

# INSIDE COUNSEL THINK TANK ON CORPORATE RESPONSIBILITY AND SUSTAINABILITY

April 28-30, 2017 | Greentree Foundation | Manhasset, NY



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We look forward to your participation in the Inside Counsel Think Tank. This welcome packet includes all program details including:

- Agenda
- Links to recommended readings
- Details regarding transportation to/from the venue
- General information regarding Greentree Foundation
- Menu details for your stay - Please note that dietary preferences and any allergies can be forwarded to Manon Murray

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## AGENDA

\*Chatham House Rule applies for the entirety of the program.

| FRIDAY, APRIL 28, 2017 |  |
|------------------------|--|
| 3:00 pm                | Greentree Foundation Opens<br><i>Please note that Greentree will not be able to accept the arrival of guests prior to 3pm.</i> |
| 4:00 pm                | WELCOME<br>Amelia Miazad, <i>Director</i><br>Initiative on Corporate Responsibility, Berkeley Law                              |

|                                 |  |
|---------------------------------|--|
| 4:10 pm                         | <p><b>ROLE OF GENERAL COUNSEL IN ADDRESSING BUSINESS-IN-SOCIETY ISSUES</b><br/> <i>Facilitated by Silvia Garrigo, Senior Fellow, Berkeley Law</i></p> <p>Ben Heineman<br/> <i>Former General Counsel, General Electric and Author, <u>The Inside Counsel Revolution</u></i></p> <p>The focus of this session is to discuss the Inside Counsel's Role as lawyer-statesman as well as Heineman's recent article, "<i>GCs Critical Public Policy Role in an Age of Upheaval</i>" and address the following questions:</p> <ol style="list-style-type: none"> <li>1. How can companies navigate the tensions between protectionism and globalism?</li> <li>2. In an era of deregulation, how can companies support regulatory frameworks that protect the public good rather than short-term corporate interests?</li> </ol> <p>Recommended reading:<br/> <a href="#"><i>GC's Critical Public Policy Role in an Age of Upheaval</i></a>, Ben W. Heineman, Jr., March 22, 2017, ACC Docket.</p> |
| 5:30 pm                         | BREAK  |
| 5:45 pm                         | <p><b>WELCOME RECEPTION</b></p> <p>Meryl Chertoff, <i>Executive Director</i><br/> Justice and Society Program, The Aspen Institute</p> <p>Tom Shropshire, <i>Partner</i><br/> Linklaters</p> <p>Christina Koulias, <i>Senior Manager</i>,<br/> UN Global Compact</p>   |
| 6:30 pm                         | DINNER   |
| <b>SATURDAY, APRIL 29, 2017</b> |  |
| 8:00 am                         | BREAKFAST  |
| 8:30 am                         | <p><b>WELCOME PANEL</b></p> <p>Adam Sterling, <i>Executive Director</i><br/> Berkeley Center for Law, Business and The Economy</p> <p>Amelia Miazad, <i>Director</i><br/> Initiative on Corporate Responsibility, Berkeley Law</p>   |

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|          | <p>Tom Shropshire, <i>Partner</i><br/>Linklaters</p> <p>Christina Koulias, Senior Manager,<br/>UN Global Compact</p>   |
| 8:45 am  | <p><b>FRAMING THE CONVERSATION</b><br/><i>By the Aspen Institute's Justice and Society Program</i></p> <p>Judge Elizabeth Stong<br/>Bankruptcy Court for the Eastern District of New York<br/><i>Co-Chair</i>, New York Fellows of the ABA</p> <p>The focus of this session is to discuss how corporations and individuals make trade-offs on rights and efficiency. What guiding principles can we take away from leading political philosophers to inform this process?</p> <p>Recommended reading:<br/><a href="#"><i>What's The Right Thing to Do?</i></a>, Michael J. Sandel<br/><a href="#"><i>The Ones Who Walk Away from Omelas</i></a>, Ursula K. Le Guin</p> |
| 9:45 am  | COFFEE BREAK   |
| 10:00 am | <p><b>THE INSIDE COUNSEL'S ROLE IN MANAGING HUMAN RIGHTS</b></p> <p>John Sherman<br/><i>General Counsel</i>, Shift and<br/><i>Chair</i>, IBA Taskforce on Business and Human Rights</p> <p>The focus of this session is to discuss the key nexus between the role of the inside lawyer and the management of human rights.</p>   |
| 10:35 am | <p><b>HOW INSIDE COUNSEL CAN ACCELERATE SUPPLY CHAIN MANAGEMENT INNOVATION</b></p> <p>Dan Viederman, <i>Managing Director</i><br/>Humanity United</p> <p>The focus of this session is to discuss supply chain innovation by Nestle, Patagonia, and Google.</p>   |
| 12:00 pm | LUNCH  |

|                        |  |
|------------------------|--|
| 1:00 pm                | <p>DATA PRIVACY AS A CSR RISK AND OPPORTUNITY</p> <p>Justin Erlich, <i>Data Privacy Expert &amp; Lecturer</i><br/>UC Berkeley School of Information</p> <p>Olga Mack, <i>General Counsel</i><br/>Clearside</p> <p>The focus of this session is to discuss:</p> <ul style="list-style-type: none"> <li>- <i>The current state of play for management of data privacy</i></li> <li>- <i>The GCs role in advising the board on data privacy</i></li> <li>- <i>The inside counsel's leadership of privacy as a CSR risk and opportunity (focus on MasterCard)</i></li> </ul> |
| 2:30 pm                | COFFEE BREAK   |
| 2:45 pm                | <p>CSR AND MERGERS AND ACQUISITIONS</p> <p>Tom Shropshire, <i>Partner</i><br/>Vanessa Havard-Williams, <i>Partner</i><br/>Linklaters</p> <p>The focus of this session is to discuss best practices for incorporating CSR and human rights into the M&amp;A due diligence process.</p>  |
| 4 pm                   | <p>SPOTLIGHT ON REPORTING &amp; DISCLOSURE: CLOROX</p> <p>Amelia Miazad, <i>Director</i><br/>Initiative on Corporate Responsibility, Berkeley Law</p>  |
| 4:30 pm                | BREAK  |
| 4:45 pm                | <p>SPOTLIGHT ON MANAGING HUMAN RIGHTS: BARRICK GOLD</p> <p>John Sherman<br/><i>General Counsel</i>, Shift and<br/><i>Chair</i>, IBA Taskforce on Business and Human Rights</p> <p>Recommended reading:<br/><a href="#"><i>Putting the Guiding Principles into Action: Human Rights at Barrick Gold (A)</i></a>,<br/>Rebecca Henderson, Nien-He Hsieh, Rev. April 4, 2016, 9-315-108.</p>   |
| 6 pm                   | RECEPTION<br>and Tour of Greentree Estate (optional)   |
| 7 pm                   | DINNER   |
| SUNDAY, APRIL 30, 2017 |  |

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| 8:30 am  | BREAKFAST   |
| 9:00 am  | WELCOME<br><br><i>Amelia Miazad, Director</i><br>Initiative on Corporate Responsibility, Berkeley Law   |
| 9:10 am  | THE EVOLUTION OF SOFT LAW TO HARD LAW AND WHY THE LEGAL FUNCTION MUST BE EMBEDDED IN CSR STRATEGY<br><br><i>Stavros Gadinis, Professor of Law</i><br>Berkeley Law   |
| 10:30 am | BREAK   |
| 10:40 am | BEYOND COMPLIANCE: ACHIEVING GOOD GOVERNANCE THROUGH TACKLING CORRUPTION RISK<br><br>The focus of this session is to discuss:<br><br>- <i>What are the evolving expectations of the public (and legislators, regulators, and ultimately prosecutors) on business?</i><br>- <i>What is business's contribution to broad social goods such as good governance?</i><br>- <i>What's in it for business?</i><br><br><i>Ulysses Smith, Senior Associate</i><br>Linklaters |
| 11:40 am | GOVERNANCE OF SUSTAINABILITY AND NEXUS WITH THE LEGAL FUNCTION<br><i>A discussion highlighting governance at Pepsi and Nestle</i><br><br><i>Silvia Garrigo, Senior Fellow</i><br>Berkeley Law<br><br><i>Amelia Miazad, Director</i><br>Initiative on Corporate Responsibility, Berkeley Law   |
| 12:30 pm | LUNCH   |

\*Chatham House Rule applies for the entirety of the conference.

When a meeting, or part thereof, is held under the Chatham House Rule, participants are free to use the information received, but neither the identity nor the affiliation of the speaker(s), nor that of any other participant, may be revealed.

## READINGS

[GC's Critical Public Policy Role in an Age of Upheaval](#), Ben W. Heineman, Jr., March 22, 2017, ACC Docket.

[Putting the Guiding Principles into Action: Human Rights at Barrick Gold](#) (A), Rebecca Henderson, Nien-He Hsieh, Rev. April 4, 2016, 9-315-108. (We have obtained permission from HBS to disseminate this)

Aspen Institute Justice & Society Program Readings:

- [What's The Right Thing to Do?](#), Michael J. Sandel
- [The Ones Who Walk Away from Omelas](#), Ursula K. Le Guin

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## GENERAL INFORMATION

### ATTIRE

The attire for the weekend is business attire.

### THE GREENTREE FOUNDATION

The Greentree Foundation is comprised of two buildings that serve as primary meeting facilities: the Main House and the John Hay Whitney and Betsey Cushing Whitney Center for International Justice (Whitney Center). There are also two additional guest houses. All meetings and meals will be held in the Whitney Center. Room assignments have been made in both the Whitney Center and the Main House. Greentree provides on-site shuttle service between buildings from breakfast until 10:30pm or you may also walk between buildings.

### DIRECTIONS

Greentree Foundation  
220 Community Drive (just north of North Shore University Hospital)  
Manhasset, New York 11030

Greentree Property  
Main House Phone Number: +1 (516) 684-2500  
GreenTree 24-hour number: +1 (516) 684-2525  
Whitney Center Phone Number: +1 (516) 684-3800  
Main House Fax: +1 (516) 627-6769 • Whitney Center Fax: +1 (516) 627-8141

### BY CAR

From NYC

- Long Island Expressway East to Exit #33 (Lakeville Road/Community Drive)
- Follow signs to Community Drive (second light)
- Make a left on Community Drive.
- Travel north on Community Drive, past North Shore Hospital.
- Just after the hospital, proceed VERY slowly and on your right you will see a white picket fence and a small white sign that says "Greentree – 220 Community Drive." Make a right into the drive and stop at the security gate. The guard will direct you to your meeting location.

From Eastern Long Island

- Long Island Expressway West to Exit #33 (Lakeville Road/Community Drive)
- Follow signs to Community Drive (first light)
- Make a right on Community Drive.
- Follow directions above.

BY TRAIN

Long Island Railroad

- Take the Port Washington Branch to Manhasset station. The train leaves from Penn Station in Manhattan, and takes approximately 40 minutes. For train schedules, see the LIRR website:
- <http://lirr42.mta.info/>
- Plandome Taxi Service available at the station. +1 (516) 627-0050 (It is approximately a 10 minute drive to Greentree. Please note that you may have to share a taxi with passengers going to other destinations. This is a common practice for suburban taxi services.)

BY AIR

JFK International Airport and LaGuardia Airport are approximately 15 miles away from Greentree. Because traffic varies, guests should allow approximately 45 minutes for travel between the airports and Greentree.

From JFK

- Belt Parkway East to Cross Island Parkway North to Long Island Expressway East (Exit 30E). Follow directions above.

From LaGuardia

- Grand Central Parkway East (towards Long Island) to Exit 10 (Long Island Expressway East). Follow directions above.

GROUND TRANSPORTATION

For your information, the following local vendors are familiar with the Manhasset area. Ubers are permitted to enter the grounds as long as guests present their state-issued photo ID at the security gate.

| Company                   | Contact Phone Number                             | Suggested Use                   | Average Fee (one way)  |
|---------------------------|--|---------------------------------|--|
| <i>All Star Limousine</i> | +1 (516) 627-7577<br>* Need advance reservation. | Town cars and 12-passenger vans | \$130 town car JFK airport, LaGuardia airport or Manhattan to and from Greentree |

|   |   |   |   |
|---|---|---|---|
| <i>Carey Car Service</i>                    | +1 (212) 599-1122<br>* Need advance reservation.<br>* Ask for Frank Marrero   | 21-passenger mini-coach (Note: this is the maximum size allowed at Greentree) | \$650<br>Mini-coach from Manhattan to Greentree                 |
| <i>Plandome Taxi (based near Manhasset)</i> | +1 (516) 627-0900<br>* Need 20-30 minute advance notice for pickup from Greentree.<br>* Taxis are usually waiting at the Manhasset train station. | Local taxi service to Manhasset train station, nearby hotels or airports      | \$7-10<br>Manhasset station to Greentree (10 minute drive time) |
| <i>Long Island Rail Road</i>                | For schedules, go to <a href="http://lirr42.mta.info/">http://lirr42.mta.info/</a><br>+1 (516) 822-LIRR   | From NYC Penn Station to Manhasset station via the Port Washington train line | \$7-\$15<br>Depends on time of day (travel time 35 minutes)     |

#### ARRIVALS/DEPARTURES

- Greentree is open to participants no more than 1 hour before and after the meeting begins and ends.
- In order to enter the Greentree property, you *must* present a state-issued photo ID at the security gate (i.e. passport, driver's license, etc.).
- You may check in either upon arrival or at a later time as set aside on the meeting agenda. Greentree staff will store luggage in the interim if need be.
- Check out from all guest rooms is at 12:00 NOON on the last day of the meeting. To streamline the process, you may bring your luggage to the entrance area of the Whitney Center on the morning of Sunday, April 30 on your way to breakfast.

#### FACILITIES & AMENITIES

The following facilities and amenities will be provided:

- 24-hour Business Center equipped with PC computer workstations, printers, color copiers, fax machine, and general office supplies
- Wifi access in all guest rooms and common areas
- Game Room
- Gym Facility
- Swimming Pool
- Squash and tennis courts

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## MENU

All beverages and meals will be provided for the weekend. The proposed menu for the weekend is listed below. Please contact Manon Murray at [manon.murray@aspeninstitute.org](mailto:manon.murray@aspeninstitute.org) if you have any aversions, dietary restrictions, or allergies. Greentree is able to accommodate all needs.



FRIDAY, APRIL 28, 2017

DINNER

First Course

*Asparagus Salad*

Main Course

*Herb infused pheasant with porto jus, wild rice, and sauteed gourmet mushrooms and swiss chard*

Dessert

*Choux Chantilly (cream puff)*

*Mixed fruit tart*

SATURDAY, APRIL 29, 2017

BREAKFAST

*Baked Egg Cocotte with Tomato Provencal and cilantro*

*Assortment of muffins, croissants, and danishes*

*Assorted bagels*

*Spreads: cream cheese, jam, and marmalade*

*Smoked salmon*

*Cereal and granola*

*Sliced fresh fruit*

*Greek yogurt and honey*

LUNCH

Scandinavian Menu

*Venison meatballs with brown sauce*

*Poached salmon with sweet mustard and dill sauce*

*Pork sausage*

*Beetroot salad*

*Roasted glazed cabbage*

*Shrimp salad with sour cream and dill dressing*

*Steamed potatoes*

*Flatbreads*

*Assorted cheeses*

DINNER

First Course

*Simple spring salad with young vegetables, petite greens, and sherry lemon vinaigrette*

Main Course

*Grilled flank steak with orzo salad and onion strings*

Dessert

*Flan*

*Red Velvet cupcake*

SUNDAY, APRIL 30, 2017

BREAKFAST

*Omelet station*

*Assortment of muffins, croissants, and danishes*  
*Assorted bagels*  
*Spreads: cream cheese, jam, and marmalade*  
*Smoked salmon*  
*Cereal and granola*  
*Sliced fresh fruit*  
*Greek yogurt and honey*

LUNCH

South American Menu

*Grilled skirt steak with chimichurri*  
*Shrimp with an aji pepper sauce*  
*Chef's Choice empanadas (vegetarian)*  
*Rice (vegetarian)*  
*Creole sauce*  
*Jardinera Salad - arugula, baby spinach, cherry tomato, red onion,  
avocado with lime vinaigrette*  
*Bread*

