



ACC's CLO ThinkTank Series 2008

“FCPA ENFORCEMENT- SUCCESS STRATEGIES”

**Hosted by: Michael J. Holston
Executive Vice President, General Counsel & Secretary
Hewlett-Packard Company**

**April 4, 2008
10:00 a.m. – 2:00 p.m.
Ritz-Carlton Hotel, San Francisco**

* * * * *

Participants' Briefing Materials

* * * * *

ACC CLO THINKTANK SUMMARY/OUTLINE OF DISCUSSION TOPICS

FCPA Enforcement- Success Strategies

The following outline is intended to provide a short overview of some of the issues at the heart of this discussion topic. There may be other issues we've not identified or perspectives on the identified issues that are not adequately represented in the outline: you should feel free to raise these additional thoughts, as you like. ***The outline is merely intended as a starting point to help you identify discussion topics and tee up your conversation. There is no expectation that all issues will be covered during the discussion; instead, you'll be asked to select those most interesting to you so that the group can develop a consensus agenda at the beginning of the meeting.***

A. Organizational Issues/Functional Responsibilities

1. Setting the Tone at the Top: What does 'tone-at-the-top' mean within your organization when it comes to setting the tone on anti-corruption/anti-bribery? Is it CEO and C-Suite level tone—or is it 'tone-at-the-middle' (e.g., business leaders in geographic locations around the world), a combination or other? What practices do you implement to communicate the organization's messages/expectations/requirements? If faced with a prosecutor inquiring about whether the company has an effective program to prevent and detect (and remediate) FCPA violations, what factors would you describe? What are the "must haves" in setting your company's tone?

2. Role of CLO & Law Department: What role(s) do the CLO and law department play with regard to the company's FCPA/anti-bribery programs?

- *CLO's Role:* What are the CLO's responsibilities when it comes to developing and implementing FCPA-related measures? When investigations or other problems arise, are in-house lawyers used in the investigation process, and if so, in what capacity? What role do you play in assisting the Board in overseeing compliance in this area? Is there a specific Board committee on point for oversight in this area (e.g., governance/compliance committee, audit committee, etc.)? Do you provide regular reports regarding FCPA compliance initiatives to the Board? Do you provide internal compliance certifications regarding FCPA-related matters?
- *Lead FCPA/International Trade Lawyer; Law Department's Role:* Does your law department have a lead lawyer specializing in FCPA/anti-bribery/international trade matters? Is this person considered the 'go-to' person for advice, guidance and policy development in this area? Does this person report directly to you? Is that a change in organizational structure? Does this person provide internal compliance certifications regarding FCPA-related matters? What is the role of the law department in developing and implementing the organization's FCPA/anti-bribery compliance programs? Is the law department 'on-point'—or does it play more of a supporting role to other compliance, controls or ethics groups lead outside of authority of the legal function?
- *Role of in-house lawyers outside of the home office:* What is your experience with regard to the role of in-house lawyers outside of your organization's home office? Do all in-house lawyers—regardless of where they sit-- have organizational reporting relationships that ultimately leads on a solid-line basis to you as CLO? What are the pros and cons of this?

How does “where the lawyer sits” impact how the law department ensures compliance in this area? Have you implemented practices to help support and maintain a consistent role of in-house lawyers located in jurisdictions other than the organization’s corporate headquarters? What are the pros and cons of de-centralized vs. centralized leadership on this issue?

3. Ethics & Compliance Function(s): If your organization has a centralized ethics & compliance function, what role does it play with regard to FCPA/anti-bribery (e.g., communicating guidelines, developing/implementing training, investigating alleged violations, etc.)? Does it have a specialized anti-bribery function within the department? Does the ethics & compliance function report organizationally to the law department/you as CLO? Is this function on point for FCPA/anti-bribery oversight—or is point role handled by a lawyer within the law department or another executive leader within the company?

4. Chief Compliance /Ethics Officer: Does the company have a chief compliance/ethics officer? What is the scope of that person's role? Are you as CLO also the chief compliance/ethics officer? Is this a de facto role or a formal designation? What are the pros and cons of having the CLO as the Chief Compliance/Ethics Officer? Are FCPA-related issues within the scope of this person’s role? To whom does the Chief Compliance/Ethics Officer report? Does the compliance/ethics officer have direct access (and/or an organizational reporting relationship) to the Board? Are the ethics/compliance officers’ functions coordinated with the legal department, and if so, how?

5. Role of the Board; Oversight: How does the Board view its oversight role in this area? Does your Board have a designated committee that looks at these issues and what are the key focus areas for this committee? Are there ‘filters’ or policies outlining the types of matters that need to be brought to the attention of the Board (and corresponding time frames)? Have you developed a “rule” as to the level significance of an FCPA concern must rise to before it’s brought to the Board?

6. Other groups: Are there other corporate stakeholders/departments that play a role in establishing and implementing the organization’s FCPA-related programs?

- *Internal functional groups:* may include internal audit, finance, risk management, government relations, human resources, public affairs, corporate social responsibility officers, others—what key roles do they play?
- *Subsidiaries, Affiliates & External agents:* are there point persons within these entities responsible for ensuring compliance with and implementation of the organization’s policies and systems in this area? What is the law department’s role in supporting these efforts? What are the key challenges? Is your organization implementing/have you heard about best or leading practices in this area?

B. FCPA Prevention Practices

1. Policy; Global Approach: How/does your company implement and enforce anti-corruption/anti-bribery programs on a global level? Given the current trend in the U.S. for [greater FCPA enforcement](#), are companies/law departments [modifying current practices proactively](#), and if so, how?

- *Harmonization among jurisdictions:* What practices does your law department implement to monitor varying jurisdictional requirements (including FCPA, Inter-American Convention Against Corruption, OECD conventions, Canada’s The Corruption of Foreign Public Officials Act, United Nations Convention Against Corruption, plus the matrix of local

customs, practices and laws)? Is your organization's approach to develop a single set of standards and to harmonize the varying jurisdictional requirements and expectations in some way? Who makes decisions on how to harmonize requirements? How are these expectations communicated within the organization worldwide?

- *Setting Minimum Program Requirements for Global Programs:* If your organization has a global approach, does the program go beyond the minimum requirements in a given jurisdiction and use the most stringent requirements as a floor?
- *Key Policy/Standards/Principals/Guideline Elements:* Is the organization's program in the form of a policy, standard, principals or guidelines? Are they expectations or requirements? What are the key elements? Are they general or specific (e.g., does the document generally state the organization's position on anti-bribery/corruption or is it more specific—articulating standards or prohibitions on things like facilitating payments, kickbacks, conflicts of interest, political contributions, philanthropic contributions, gifts/hospitality, extortion, etc.)? What are the pros and cons of these approaches?
- *Treatment of Subsidiaries and Affiliates:* Do the organization's standards and policies extend to subsidiaries and affiliates? What are the challenges in implementing these expectations? What types of practices have you implemented to help ensure that these policies and expected conduct standards are effectively communicated and enforced? Do you require compliance certifications of leaders within these entities? What are the pros and cons of such certifications? Do you have written agreements with these entities?
- *Treatment of Agents, Commercial Intermediaries, Suppliers:* Does your organization provide its policies to these entities? Does the organization have written agreements that govern the relationships with these entities? Do they specifically address anti-bribery and prohibitions on assignment, and if so, how?
- *Reconciling business practices with local law and customs:* How does your organization reconcile business practice expectations in local jurisdictions with global organizational standards for ethical conduct?
- *Competitive concerns with local industries:* Does your organization have concerns regarding local industries or companies that may not implement global policies and instead follow local customs and practices that may be less restrictive? How do you address those concerns?
- *Differences for U.S.-based and non-U.S.-based companies:* Are/should there be differences in concerns and processes and practices for companies depending upon whether they are based within or outside of the United States? What might some of the key differences be?

2. Communications: How is your policy on FCPA compliance communicated throughout the organization (and, as applicable, to subsidiaries, affiliates, agents, intermediaries, suppliers, etc.)? How often are these communications reinforced? Are policies available via the organization's intranet—to all or only to some? How do you control and make clear to others (e.g., accountants, outside lawyers, vendors, etc.) the company's expectations in this area?

3. Training: Does your organization have specific anti-bribery/FCPA training tools/modules?

- *Types of training:* What constitutes “training” on this issue?: Is training on ethics primarily web-based, in-person, via video; different types depending upon location around the world? Is FCPA-related training part of a larger module of general compliance training, or is it a free-standing training: why? Did the organization develop the training internally? Is it offered in multiple languages?
- *Who receives training:* all employees, including the C-Suite and in-house lawyers? Is training offered to the Board? Is training provided to external service providers, vendors, affiliates/subsidiaries/joint venture partners? Others?
- *Mandatory; Certifications:* Is this training mandatory (for all or for some)? Does it include a certification component? What’s the required frequency for completing training modules (e.g., is it annually, bi-annually, as part of new hire orientation, other)? Does the organization track who has completed training and are there consequences for failing to complete required training?

4. Records; Internal Controls: What types of record-keeping practices is your organization implementing to accurately track payments and transactions? Who is charged with responsibility for maintaining these records? What type of training is provided to individuals on properly maintaining books and records? Who has access to them? Are the records regularly audited/how often? By whom (Internal Audit? Finance? others?)? Do agreements with third party intermediaries/agents/suppliers provide the right for the organization to inspect and audit their books and records? What are the pros and cons of including this type of provision? What are the greatest challenges in this area? Are you implementing/aware of best or leading practices in this area? Have you implemented practices to enhance efficiencies in this area, and if so, what type(s)?

5. Competence of Employees Who Interact with Government Officials (e.g., sales force, in-house lobbyists, project managers, etc.): Does your organization review the competence of its international representatives prior to placing them in situations where corruption may be an issue? Does your organization review an employee’s family and or business relationships with foreign officials prior to their placement in the field? Does your organization periodically review the general business reputation and integrity of its employees within the foreign territory that they operate? If so, how? If not, should such a review process be put in place? Does your organization provide special training to foreign employees? What does that training entail? What is missing from the training program? Does your organization provide support systems on which the representative can rely and access when corruption issues arise?

- *Compensation and Payment:* Is a representative’s compensation considered against the prevailing market rate in his or her foreign territory? Is the payment unusually high in the foreign territory? Is there a company policy that governs how payments are made to foreign employees who interact with government officials? Are payments made in cash, or directly to a third country bank account? What policies are in place to ensure that the monies are properly tracked? What channels are available for reporting financial concerns? Is there a direct line to the Audit Committee? Is there a direct line to the CLO? Is there an opportunity to submit a confidential or anonymous report? Are there different mechanisms in place for different parts of the company or is your program implemented globally?

- *Monitoring Activities:* Does your company monitor the activities of its employees in foreign territories? Who is responsible for the monitoring? How is it done? Formally? Or informally? Is a formal report produced? If not, should one be? Is the information circulated within the company? To the CCO, the CLO, the Board, others? Are there systems in place to evaluate the monitored behaviour for possible corruption “red flags”? What systems? Does the company follow up on the information with the employee? With others? Is all information with respect to the employee maintained in one file? Is the CLO immediately advised of any allegation of non-compliance with the corruption legislation?
- *Red Flags:* Does your company have a list of “red flag” behaviours? What does it consider “red flag” behaviour? Does its list include an employee’s:
 - i. refusal to provide certain key information, such as ownership structure;
 - ii. refusal to confirm that it will abide with the corruption legislation;
 - iii. request to have his or her identity kept secret;
 - iv. family or business ties to foreign public officials;
 - v. request to alter or backdate invoices;
 - vi. request for large bonuses or substantial deposits at the beginning of a contract; and
 - vii. request to be paid by means other than wire transfer or cheque.

Are there other “red flags”? Should there avoidance be incorporated into company policies and contracts to avoid any resultant issues?

- *Disciplinary/Administrative Procedures:* In the event of a violation of a company anti-corruption policy, or the legislation, how does the company react? Can a representative be suspended from work, with or without pay, pending an investigation or resolution of the matter? May the employee be terminated? Will the employees be indemnified by the company for costs incurred as a result of such violations? Why, or why not? May the company sue the representative for damages where appropriate? When will it be appropriate?

6. Screening/Due Diligence re: Third Parties: What screening practices do you implement prior to entering into relationships with third parties (such as intermediaries, agents, suppliers)? Who performs the screening—do you perform it internally or do you engage an external service provider? What are the key factors included within the review? What types of provisions do you include within third party agreements to help promote compliance (e.g., anti-corruption representations, audit rights, restrictions on assignment, audit rights, unilateral right to terminate, etc.)? Who is responsible for managing these relationships? Do you require that third parties sign anti-bribery certifications? Is this a one-time certification or a periodic one? If periodic, how often? How/do you promote and transfer your ethical culture/compliance programs to these entities? How do you survey and/or assess effectiveness of their programs? Is it necessary or a wasted effort? How do you monitor and review these relationships?

7. Mergers & Acquisitions- Due Diligence: Does the scope of M&A due diligence include inquiries/inspections designed to assess compliance with anti-bribery/corruption programs? What are the key areas/red flags that must be considered in connection with these reviews? What is the role of the law department? Is due diligence generally conducted by in-house counsel or is outside counsel generally on point? Who are the key players to include on the due diligence team in order to identify any red flags that may require attention? What are the key challenges? Have you implemented best or leading practices in this area?

8. Audits: Does your organization audit compliance with anti-bribery/corruption programs, legal requirements and policies? Who is on point for performing these audits? What types of expertise specialists are on the audit team? What is the role of the law department? How often are audits performed? Do audits primarily focus on organizational operations or do they also extend to subsidiaries/affiliates/third parties? What types of reports are generated? Who receives them/how often? Are reports made verbally or in writing? Is there technology available to help out? How does your organization leverage expertise in the organization to assist in identification, analysis and reporting of compliance risks? What types of scenarios trigger further analysis or re-evaluation?

C. Mechanisms for Reporting Concerns

1. Reporting Concerns; Policy: Does the company have a policy and mechanisms for allowing employees, contractors and/or others to report concerns?

- *Scope:* Is the policy global in scope or does it vary by jurisdiction/country? Is there a separate policy for reporting information on financial or accounting irregularities? Are there separate policies for reporting certain types of allegations (e.g., pursuant to SOX or other compliance-focused regulations)?
- *Mandatory vs. Expectation vs. Encouraged:* Is reporting encouraged or required? Does the program cover questions on ethical conduct as well as potential violations and/or criminal conduct? Are there different reporting standards (e.g., mandatory vs. encouraged) depending upon whether the concern relates to an ethical conduct question or a violation? How are reported concerns about “stupid, but legal” issues handled (assuming they may involve ERM issues)?
- *Nature of Reports; Confidentiality:* Is there a preference for verbal versus written reporting? What does your policy say regarding confidentiality of compliance reporting?
- *Whistleblower Considerations:* What types of whistleblower or non-retaliation protections are included in your program?
- *Do the expectations for reporting concerns extend to external service providers (e.g., vendors, outside counsel, business partners, joint ventures, etc.)?*

2. Channels; Implementation: What channels/methods are available for reporting concerns (e.g., helpline, reporting tools, interview and complaint procedures, open door policy, ombuds system, etc.)?

- *Helplines:* are these administered internally or externally? If externally, who/what function within the organization is on point to receive information on concerns received by the

outside entity? If internally, who/what function is on point? Does it depend on the nature of the issue?

- *Role of Law Department:* What role does the law department play in receiving, evaluating and investigating ethics-related questions or concerns?
- *Role of Other Functional Groups:* What are the other functional groups play key roles in receiving and evaluating/investigating ethics-related questions or concerns?
- *Reporting-up:* How does the organization determine which issues to report up to senior management/the Board? What is the role of the CLO in this process?

3. Communicating Expectations to Employees; Certification: How does the company communicate its interest in encouraging/requiring employee reporting on conduct that may violate organizational policies/legal requirements regarding anti-bribery/corruption? Are employees and/or subsidiary representatives or third parties asked to periodically certify compliance with the company's policies and/or certify whether they are aware of ethical problems or issues? When are issues communicated to the Board (or a Board committee), and who communicates such issues?

4. Monitoring Compliance with Reporting Expectations; Metrics: What controls and programs do you have in place to ensure reporting on ethical considerations at a global level? How effective are they? How do you document implementation? Are your compliance and ethics measurement systems adequately designed to uncover red flags, warning the CLO of areas of concern in areas such as accounting and regulatory compliance? What checks and balances exist between the Board's committees, CLO and outside experts, such as accountants and consultants?

D. Internal Investigations/Response to Government Investigations/Reporting

1. Process for Determining Action: How are inquiries/reports of concerns regarding anti-bribery/corruption considerations filtered and investigated? Who makes decisions on strategy for addressing these concerns and internal investigations? What is the decision process for initiating an internal investigation? Who generally manages investigations within the company? Does the company have documented procedures for investigating alleged ethical concerns and/or violations? Is there a designated team or function on point to generally conduct preliminary internal investigations?

2. Role of CLO; Law Department: What is the role of the CLO/law department in connection with internal investigations of alleged ethical conduct violations? Does the law department generally lead these investigations or otherwise play a coordinating or supporting role? Would the law department's role change if the investigation is undertaken in response to a government inquiry versus as follow-up to an internal reported concern regarding a potential allegation of wrongdoing? Is privilege a consideration? What criteria are considered in determining whether to bring in outside investigators/outside counsel to help conduct or lead an investigation? How do you deal with legally mandated disclosures or voluntary disclosures? What role does the CLO play in communicating investigation outcomes to the Board and/or managing risk?

3. Board's Role: In light of the Board's fiduciary duty of care and loyalty, are quality controls in place for your Board institute to ensure that it understands and effectively performs its oversight role and monitoring of investigations?

4. Additional Considerations- Documents; Attorneys Fees: Are investigations of anti-bribery/corruption allegations conducted with an understanding that the results and/or a written report will likely be provided to the government? Are they handled as other investigations are, or are there separate processes? Are reports provided or underlying facts discussed? How does this impact the scope and approach for conducting the investigation?

- What factors are considered in determining whether to prepare a written report?
- Is privilege an issue? What is the role of lawyers (in-house) on the investigative team?
- Are there two internal investigations (one that might be provided to the government and a second for which privilege may be claimed)?
- Guidance or training on performing the investigation and writing the report?
- How are corporate Miranda-type warnings provided to employee interviewees (verbally, in writing, signed statement, etc.)?
- What is the organization's policy on protecting / defending targeted employees? Has it changed in light of recent decisions in this area (US v. Stein)?

5. Multiple Cross-Border Investigations; Coordination: What are some of the key steps/additional factors to consider when multiple agencies are involved? How does your role as CLO/law department's role change? How do you manage multiple, multi-jurisdictional or cross-border investigations and the corresponding expectations of different regulators and law enforcement agencies? Under what circumstances would you choose to meet personally and/or be the point legal person for discussions with government regulators on enforcement investigations and cases? Do you engage multiple outside counsel depending upon the countries/agencies involved? What types of practices do you implement to coordinate your internal investigation and response team?

6. Public disclosure: When does the existence of an investigation trigger a disclosure obligation or a strategic decision to disclose to a regulatory agency/law enforcement? What standards have your law department and organization implemented to evaluate when disclosure is appropriate? What are the key challenges in making these determinations? What role do you play as CLO? Is your company's Board involved? Who can/should be told within a company (or at the Board level) about an investigation of anti-bribery/corruption misconduct allegations?

E. Enforcement Strategies; Remedial Actions; Self-Reporting

1. Remedial Actions within the Organization: What types of processes and practices has the company implemented to admonish misconduct in this area? Does the organization have disciplinary procedures to address violations of its ethics and compliance programs? Are they consistently applied? Do remedial actions vary and depend on the level of the culpable individual? Do/how do you communicate within the organization remedial steps taken to address confirmed allegations of misconduct? Who is on point (an executive team, the CLO, head of HR, Chief Ethics Officer, business leader of the affected business unit, other) to determine the appropriate course of action? What do you view as best practices in this area?

2. Remedial Actions Regarding Third Parties: What types of protections do you build into written agreements/arrangements with third parties to protect against misconduct in this area? What

practices have been most effective? Do you reserve the right to inspect/audit? Does the audit team differ when auditing third parties versus organizational operations? What are some of the key steps taken to terminate/unwind the relationship? What are some of the key reporting considerations (internal and external to regulatory agencies)? What are the greatest challenges?

3. Self-Reporting to Regulators: What are the key criteria/drivers considered in making a decision to self-report to a regulatory agency? Who is involved in the ultimate decision-process? What is your role as CLO? What is the role of the Board? Who takes the lead in initiating reporting? Do you request the opportunity to report in person, via phone, other? What are some of the key considerations in determining whether an investigation of an allegation is 'ripe' to self-report? What are some of the pitfalls/best practices in self-reporting strategies?

4. Disclosing to Auditors: What are the key considerations in determining whether an allegation of potential misconduct/government inquiry into potential misconduct is appropriate/timely for disclosure to auditors? What types of practices have you implemented in making and implementing these disclosure decisions? Are these conversations or in writing? Is privilege protection a consideration? What are some of the key challenges?

5. Enforcement; Deferred Prosecution/Non-Prosecution Agreements: What are some of the strategies you've implemented or heard of in connection with successfully resolving enforcement actions relating to bribery/corruption? What are the most important provisions to include in any settlement/DPA/NPA? What are some of the most problematic provisions? What are the key steps to take in the early phases of the self-reporting/strategic resolution discussions? What are the regulators most concerned about? What types of remedial initiatives have they been most responsive to? When do you think monitors are appropriate? How do you think they should be selected? What do you view as the appropriate oversight of a DPA/NPA? What factors do you think the government considers most in determining whether to enter into a DPA or NPA? Additional ideas on challenges/success factors/leading practices in this area?

REFERENCES

Following is a sampling of a variety of resources relating to our session topic. For additional ACC resources, search ACC's Virtual Library at www.acc.com/vl.

FCPA- GENERAL

Article: "Overseas Ventures and Adventures" (ACC Docket October 2007)

<http://www.acc.com/resource/v8704>

Article: "The Challenges of Global Compliance in Emerging Markets" (ACC Docket September 2007)

<http://www.acc.com/resource/v8632>

Article: "Small Bribes Buy Big Problems" (ACC Docket September 2007)

<http://www.acc.com/resource/v8633>

Article: "Compliance Programs for Importing and Exporting" (ACC Docket September 2007)

<http://www.acc.com/resource/v8631>

Article: "Bribes, Borders, and Bottom Lines: Why a Strong Anti-bribery Policy Is Essential" (ACC Docket September 2006)

<http://www.acc.com/resource/v7523>

Article: "Business Ethics—Awaken the Zombies!" (ACC Docket July/August 2006)

<http://www.acc.com/resource/v7316>

Article: "An Overview of the Foreign Corrupt Practices Act"

<http://www.acc.com/resource/getfile.php?id=7904>

Publication: "U.S. and PRC Anti-Bribery Laws: Regulation, Risk and Prevention in the Life Sciences Industries (Chapter from PLC Cross-border Life Sciences Handbook 2007/08)

<http://www.sidley.com/publications/detail.aspx?pub=1995>

Program Material: "Anatomy of a Bribe" (ACC Annual Meeting 2007)

<http://www.acc.com/resource/v9076>

Quick Reference: "FCPA Provisions and Sample Forms; Checklists Packet"

<http://www.acc.com/resource/v7905>

MECHANISMS FOR REPORTING CONCERNS

White Paper: "Corporate Governance Programs for Reporting Concerns: What Companies are Doing"

<http://www.acc.com/resource/v6527>

Article: "When Formal Channels Aren't Enough: The Advantages of an Ombuds Program" (ACC Docket, October 2006)

<http://www.acc.com/resource/v7584>

Article: “Compliance, Whistleblowing in European Setting” (ACC European Briefings June 2007)
<http://www.acc.com/resource/getfile.php?id=8507>

INTERNAL INVESTIGATIONS

Article: “Managing an Internal Corporate Fraud Investigation & Prosecution” (ACC Docket April 2007)
<http://acc.com/resource/v8313>

Article: “Recent Trends in Internal Investigations” (ACC Docket April 2007)
<http://www.acc.com/resource/getfile.php?id=8312>

Article: “What to do When the Whistle Blows: the Ins & Outs of Internal Investigations” (ACC Docket May 2004)
<http://www.acc.com/resource/v4853>

Article: “Interview with Comey re: DOJ Policy on Corporations Under Investigation”
http://www.justice.gov/usao/eousa/foia_reading_room/usab5106.pdf#search=%22u.s.%20attorney

Presentation: Ogilvy Renault piece on “Tips for Investigators and the People Who Retain Them” (Ogilvy Renault LLP)
<http://www.acc.com/resource/v9660>

FCPA ENFORCEMENT

Article: “FCPA Enforcement Trends During 2007 Signal Heightened Scrutiny and Continued Vigorous Enforcement by the DOJ and SEC” (Sidley Austin Newsletter, January 25, 2008)
<http://www.sidley.com/ClientUpdates/Detail.aspx?news=3451>

Article: “Fifth Circuit Extends the Reach of the FCPA” (Sidley Update, November 13, 2007)
<http://www.sidley.com/clientupdates/Detail.aspx?news=3378>

Article: Recent SEC FCPA Cases Provide Guidance for Responding to the Discovery of Illicit Payments and Avoiding Improper Selective Disclosures (Sidley Update, October 4, 2007)
<http://www.sidley.com/clientupdates/Detail.aspx?news=3328>

Article: “Increased Risk of FCPA Prosecutions for Health Care and Pharmaceutical Companies” (Sidley Update, June 16, 2007)
<http://www.sidley.com/ClientUpdates/Detail.aspx?news=3202>

Article: “Corporate Pretrial Pacts by DOJ Rose Sharply in 2007” (The National Law Journal, February 1, 2008)
<http://www.law.com/jsp/ihc/PubArticleIHC.jsp?id=1201779827146>

Article: “General Counsel Divided on Threat of the Long Arm of U.S. Regulators” (Legal Week, January 11, 2008)
<http://www.law.com/jsp/ihc/PubArticleIHC.jsp?id=1199986624596>

Article: “Risk of Bribe Probes Grows for Business” (The National Law Journal, January 9, 2008)
<http://www.law.com/jsp/ihc/PubArticleIHC.jsp?id=1199786732205>

Article: “Bribery and Corruption in M&A Deals: An English Lawyer's Perspective” (Special to Law.com, November 19, 2007)
<http://www.law.com/jsp/llf/PubArticleLLF.jsp?id=1195207446451>

Article: “Plug EDD Into Global Investigations” (Law Technology News, October 26, 2007)
<http://www.law.com/jsp/legaltechnology/pubArticleLT.jsp?id=1193303022310>

Article: “Record-Setting Penalties Show New Push Under FCPA” (New York Law Journal, August 6, 2007)
<http://www.law.com/jsp/ihc/PubArticleIHC.jsp?id=1186089409370>

Article: “Why Are More Companies Self-Reporting Overseas Bribes?” (Corporate Counsel, July 16, 2007)
<http://www.law.com/jsp/ihc/PubArticleIHC.jsp?id=1184231196297>

Article: “Voluntary Disclosures Under the FCPA: Is the Promised Benefit Real?” (Business Crimes Bulletin, January 31, 2007)
<http://www.law.com/jsp/ihc/PubArticleIHC.jsp?id=1170151357842>

Article: “DOJ Kicks Back at Kickbacks Under Foreign Corrupt Practices Act” (Corporate Counsel, November 21, 2006)
<http://www.law.com/jsp/ihc/PubArticleIHC.jsp?id=1164029727435>

CANADIAN AND SELECT OECD ANTI-BRIBERY/ANTI-CORRUPTION RESOURCES

Corruption of Foreign Public Officials Act- Canada
<http://laws.justice.gc.ca/en/showdoc/cs/C-45.2///en?page=1>

Keeping Corruption Out...EDC's Guide for Canadian Exporters
http://www.edc.ca/english/docs/csr_anticorruption_e.pdf

EDC Anti-Corruption Program FAQs
http://www.edc.ca/english/social_9521.htm

Article: Canadian law on Corruption of Foreign Public Officials, by A. Timothy Martin (Canadian Law on Foreign Corruption)
<http://www.icclr.law.ubc.ca/Publications/Reports/MartinAT.PDF>

OECD Consultation Paper: Review of the OECD Instruments on Combating Bribery of Foreign Public Officials in International Business Transactions Ten Years after Adoption (January 2008)
<http://www.oecd.org/dataoecd/18/25/39882963.pdf>