Chair, ALFA International  
Board of Directors*  
CARTER, CONBOY, CASE,  
BLACKMORE, MALONEY  
& LAIRD, P.C.  
Albany, New York

**Julie M. Kennedy**  
*Chair, ALFA International  
Retail-Real Estate Practice Group*  
JOHNSON & BELL, LTD.  
Chicago, Illinois

**Jeffrey H. Newman**  
*Program Chair, ALFA International  
Retail-Real Estate Practice Group*  
SILLS CUMMIS & GROSS P.C.  
Newark, New Jersey

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8:30 a.m. – 9:45 a.m.

**CORPORATE COMPLIANCE,  
INTERNAL INVESTIGATIONS AND  
THE EXPLOSION OF QUI-TAM**

This panel will explore the opportunities and challenges presented to a company faced with an employee-whistleblower making allegations of misconduct by other employees or management that could expose the company to criminal and civil liability. We will analyze the pros and cons of initiating an internal corporate investigation, the ways in which such an investigation should be conducted, who should conduct the investigation, potential ethical

issues involved in conducting such an investigation, whether and how to prepare a final investigative written report for the company's management and board, and what to do with a written report if one is prepared. The panel will pay particular attention to issues relating to media publicity, government investigations if the whistleblower chooses to disclose information to the government, legal representation of company personnel during the course of the internal and government investigations, and how to handle potential qui-tam actions by the whistleblower and government if the company is involved in a business receiving government funds.

**Moderator:**

**Hervé Gouraige**  
SILLS CUMMIS & GROSS P.C.  
Newark, New Jersey

**Bart M. Schwartz**  
*Chairman*  
GUIDEPOST SOLUTIONS LLC  
New York, New York

**Patrick J. Gnazzo**  
*Principal*  
BETTER BUSINESS PRACTICES LLC  
McLean, Virginia

**Richard Hayes**  
*Assistant United States Attorney*  
EASTERN DISTRICT OF NEW YORK  
New York, New York

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9:45 a.m. – 10:00 a.m.

**BREAK**

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10:00 a.m. – 11:00 a.m.

### **STRING OF PEARLS**

In this fast-paced session, the panelists will briefly and succinctly highlight recent trends in the economy, and developments in case law, as well as provide the application and effect of fresh decisions.

### **MEDICAL MARIJUANA**

#### **Hoyt S. Neal**

RENAUD COOK DRURY  
& MESAROS, PA  
Phoenix, Arizona

### **SOCIAL MEDIA**

**(Inadvertent Release of Sensitive or Confidential Information)**

#### **James Jarrow**

BAKER STERCHI COWDEN  
& RICE, LLC  
Kansas City, Missouri

### **SOCIAL MEDIA AND THE NATIONAL LABOR RELATIONS ACT: EMPLOYERS FACE A NEW REALITY IN DEALING WITH THE VIRTUAL WATER COOLER**

#### **Sean J. Milano**

MORRISON MAHONEY LLP  
Boston, Massachusetts

### **CIVIL LIABILITY**

**(Unexpected Risks of Internet Marketing)**

#### **C. Michael Ellingburg**

DANIEL COKER HORTON & BELL  
Jackson, Mississippi

### **UPDATE ON FEDERAL REGULATIONS AFFECTING RETAILERS**

#### **Sean W. Martin**

LEITNER, WILLIAMS, DOOLEY  
& NAPOLITAN, PLLC  
Chattanooga, Tennessee

### **PITFALLS AND PLANNING FOR THE TAX CONSEQUENCES OF LOAN WORKOUTS AND RESTRUCTURING**

#### **Vicki L. Berman**

DEAN, MEAD, EGERTON  
BLOODWORTH, ET AL.  
Orlando, Florida

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11:00 a.m. – 11:15 a.m.

### **BREAK**

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11:15 a.m. – 12:15 p.m.

### **WHAT DO YOU THINK?**

Salon 3

Following the String of Pearls, all attendees will be placed at roundtables to discuss various aspects of the String of Pearls and Corporate Compliance/Internal Investigations panels. A representative from each table will be selected to give a brief synopsis of the discussion points and proffered comments and/or solutions.

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12:15 p.m. – 1:15 p.m.

### **LUNCH BUFFET**

Salon 3

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1:15 p.m. – 2:15 p.m.

### **IN-HOUSE COUNSEL ONLY SEMINAR**

The Plaza Ballroom

This in-house counsel only seminar will allow in-house counsel to privately discuss topics of particular interest to them and their practice management including AFA's and enhancing relationships with outside counsel. The seminar will be lead by two in-house counsel who will raise

issues from the co-panelists as well as all attendees, and seek to find best practice solutions.

### **Co-Moderators**

#### **Sheryl Garland**

*Vice President, Senior Counsel*  
NORDSTROM, INC.  
Seattle, Washington

#### **Mark A. Payne**

*Associate General Counsel*  
SIMON PROPERTY GROUP  
Indianapolis, Indiana

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1:15 p.m. – 2:15 p.m.

### **CONCURRENT ALFA ONLY SEMINAR**

Salons 1 & 2

This ALFA attendee only session will focus on practice group leadership and business development suggestions and initiatives, as well as other related topics of interest.

### **Co-Moderators:**

#### **Julie Kennedy**

*Chair, ALFA International*  
*Retail-Real Estate Practice Group*  
JOHNSON AND BELL  
Chicago, Illinois

#### **Jeffrey H. Newman**

*Program Chair, ALFA International*  
*Retail-Real Estate Practice Group*  
SILLS CUMMIS & GROSS P.C.  
Newark, New Jersey

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2:15 p.m. – 2:30 p.m.

### **BREAK**

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2:30 p.m. – 3:00 p.m.

**REPORT OF IN-HOUSE COUNSEL:  
DE-BRIEFING SESSION**

At this session, in-house counsel will report to the group at large and share the issues raised and various solutions offered.

**Co-Moderators:**

**Sheryl Garland**  
*Vice President, Senior Counsel*  
NORDSTROM, INC.  
Seattle, Washington

**Mark A. Payne**  
*Associate General Counsel*  
SIMON PROPERTY GROUP  
Indianapolis, Indiana

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3:00 p.m. – 5:00 p.m.

**AFTERNOON BREAK**

Courtyard Pool Lawn

Join your colleagues for drinks and conversation sponsored by ALFA at a specially designated area poolside, or relax on your own and enjoy the hotel amenities and the South Florida late spring weather.

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5:45 p.m. – 9:00 p.m.

**COCKTAIL RECEPTION  
& DINNER BUFFET**

Resort Pool

After a day spent exploring the challenging issues and recent trends in retail-real estate it's time to unwind with a relaxing dinner by the pool and chat with your fellow program attendees while enjoying the warmth of Palm Beach.

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**Friday, June 8, 2012**

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7:30 a.m. – 8:30 a.m.

**BREAKFAST & ROUNDTABLES**

Salon 3

A grouping of tables will be specially designated to allow attendees to participate in a discussion of their choice. Each table will be led by an ALFA attorney and/or client advisory board member. Topics will include an expansion of those presented during the String of Pearls and Corporate Compliance/Internal Investigations sessions as well as those specifically chosen by attendees. This format will allow attendees to spend "one-on-one" time with each other and with client advisory board members.

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**BLOCKBUSTER SESSION**

This "Blockbuster Session" will cover the partnering issues between inside and outside counsel, as well as the evolving new "cost-benefit matrix."

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8:30 a.m. – 9:10 a.m.

**PART I: AFA'S AND THE NEW  
LEGAL PARADIGM**

**Introduced by:**

**David McDowell**  
RENAUD COOK DRURY  
MESAROS, PA  
Phoenix, Arizona

**Moderator:**

**Pamela H. Woldow**  
*General Counsel*  
EDGE INTERNATIONAL, INC.  
Philadelphia, Pennsylvania

**In-House Panelist:**

**Mark A. Payne**  
*Associate General Counsel*  
SIMON PROPERTY GROUP  
Indianapolis, Indiana

**In-House Panelist:**

**Kerry Braxton**  
*Senior Counsel and Risk Manager*  
FEDEX OFFICE  
Dallas, Texas

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9:10 a.m. – 9:25 a.m.

**BREAK**

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9:25 a.m. – 10:00 a.m.

**PART II: HOW TO ENHANCE YOUR  
RELATIONSHIP WITH IN-HOUSE  
COUNSEL**

**Introduced by:**

**Ryan Winter**  
HALL & EVANS LLC  
Denver, Colorado

**Moderator:**

**Pamela H. Woldow**  
*General Counsel*  
EDGE INTERNATIONAL, INC.  
Philadelphia, Pennsylvania

**In-House Panelist:**

**Jerry M. Cyncynatus**  
*Associate General Counsel,  
Real Estate Leasing*  
DDR CORP.  
Beachwood, Ohio

**In-House Panelist:**

**Margaret McCulla**  
*Corporate Counsel*  
COSTCO WHOLESALE  
Sterling, Virginia

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10:00 a.m. – 10:15 a.m.

**BREAK**

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10:15 a.m. – 11:00 a.m.

**PART III: LEGAL PROJECT  
MANAGEMENT**

**Introduced By:**

**Jill D. Laney**  
COSGRAVE VERGEER KESTER LLP  
Portland, Oregon

**Moderator:**

**Pamela H. Woldow**  
General Counsel  
EDGE INTERNATIONAL, INC.  
Philadelphia, Pennsylvania

**In-House Panelist:**

**Jack Miller**  
General Counsel  
ZARA  
New York, New York

**In-House Panelist:**

**C.J. Childers**  
Senior Corporate Litigation Counsel  
FAMILY DOLLAR STORES, INC.  
Charlotte, North Carolina

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11:00 a.m. – 11:15 a.m.

**QUESTIONS AND ANSWERS  
END OF BLOCKBUSTER SESSION**

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11:15 a.m. – 11:30 a.m.

**CLOSING REMARKS**

**Jeffrey H. Newman**  
Program Chair, ALFA International  
Retail-Real Estate Practice Group  
SILLS CUMMIS & GROSS P.C.  
Newark, New Jersey

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11:30 a.m.

**LIGHT LUNCH AND TASTY GOODIES  
FOR THE TRIP HOME**

An opportunity to enjoy a light lunch, take some treats for the trip home and say “goodbye” to your friends and colleagues.

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6:00 p.m.

**FAREWELL DINNER**

If you are planning to extend your stay over the weekend for a personal vacation, we invite you to join your ALFA colleagues for a casual, buffet dinner at the Ritz’s on-premises restaurant, Temple Orange. Take this time to share your thoughts and experiences with your colleagues, or simply enjoy a cocktail and some great food. This activity is optional, therefore please RSVP in advance.

## WHAT IS ALFA INTERNATIONAL?

ALFA International is a network of independent law firms. ALFA International’s membership is comprised of 145 law firms (85 U.S. based firms, 60 non-U.S. based firms) employing over 9,000 lawyers and 10,000 other legal professionals. Member firms are located in nearly every U.S. state as well as in Canada, Mexico, Europe, Africa, Latin America, South America, Southeast Asia, Australia and the Pacific Rim. ALFA International’s basic objective, accomplished through its member firms and their activities, is to improve the quality and efficiency of legal services and to provide those services to clients within a reasonable and value oriented cost formula across jurisdictions around the world.

## SPEAKER BIOS

**VICKI L. BERMAN** has been practicing with ALFA firm Dean Mead for more than 26 years. During that time, she has represented buyers and sellers, landlords and tenants, borrowers and lenders, investors and developers in a wide variety of commercial and residential real estate transactions. She has principal responsibility for one of the firm's largest clients, a REIT, which is currently the largest office landlord in Orlando. In addition to office leasing, Ms. Berman has significant experience in retail leasing. She is also on the team which represents the firm's largest client, a major Florida landowner, and has handled several significant transactions for the purchase and sale of real estate, including several 1031 transactions.

**KERRY E. BRAXTON** is Senior Counsel and Risk Manager for FedEx Office, whose corporate offices are located in Dallas, Texas. Mr. Braxton's responsibilities at FedEx Office include the management and supervision of insurance procurement, claims management, insurance defense litigation and OSHA compliance, both domestic and international. Mr. Braxton retains and works directly with defense counsel, insurance brokers, third-party administrators and safety consultants.

**C.J. CHILDERS** was born in Virginia and raised in the resort town of White Sulphur Springs, West Virginia. He attended Bridgewater College obtaining a degree in business administration. He then obtained his J.D. from the West Virginia University College of Law in 1999 and has been licensed in North

Carolina since that time. In 2000, he was also admitted to practice in South Carolina. Mr. Childers began practicing in Charlotte, North Carolina with a regional defense firm that focused primarily on general liability, workers' compensation and medical malpractice litigation. Mr. Childers accepted a position with Family Dollar Stores, Inc. in 2006 as Litigation Counsel in charge of the company's general liability litigation. In 2008, he stepped into the role of Senior Litigation Counsel and took on the additional responsibilities of managing the company's commercial and real estate litigation.

**JERRY M. CYNYNATUS** is Associate General Counsel-Real Estate Leasing for DDR Corp. (formerly known as Developers Diversified Realty Corporation), a publicly traded real estate investment trust based in Beachwood, Ohio. DDR owns and operates more than 500 retail shopping centers situated in 41 states, Puerto Rico and Brazil totaling approximately 126 million square feet of retail space. Mr. Cyncynatus joined DDR in 1985 as a staff attorney. His current responsibilities include the supervision of all leasing and lease administration operations for DDR's Legal Department which has generated an average of approximately 750 new leases and 1100 renewals/extensions totaling approximately 11.25 million square feet of retail space in 2010 and 2011. Mr. Cyncynatus' practice group also handles outparcel transactions for DDR. Mr. Cyncynatus earned his B.A degree from The Ohio State University and his J.D. from The University of Toledo. He is a member of the Cleveland and Ohio

State Bar Associations. Mr. Cyncynatus is currently a member of the Program Committee for the ICSC National Law Conference and the past Chair and current member of the Program Committee for the ICSC Regional Law Conference for Ohio, Kentucky, Indiana, Michigan and Pennsylvania.

**C. MICHAEL ELLINGBURG** has practiced law with the ALFA firm of Daniel Coker Horton & Bell since 1976. He is Chair of Daniel Coker's Commercial/Business Litigation and Appellate Practice Groups. Mike holds a Martindale AV Preeminent rating of 5.0/5.0, and is listed in Best Lawyers in America in the areas of Commercial Litigation, Banking & Finance Litigation, Construction Litigation and Securities Litigation. An active member of the ALFA Business Litigation Practice Group since its inception, Mike's practice covers a broad spectrum of cases involving both traditional and evolving legal theories asserted in disputes arising in the business environment.

**SHERYL GARLAND** is Vice President and Senior Counsel in the Risk Management Department at Nordstrom, Inc. one of the nation's leading fashion specialty retailers with 225 stores in 29 states. Nordstrom is self-insured and self-administered and Sheryl is responsible for managing claims and litigation on all lines of business including employment, premise, intellectual property and general business and commercial litigation. Sheryl also chairs the National Retail Federation's Committee on Employment Law. Prior to moving in-house, Sheryl

was one of Nordstrom's outside litigation attorneys. She also worked on the sales floor at Nordstrom for over 8 years.

**PATRICK J. GNAZZO** is an expert in the areas of corporate ethics and compliance for domestic and international business. Mr. Gnazzo is the Principal of Better Business Practices LLC. Better Business Practices specializes in Business Compliance and Ethics Assessments; Compliance and Hotline Reporting; Development and Promulgation of Compliance, Ethics and Employee Open Communication Programs; The Development of Risk Management Processes and Reviews; Employee, Management and Board of Director Ethics and Compliance Training and Management Advise involving Deferred Prosecution and Administrative Agreements. Better Business Practices also offers expertise in the development of Chief Ethics and Compliance Officer Positions, Chief Risk Officer Positions, Ombudsman and Hotline Management, Government Contracting and Litigation Management, Government Relations Programs and Domestic and International Operations. Mr. Gnazzo was most recently the senior vice president and general manager of CA's Public Sector business. Previously, Pat was senior vice president, business practices, and chief compliance officer at CA. Prior to joining CA in 2005, Pat served as chief compliance officer at United Technologies Corporation (UTC) for ten years. Pat joined UTC in 1981, from the U.S. Navy's Office of the General Counsel. Pat's last position in the Navy was associate general counsel, chief trial attorney and director of the U.S. Department of the Navy's litigation division. Pat is an executive fellow at Bentley College's Center for Business Ethics, a member of the Procurement Round Table and

on the Board of Advisors of the National Contract Management Association. He also served on the board of directors of the Ethics Resource Center, on the board of directors of the Ethics and Compliance Officers Association and as Chairman of the Defense Industry Initiative working group. He is a frequent lecturer on ethics and compliance.

**HERVÉ GOURAIGE** served as an Assistant United States Attorney in the Southern District of New York under U.S. Attorney Rudolph Giuliani (1984-91). He handled criminal cases involving business fraud, tax fraud, health care fraud and national security. On November 8, 2011, Mr. Gouraige was elected to a two-year term as president of the Harvard Law School Association of New Jersey. He is a member of the Litigation Counsel of America, an invitation-only trial lawyer honorary society, and a Trustee Emeritus (and former President) of the Board of Trustees of the Newark School of the Arts. He is a former member of the New Jersey and New York Rhodes Scholarship Selection Committees. Mr. Gouraige has served as a member of the Board of Directors of the Urban League of Hudson County (New Jersey) and The Legal Aid Society in New York (2002 - 08). By appointment of the Mayor, Mr. Gouraige served on the Judicial Advisory Committee of New York City under Mayor Rudolph Giuliani. Mr. Gouraige has taught trial advocacy for the National Institute of Trial Advocacy at Hofstra University Law School, where he served as a Team Leader. He has also taught trial advocacy at Widener University School of Law and at Benjamin N. Cardozo School of Law. Mr. Gouraige lectures for the ABA, ALI-ABA and PLI on civil and criminal issues. He is an elected

member of the American Law Institute, and he has written a number of articles for professional journals.

**RICHARD K. HAYES** is Assistant United States Attorney, Chief, Affirmative Civil Enforcement, Eastern District of New York specializing in civil fraud investigations and prosecutions under the False Claims Act, including defense contract fraud, government procurement fraud, health care fraud, and HUD fraud. Other litigation has included: mortgage fraud; civil RICO; the Resource Conservation and Recovery Act; drug and listed chemical diversion under the Controlled Substances Act; civil forfeiture; and a range of defensive cases. Mr. Hayes is a two-time recipient of Director's Award for Superior Performance, Executive Office of United States Attorneys, United States Department of Justice. He is also a recipient of the Henry L. Stimson Medal for outstanding performance as an Assistant United States Attorney, Association of the Bar of the City of New York. Mr. Hayes received his B.A. from Fordham College and his J.D. from Fordham University School of Law.

**JAMES R. JARROW** is a member of the Kansas City, Missouri ALFA International member firm, Baker Sterchi Cowden & Rice L.L.C. He is on the ALFA Retail Steering Committee and is experienced in the defense of retailers, including litigation and transactional matters. Mr. Jarrow is a frequently requested speaker and CLE Instructor.

**JULIE M. KENNEDY** is a shareholder with the ALFA International law firm of Johnson & Bell, Ltd. in Chicago, Illinois, one of the Midwest's premier litigation firms with expertise in complex cases



of all types. Ms. Kennedy concentrates her practice in the retail industry in both commercial and general litigation. She has tried cases to verdict in Cook County and the surrounding districts. She has represented a national drug store chain coordinating multi-district litigation involving mass torts. She is the current Chair for ALFA International's Retail Real Estate Practice Group.

**JILL D. LANEY** is the Managing Partner of Cosgrave Vergeer Kester LLP, ALFA International's Portland, Oregon firm. She received her Bachelor of Science in Nursing from the University of Portland and her law degree from Willamette University College of Law, where she graduated cum laude. Jill's law practice focuses on corporate and real estate matters. Jill is a frequent speaker for trade organizations and regularly contributes to trade publications. Jill is a member and Past President of the Commercial Real Estate Women (CREW Portland). She is also a member of the International Council of Shopping Centers and ALFA International's Retail Practice Group Steering Committee. Jill serves on the board of St. Andrews Legal Clinic, a local non-profit that meets the needs of low and moderate income people with family law concerns. She is also a personal shopper for Dress for Success.

**SEAN W. MARTIN** is a partner in the Chattanooga, Tennessee office of ALFA firm Leitner, Williams, Dooley & Napolitan. Licensed in both Tennessee and Georgia, Mr. Martin maintains a diverse litigation practice with an emphasis on commercial litigation. Mr. Martin serves on the ALFA Business Litigation and Hospitality Practice Groups and is also active in the Defense

Research Institute (DRI). Mr. Martin received an MBA and JD from the University of Memphis.

**MARGARET MCCULLA** is Corporate Counsel for Costco Wholesale Corporation in charge of the legal aspects of Costco's land acquisition and development activities along the Eastern seaboard of the United States, in Ontario and in Puerto Rico. Ms. McCulla has been employed by Costco since April 1999. Before joining Costco, Ms. McCulla was general counsel and senior vice president of The Artery Group, a retail and residential development company operating in the mid Atlantic region. Prior to her stint at The Artery Group, Ms. McCulla practiced law for nine years with the Washington, DC office of Gibson, Dunn & Crutcher in the fields of commercial real estate and corporate law. Before becoming a lawyer, Ms. McCulla worked in a variety of positions at the U.S. Department of Housing and Urban Development, mainly in the areas of multifamily housing finance and management. Ms. McCulla obtained her JD from Georgetown University Law Center in Washington, DC. She is a member of the bars of the State of Maryland and the District of Columbia.

**DAVID MCDOWELL** is the Co-Managing Shareholder at the ALFA Phoenix, Arizona firm of Renaud Cook Drury Mesaros, PA. David received his B.S. in Business Administration with a focus in Accounting from Washington State University and his J.D. from University of Oregon College of Law. David is the firm's practice group leader for the Business & Real Estate transactions. David concentrates his practice in the area of importance to businesses including acquisition, structuring, financial planning, risk

management, leasing, and asset purchases and sales. He works closely with his firm's employment group to assist business clients with employment issues including non-competition agreements, employment contracts, and litigation.

**SEAN J. MILANO** is a partner in the Boston, Massachusetts ALFA firm of Morrison Mahoney LLP. Mr. Milano's practice is concentrated in the areas of tort and contract litigation involving premises liability, construction accidents and products liability, as well as commercial and business litigation. Mr. Milano has substantial experience in the representation of retailers and shopping center owners, managers and developers in matters involving allegations of negligent security, maintenance and management, as well as claims for breach of contract and contractual indemnification. He has successfully represented clients in state and federal courts in Massachusetts, New Hampshire and Connecticut and he has tried numerous cases to both juries and judges. Mr. Milano is a member of the International Council of Shopping Centers, Defense Research Institute, Massachusetts Defense Lawyers Association and the Massachusetts and New Hampshire Bar Associations and he serves on the ALFA International Retail Practice Group and Hospitality Practice Group Steering Committees.

**JACK MILLER** is General Counsel of Zara and Massimo Dutti for the United States and Canada. He joined the Spanish parent company Inditex in 2007. Jack is responsible for legal matters involving real estate, human resources, intellectual property, litigation management, and general corporate matters. He was a lawyer for Ethan

Allen prior to joining Zara. Prior to Ethan Allen, Jack practiced law for the law firm Miller Adel. He received his law and undergraduate degrees from McGill University and an MBA from the City University of New York Baruch College. Jack is fluent in French and hopes to soon be fluent in Spanish.

**MICHAEL J. MURPHY** is a partner of the Albany, New York ALFA International firm of Carter, Conboy. Mr. Murphy is a trial attorney handling complex litigation with an emphasis on employment law. He maintains an active trial practice in state and federal courts as well as before the EEOC and the New York State Division for Human Rights. He is regularly retained by leaders in business, government and the professions to represent their interests in sensitive, high profile litigation and investigations. Mr. Murphy is currently Chair of ALFA International and Past President of the Northern District of New York Federal Court Bar Association. He is a graduate of the State University of New York at Oswego and Albany Law School.

**HOYT S. NEAL** is an attorney at the ALFA Phoenix, Arizona firm of Renaud Cook Drury Mesaros, PA. Hoyt received his B.S. in Economics from the College of Charleston and his J.D. from the University of Pittsburgh School of Law. Hoyt concentrates his practice in the area of commercial litigation including acquisition, structuring, risk management, leasing, and asset purchases and sales. He works closely with his firm's employment group to assist business clients with employment issues including non-competition agreements, employment contracts, and litigation. Hoyt is also an adjunct professor at Scottsdale Community College, where he teaches Business Transactions, Business Law and Ethics.

**JEFFREY H. NEWMAN** is a senior partner, member of the executive and management committees, and Chair of the Real Estate Department of Sills Cummis & Gross P.C., ALFA International's Newark, New Jersey-based law firm with offices at Rockefeller Center, New York City and Princeton, New Jersey. Mr. Newman has written numerous articles which can be obtained either from him directly at [jnewman@sillscummis.com](mailto:jnewman@sillscummis.com) or from the firm's website, [www.sillscummis.com](http://www.sillscummis.com). Mr. Newman speaks on a national basis on negotiating, leadership and marketing and has authored *Hear With Your Heart: Mastering the Art and Skill of Listening*. To learn more about Mr. Newman's book or other publications or to have Mr. Newman speak at your next event, visit [www.jeffreyhughnewman.com](http://www.jeffreyhughnewman.com).

**MARK A. PAYNE** is currently Associate General Counsel of Legal Operations for Simon Property Group, Inc. and has been with the Company for over 15 years. Simon Property Group, Inc. is a S&P 500 company and the largest real estate company in the U.S. The Company currently owns or has an interest in 337 properties comprising 245 million square feet of gross leasable area in North America and Asia. Simon is headquartered in Indianapolis, Indiana and employs more than 5,000 people worldwide. Mark's general responsibilities for Simon include supervising and directing general liability and commercial litigation; resolving pre-litigation disputes with tenants, vendors, contractors and partners; reviewing, drafting and negotiating contracts; working with governmental agencies; addressing labor and employment matters; advising executive management and property management regarding property management issues, corporate

operations and general corporate matters; and assisting with any other matter where legal support is necessary. Mark earned his JD degree from Indiana University School of Law - Indianapolis in 1987 and received his BA from Wabash College in 1984. Immediately prior to joining Simon, Mark was in private practice with a small litigation boutique firm located in Indianapolis, Indiana. Upon graduating from law school and prior to entering private practice, Mark served as a law clerk for Judge Robert Neal of the Indiana Court of Appeals and Judge William Steckler of the U.S. District Court for the Southern District of Indiana.

**BART M. SCHWARTZ**, described by the New York Times as the person "often sought out in...thorny situations" by corporations and having served as Chief of the Criminal Division of the U.S. Attorney's Office in New York, has wide experience providing advice and support to corporations, governments and individuals. For more than 30 years, he has managed crises, complex investigations, security, and sophisticated investigative services. Throughout his career, Mr. Schwartz has also had numerous court and other appointments to monitor the conduct of corporations, including BP, Deutsche Bank and Hewlett-Packard. He has received assignments from or with the approval of the Securities and Exchange Commission, the Department of Justice, the U.S. Attorney's Office for the S.D.N.Y., the Manhattan District Attorney's office, the New York School Construction Authority, and the New York Department of Environmental Conservation. As Chief of the Criminal Division of the U.S. Attorney's Office in New York under Rudolph Giuliani, Mr. Schwartz had direct responsibility for overseeing prosecutions related to financial and business fraud, organized

crime, and other types of white collar crime. In 1991 he founded and was CEO of Decision Strategies, an internationally recognized investigative and security firm. Mr. Schwartz is currently the Chairman and CEO of SolutionPoint International, Inc. which owns Guidepost Solutions, LLC, a global investigation and security consulting firm; Bode Technology Group, Inc., an internationally recognized forensic DNA laboratory; and NSM Surveillance, a manufacturer of sophisticated surveillance equipment for the military and other government agencies. He also chairs the Compliance Committee of the Board of a publicly traded company.

**RYAN L. WINTER** is a partner at Hall & Evans, LLC, ALFA International's Denver, Colorado law firm. He represents a wide range of businesses, and has litigated commercial and tort cases in state and federal court. A significant part of his practice focuses on litigating cases for retailers. He has lectured on a host of litigation related topics. He was admitted to practice law in 2000, after graduating from the University of Colorado School of Law. Prior to joining Hall & Evans, he was a Judicial Clerk for the Honorable Nancy E. Rice of the Supreme Court of Colorado, and also worked for the Colorado Attorney General's Office. He currently serves on the ALFA International Retail Practice Group Steering Committee. He may be contacted at [winterr@hallellans.com](mailto:winterr@hallellans.com).

**PAMELA H. WOLDOW** is a recognized global authority on the emerging face of the legal profession, with over 25 years of experience consulting to legal departments and law firm management, managing large legal departments and budgets, and

practicing law in a variety of settings. As a Partner and General Counsel of Edge International, Inc. she presently advises law departments on efficient operations, litigation management, selection and supervision of outside counsel and all aspects of the law firm-client relationship. She advises law firms on Legal Project Management, alternative fee arrangements, the counsel selection process, and responding to RFPs. Earlier, Ms. Woldow held positions as the Chief Counsel of the Pennsylvania Department of Insurance and later served as Pennsylvania's Deputy General Counsel. She has served as General Counsel of a diversified consumer services corporation. Her law firm background includes complex commercial and environmental litigation with large US firms. Pam's At The Intersection blog was named to the Blawg 100 by the American Bar Association, and she speaks frequently on trends in the legal marketplace. She has been designated a Certified Master Coach by the Behavioral Coaching Institute and is a member of the International Coaching Counsel. In addition, she is a Fellow in the College of Law Practice Management. Pam received her B.A. from Temple University and her J.D. with honors from the Chicago-Kent College of Law, where she was on Law Review. She is admitted to practice before the U.S. Supreme Court, the Ninth Circuit Court of Appeals, and the Pennsylvania and New Jersey courts.

## PROGRAM INFORMATION

### MEETING LOCATION:

The Ritz-Carlton, Palm Beach  
100 South Ocean Boulevard  
Manalapan, Florida 33462  
Tel: (561) 533-6000  
Fax: (561) 588-4555  
www.ritzcarlton.com

### REGISTRATION:

Please contact your ALFA International Attorney to register for this program.

**ATTENDANCE IS OPEN ONLY TO MEMBERS OF ALFA INTERNATIONAL AND THEIR INVITED GUESTS.**

### HOTEL INFORMATION:

**The ALFA International Room Block Rate is \$209.00 per night, single or double occupancy.** The deadline for obtaining a room reservation at the ALFA International rate is **May 11, 2012**. After that date, or once the block is filled, reservations will be made based on hotel availability and at a rate determined by the hotel. It is possible that all rooms in the ALFA block will be reserved before the deadline so please REGISTER EARLY. Hotel reservation requests are submitted by completing the online seminar registration process. Please contact your ALFA International attorney to register.

### ATTIRE:

The attire for the educational sessions throughout the conference is business casual. For the evening events on Wednesday and Thursday the attire is dressy casual (sport jacket suggested for men).

### CLE CREDIT:

ALFA International certifies that this program has been approved for 7.00 hours of General CLE credit in the states of Illinois and California.

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