

DATE and SCHEDULE Tuesday, March 8, 2016

Registration 7:30 a.m. – 7:55 a.m.

Welcome 7:55 a.m. – 8:00 a.m.

Session I 8:00 a.m. – 8:55 a.m.

Session II 8:55 a.m. – 9:50 a.m.

Break 9:50 a.m. – 10:10 a.m.

Session III 10:10 a.m. – 11:05 a.m.

Session IV 11:05 a.m. – 12:00 p.m.

Final Remarks 12:00 p.m. – 12:10 p.m.

REGISTER

RSVP online by Friday, March 4, 2016

LOCATION

Dorsey & Whitney Minnesota Room 50 South Sixth Street, Suite 1500 Minneapolis, Minnesota Telephone: (612) 340-2600 Map & Directions

PARKING

Complimentary event parking is available at these two locations:

1 Floors 4 through 8 only in the **50** South Sixth Street Ramp. Enter on

Dorsey & Whitney LLP Securities Seminar Series

Please join a panel of distinguished in-house counsel, industry experts, and Dorsey & Whitney attorneys for a conference addressing noteworthy matters affecting broker dealers, investment advisors, and money managers, including cybersecurity and privacy issues, insider trading law, SEC and FINRA priorities for 2016, and the current regulatory focus on individual liability.

Session I – Post-Newman Insider Trading Law (8:00 a.m. – 8:55 a.m.)

The Second Circuit's decision in *U.S. v. Newman*, 773 F.3d 438 (2nd Cir. 2014), undermined Preet Bharara's aggressive prosecution of insider trading in the Southern District of New York. *Newman* suggests that a tangible benefit and the trader's knowledge of the benefit are both required for a conviction. In the Ninth Circuit, however, a close relative or friend of an insider has a duty not to trade even if the information was gifted. *U.S. v. Salman*, 792 F.3d 1087 (9th Cir. 2015). Now SCOTUS has granted *certiorari* in *Salman* to resolve the potential conflict, and to clarify the standard originally set forth in *Dirks v. S.E.C.*, 463 U.S. 646 (1983). This panel will set the scene for these developments and describe the potential impact on those overseeing legal and compliance functions.

Kristin Zinsmaster, Moderator Attorney, Dorsey & Whitney LLP

Peter Bado, Panelist Chief Legal Officer & Corporate Secretary, Thrivent Investment Management Inc.

Tom Gorman, Panelist Partner, Dorsey & Whitney LLP

Jay Jackson, Panelist

Associate General Counsel, RBC Global Asset Management (U.S.) Inc.; Chief Legal Officer and Secretary, RBC Funds

Sixth Street between Hennepin Avenue and Nicollet Mall. Please do not park in the Client Parking section on level 3.

2 At the **Gaviidae Ramp** located on Sixth Street between Nicollet Mall and Marquette Avenue, on the right side.

Click here for directions.

CLE INFORMATION

We will apply for CLE credit in Colorado, lowa, Minnesota, North Dakota, Oregon, Utah and Washington. Dorsey is an Accredited CLE Provider in California and New York, and this program will be CLE accredited in those states. For any other state, Dorsey will not be applying for CLE credit, however, participants are welcome to apply for or claim credit according to their jurisdiction's regulations. For further information on CLE and credit matters, please contact Michelle Hubble.

QUESTIONS

For questions about this event, please contact <u>Jayne Wilgus</u>.

Session II – A Focus on Individual Liability

(8:55 a.m. – 9:50 a.m.)

Speeches by the director of the SEC's Enforcement Division, several important enforcement cases in 2015 in which chief compliance officers were individually charged, and the Yates Memo have placed a bull's-eye directly on the individual and encourage companies through the carrot of cooperation credit to identify officers and employees responsible for possible law violations. This panel will discuss this focus on the individual, analyze its likely impact on in-house lawyers and compliance officers, and describe proactive steps these key players may take to reduce the risk of individual liability.

J Jackson, Moderator Partner, Dorsey & Whitney LLP

Ben Anderson, Panelist Principal, Anderson PLC

Joe Fleming, Panelist

Senior Vice President and Chief Compliance Officer, RBC Wealth Management

Jennifer Lammers, Panelist Chief Compliance Officer, Galliard Capital Management, Inc.

Dan Torbenson, Panelist Chief Counsel, U.S. Regulatory & Corporate Services, RBC Capital Markets

Session III – SEC/FINRA Priorities

(10:10 a.m. – 11:05 a.m.)

Early each year, the SEC and FINRA publish their priorities for the year to come. Where they focus their resources and attention has the potential for real impact on member firms and investment managers. This panel will describe the SEC's and FINRA's priorities and discuss their impact.

Ben Anderson, Moderator Principal, Anderson PLC

Joe Fleming, Panelist Senior Vice President and Chief Compliance Officer, RBC Wealth Management

Jennifer Lammers, Panelist Chief Compliance Officer, Galliard Capital Management, Inc.

Ann McCague, Panelist Global Head of Compliance, Piper Jaffray Companies

Gail Van Horn, Panelist Vice President I Chief Legal Officer, U.S. Bancorp Investments

Session IV – Cybersecurity/Privacy in the Securities World (11:05 a.m. – 12:00 noon)

Cybersecurity is on everyone's mind: the risks are real and the impact of a security breach on a firm's clients is palpable. A breach may create significant regulatory and financial liabilities, tarnish the firm's core business, and raise serious doubts about the level of trust its clients should place with the firm. This Panel will provide a US cybersecurity law update, identify emerging risks, set forth recent regulatory guidance on cybersecurity, describe the hallmarks of a cybersecurity program, and address the roles of a firm's legal and compliance functions in identifying and addressing the regulatory risks in this important area.

Ben Anderson, Moderator Principal, Anderson PLC

Nancy Archer, Panelist Chief Compliance Officer, Riverbridge Partners, LLC

Melissa Krasnow, Panelist Partner, Dorsey & Whitney LLP

Larry Martinez, Panelist Senior Vice President, Legal Counsel and Chief Administrative Officer, D. A. Davidson Companies

Mike Newman, Panelist Vice President and Chief Counsel – IP, Technology & Contracts, Ameriprise Financial, Inc.

Final Remarks

(12:00 p.m. – 12:10 p.m.)