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Buyer Beware: SEC is Serious about FCPA Successor Liability

Wednesday, September 11, 2019

12:00 - 1:00 p.m. CDT

Dear IADC Member:

Please join us for a complimentary Webinar (Web-based seminar produced through Adobe Connect) sponsored by the IADC Corporate Counsel Committee, International Committee, and White Collar Defense and Investigation Committee on Wednesday, September 11, 2019 for (1) hour beginning at: 10:00 AM PDT / 11:00 AM MDT / 12:00 PM Noon CDT / 1:00 PM EDT.

HOW TO REGISTER:

ONLINE REGISTRATION! Although there is no fee to attend, you must register so that the IADC can plan accordingly for the number of interested participants. [Click here](#) to register online. You must be logged in with your IADC username and password in order to register. If you are registering multiple participants from the same firm, please register each participant individually.

We hope that you will join us for this exciting and informative program. If you have any questions, please contact **Melisa Maisel Vanis, Director of Professional Development**, at mmaisel@iadclaw.org or by telephone at 312.368.1494.

THE PRESENTATION:

Buyer Beware: SEC is Serious about FCPA Successor Liability

Companies looking at acquisitions need to try to eliminate the risk of successor liability for the acquired company's policies, practices, and missteps. Not only can successor liability diminish the value of the acquisition, but it can also expose the acquiring company to significant criminal liability, fines, negative media attention, and reputational damage. The SEC recently clamped down on an acquiring company for its failure to timely and comprehensively address matters discovered in its pre-acquisition due diligence and several post-acquisition audits.

This Webinar will acquaint attendees with the circumstances and holdings of *In the Matter of Kinross Gold Corporation*, SEC Release No. 82946 (March 26, 2018). The Kinross case demonstrates that pre-acquisition diligence is not enough. Companies must take meaningful efforts to affect necessary remediations, implement strong compliance programs, and closely monitor the real-world results of those programs. While the U.S. government may not require perfection on Day One post-acquisition, any company that permits a notable delay creates significant risk for itself. Although the Kinross case was a civil SEC settlement, there is every reason to believe that the DOJ would, if the facts were available, take a similar approach toward criminal enforcement.

THE PRESENTER:

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Bill Lawler is a partner at Vinson & Elkins LLP in Washington, DC. He is the co-head of Vinson & Elkins' Government Investigations and White Collar Practice Group. Bill represents corporations, organizations, government entities, and individuals in a wide variety of difficult and sensitive matters. His experience includes Foreign Corrupt Practices Act, criminal antitrust, health care fraud, public corruption, campaign finance, and other white collar crime issues. He frequently advises corporate boards, audit committees, and management on compliance, risk mitigation, and investigative matters. Many of Bill's matters are high profile ones, subject to public and media security. Prior to joining V&E, Bill was an Assistant United States Attorney for the District of Columbia. While a prosecutor, he received the Department of Justice's Attorney General's Award, as well as the United States Attorney's Award. A graduate of Georgetown Law, Bill has been recognized in *Chambers USA* and *Chambers Global* in a number of areas, including FCPA (2015-2019) and White Collar Crime & Government Investigations (2014–2019).

IADC Webinars are made possible by a grant from The Foundation of the IADC.

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