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Babak Siavoshy: Sees Anduril's 'Virtuous Mission'

■ By KEVIN COSTELLOE

For **Babak Siavoshy**, holding a key post at defense contractor **Anduril Industries Inc.** is far more than just a job.

"We feel like we have a very virtuous mission—to bring advanced technology to U.S. military and U.S. allies," Siavoshy said.

In the year since Siavoshy was honored at the **Business Journal's** 11th annual **General Counsel Awards** as the outstanding general counsel of a private company, Anduril has raised more than \$1 billion in additional financing, moved into its sprawling new headquarters in Costa Mesa and made further inroads into the military space (see story, page 1).

Forbes magazine estimates the latest fundraising pushes the company's valuation to \$8 billion.

Amid all the changes, is being chief legal officer still the best job he's ever had?

"Absolutely," Siavoshy told the **Business Journal** earlier this month.

The Fountain Valley resident says his team—

including legal, security, compliance and M&A—has expanded from five lawyers to nine as the company's challenges grew more complex.

Siavoshy grew up in Orange County before heading north for college, law school and a job stint in Palo Alto, making his current job a homecoming.

He joined Anduril in June 2018, coming from his post as legal counsel and global data protection officer at **Palantir Technologies Inc.**, (NYSE: PLTR), a \$17 billion software company co-founded by Silicon Valley billionaire **Peter Thiel**.

The Thiel-linked **Founders Fund** is one of Anduril's investors.

He says new and repeat investors have seen "the growth they expect from technology startups and high-growth venture-backed startups."

"It's really about growth and impact," Siavoshy said. "That is the market that we were built for. That is the market we're going to grow into." ■



Vizio: Deep Legal Moat

■ By PETER J. BRENNAN

The 20-member team of lawyers at Irvine-based **Vizio Holding Corp.** (NYSE: VZIO) rarely have a dull moment.

This year has been no different for the seller of televisions and advertising services.

In April, the company announced a deal with **Nielsen** (NYSE: NLSN) to measure audiences on an expanded roster of 400 local television stations. In July, it brought together representatives of 65 organizations for its first Developer Conference. Then in August, it added four additional free channels from **The E.W. Scripps Co.** (Nasdaq: SSP), including **ION**.

That's on top of the usual preparation of SEC filings, quarterly reports and investor presentations.

It's also dealing with a lawsuit filed in 2021 by **Maxell Ltd.** alleging several of its patents were infringed upon by Vizio televisions. The company disputes the claims

and intends "vigorously" to defend the lawsuit, which is in the pleadings stage.

The legal team's work, led by General Counsel **Jerry Huang** and Deputy General Counsel **Dennis Yeoh**, is supported by outside counsel across nearly a dozen law firms. Last November, the company was recognized with the **In-House Legal Team Award** during the **Business Journal's General Counsel of the Year Awards** event.

A year ago, the team managed an initial public offering in the middle of a pandemic, a doubling of the employee headcount, contracts, litigation and navigating ever-changing regulatory waters.

In the past five years, Vizio has settled lawsuits with **Advanced Micro Devices Inc.** for \$39 million, and with **AmTRAN Technology Co.** for \$8.2 million.

Vizio's annual report describes a legal moat built around it.

"Historically, Vizio has been contractually indemnified and reimbursed by its manufacturers for most intellectual prop-



Vizio's in-house legal team is led by General Counsel Jerry Huang (holding award) and Deputy General Counsel Dennis Yeoh (center back)

erty royalty obligations and commitments," its annual report said.

That may explain why it has relatively lit-

tle accrued legal fees, which were \$1.9 million in 2021, down from \$3.1 million in the prior year. ■

Robyn Babcock: Focus Shifts From COVID to the Cloud

■ By DANIEL PEARSON

Though the pandemic has taken somewhat of a backseat in **Robyn Babcock's** daily duties as associate general counsel for semiconductor company **Broadcom Inc.** (Nasdaq: AVGO), the executive still has her hands full.

Babcock, who received the Specialty Counsel Award at last year's **Business Journal General Counsel Awards** for safely navigating the company's workforce through the pandemic, is now focusing on its \$61 billion acquisition of Palo Alto-based **VMware**, a cloud computing software company that's been at the forefront of virtualization technology in recent years.

"Now we're in this great spot where COVID is managed, knock on wood, and it's been kind of a nice transition," Babcock told the **Business Journal** this month.

The VMware deal, announced in May, is in the regulatory approval stage.

Broadcom aims to bolster its infrastructure software through the acquisition to reach a broader range of customers and their IT

needs.

In the wake of the pandemic, Babcock has had more time for internal employee programs to improve culture and retention strategies.

One such program is a revamped diversity initiative where different members of the workforce gather in quarterly discussions to become acquainted with each other.

"It's a really nice feature that gets you out of your day job and gets you to focus on some really inspiring stories," shares Babcock.

Inclusive programs are top of mind for Broadcom, which today counts about 20,000 employees in more than 30 countries across the globe.

A recent example: in honor of Hispanic Heritage Month, a Broadcom managing partner from Bolivia spoke to the company "about his journey moving from Bolivia to the United States and struggling with learning the language, but then ultimately rising to this prestigious position in Broadcom," Babcock said, adding that the company has highlighted disabled and LGBTQ+ commu-



nities in other discussions.

"You don't have to conform to a specific

model in order to be successful, whether it's at Broadcom or any company," Babcock said. ■

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OC Litigation Chair
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(949) 224-6247

Amber Enriquez: Boosting Green Credentials of ECOS

By EMILY SANTIAGO-MOLINA

With the highest-level legal position at **Earth Friendly Products (ECOS)** in Cypress, General Counsel **Amber Enriquez** ensures the firm tackles sustainability on all fronts.

The family-owned company manufactures over 200 green cleaning products which are sold under the **ECOS** name such as Liquidless Laundry Detergent and Treeless Paper Towels.

As head of legal strategy and operations for the company's manufacturing facilities, global operations, and international sales, Enriquez confirms ECOS' position as an envi-

ronmental-friendly and clean-product brand.

Enriquez, who was recognized with the Rising Star Award at the **Business Journal's** 11th annual **General Counsel Awards** last November, established the manufacturer's first legal department in 2012 and has since developed an international brand strategy to protect the company's intellectual property which includes a portfolio totaling more than 110 trademarks in 51 countries. With a growing team of six women, Enriquez has helped the carbon-neutral firm achieve carbon positivity, meaning the company not only produces net zero carbon



emissions but is environmentally beneficial. The executive told the Business Journal

after her win that the ECOS product pipeline for the future must be promising to ensure a safer and cleaner world for future generations.

In January, ECOS became the first manufacturer in the world to receive the **Leadership in Energy and Environmental Design (LEED) Zero** certification. Developed by the **U.S. Green Building Council**, three certifications were given to ECOS for its efforts in net-zero carbon emissions, energy use and waste generation.

The LEED Zero credentials apply to all four of its facilities in California, Washington, Illinois and New Jersey. ■

Nate Jensen: 1973-2021

Nate Jensen told the Business Journal last November that while he loved reading about American history, particularly its wars and the Wild West, it was a fictional character who spurred him to become a lawyer.

"I read 'To Kill a Mockingbird' and fell in love with Atticus Finch," Jensen said.

"It's a noble, and should be an honorable, profession that is practiced among civil people who seek to meet their clients' needs in as cooperative manner as possible."

That love eventually led him to become the general counsel at **Clean Energy Fuels Corp.** (Nasdaq: CLNE), the Newport Beach provider of renewable natural energy.

During his tenure, Jensen advised legendary entrepreneur **T. Boone Pickens** and crafted deals that attracted investments from

giant corporations like **Amazon** and France's **Total SA**.

That work received industry plaudits; he was recognized as the outstanding GC of a public company at the **Business Journal's** 11th annual **General Counsel Awards**, on Nov. 18.

On Dec. 13, 2021, Jensen died as a result of a car accident in Long Beach.

"Nate was not only a terrific legal and business mind but more importantly he was a wonderful husband, father and friend," said **Mark Peterson**, a partner at **O'Melveny & Myers LLP**, who introduced Jensen at last year's event.

"There will be a large hole in the OC legal landscape with his loss," he said.



"We will miss his intellect, his business acumen, his devotion, and his kindness," Clean Energy CEO **Andrew J. Littlefair**

told the Business Journal in December. "Not only was he a colleague for over a decade and the 'Best General Counsel' as the OCBJ awarded him, but he was a dear, dear friend."

"At my core, I'm a business-minded lawyer," Jensen told the Business Journal last year. "Foremost to me is doing everything I can to help my client meet its business objectives. I don't want to be the Department of No, which is many legal departments."

"I have not regretted for one minute becoming a lawyer. It's been a fabulous career." ■

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Contact:

Michael A. Treska,
Orange County Managing Partner

michael.treska@lw.com



Fighting for Survivors of Sexual Assault

By Wayne R. Gross and Deborah S. Mallgrave

Since opening our doors almost a decade ago, Greenberg Gross has focused on being the business litigation firm of choice for plaintiffs and defendants in bet-the-company trial work across the country. We have worked hard to provide the very best representation to companies and executives in need of sophisticated lawyering. In 2019, California enacted a law that opens a window for survivors of childhood sexual assault to file cases that had previously been barred by the statute of limitations. The firm was inspired by the opportunity to bring its formidable skills to bear in support of survivors of abuse, and added a practice group dedicated to these cases of paramount importance to our clients and to further social justice. The firm has become one of the foremost law firms representing survivors of childhood sexual assault. To learn more, visit: FightForSurvivors.com. This article explains the widespread impact that California window legislation has had and continues to have on the business community and beyond.

The California Child Victims Act (AB 218)

In 2019, a landmark piece of legislation, California Child Victims Act (AB 218), afforded survivors of childhood sexual assault an “open window,” during which they have until December 31, 2022 to file claims that would otherwise be time barred by the statute of limitations. After the present window closes, survivors of childhood sexual assault will have either until age 40, or five years from the discovery of abuse to file civil lawsuits.

In the past, many institutions covered up the crimes of sexual predators and escaped responsibility. AB 218 made it easier for survivors to bring lawsuits against these institutions, which sadly includes not only religious organizations, but also public and private schools, youth sports leagues, daycare facilities, foster care agencies, detention centers, and others that have a duty to protect the children in their care.

Greenberg Gross regularly confronts powerful adversaries in its complex business litigation. With its deep experience handling some of the most complex, challenging cases, as well as counting among its attorneys former federal prosecutors, in the last two years, the firm has used its resources, platform, and experience to litigate childhood sexual assault cases at the highest level. The ravage of child sexual assault cuts across all swaths of society and strikes people from all walks of life, regardless of income, education, professional success, religious affiliation, gender or other demographic. Two Greenberg Gross cases exemplify this reality.

The Gucci Sexual Assault Case

On one end of the spectrum is what has become known as the Gucci sexual assault case. Greenberg Gross filed a lawsuit on behalf of Alexandra Zarini, a member of the Gucci fashion family and the granddaughter of founder Aldo Gucci, against her mother Patricia Gucci, grandmother Bruna Palombo (Aldo Gucci’s longtime partner), and step-father Joseph Ruffalo. The case alleges that Patricia Gucci and Bruna Palombo were negligent, that Patricia Gucci was physically and emotionally abusive, and that Joseph Ruffalo repeatedly sexually harassed, abused, and assaulted Zarini in their Beverly Hills home starting when she was just six years old and continuing through her young adulthood. Zarini further alleges that her mother enabled the assaults, and that her grandmother ordered Zarini to keep quiet and say nothing. The great-granddaughter and Gucci heiress has set up a foundation, the Alexandra Gucci Children’s Foundation (guccifoundation.org), and will use any financial recovery she receives to help other victims of sexual assault. The Foundation is currently working on policy initiatives, both in Washington and globally, as well as bringing awareness to one of the biggest societal challenges of today, the sexual assault of the world’s children.

The La Luz del Mundo RICO and Trafficking Case

On the other end of the spectrum is a tragic human trafficking case involving some of the poorest members of society. Representing Sochil Martin, Greenberg Gross filed a lawsuit against the global religious institution, La Luz del Mundo (LLDM), under federal human trafficking and racketeering (RICO) statutes and several other federal and state laws, including AB 218. Now in nearly 60 countries, and with more than 5 million members, LLDM is built around a doctrine of complete subservience to the “Apostle,” Naason Joaquin Garcia. As alleged, the case seeks to end the longstanding cycle of exploitation, abuse and retaliation against Martin and hundreds of others at the hands of LLDM and its leadership, which grooms children to be sexually assaulted by the Apostle. In Martin’s case, the abuse began at the age of nine when she was given over by her foster mother to “serve” the Apostle. Since Martin broke away from the group at age 30, LLDM has tried to buy her silence, threatened her, and launched a smear campaign against her. Even in the midst of her own lawsuit and personal struggles, Ms. Martin fights for the rights and freedom of other survivors of sexual assault and financial exploitation. Thanks in part to Martin’s cooperation and perseverance, LLDM’s “Apostle” is now a convicted sexual predator and serving time for his crimes in jail.

What both of these groundbreaking cases illustrate is that the California legislature was absolutely right in passing AB 218, which has enabled Greenberg Gross, as well as other firms who have taken up the cause, to fight for courageous survivors of childhood sexual assault from all walks of life.

The Californian Sexual Abuse and Cover Up Accountability Act (AB 2777)

Based on the positive impact of the Child Victims Act, the California legislature recently passed a similar law to address the injustice suffered by many survivors of adult sexual assault—specifically the inability to hold companies liable for protecting and empowering the repeat offenders in their midst. Through the use of nondisclosure agreements, quiet transfers, and other efforts to cover up known instances of sexual assault, entities have allowed sexual predators to continue to prey on unsuspecting individuals. Starting January 1, 2023, survivors of adult sexual assault will have one year, until December 31, 2023, to file claims against entities that covered up previous instances of sexual assault by their same perpetrators. Greenberg Gross is honored to continue the fight for justice with the survivors of adult sexual assault.



Wayne R. Gross is a highly respected trial attorney who regularly handles high-stakes business litigation for major companies and top executives in their most important matters. He is a founding partner of Greenberg Gross LLP, where he focuses on trial practice, complex civil litigation, and white-collar defense. He previously served as Chief of the U.S. Attorney’s Office in Orange County and prosecuted cases of national and international significance. Mr. Gross can be contacted at wgross@ggtriallaw.com.



Deborah S. Mallgrave is co-chair of the firm’s Sexual Assault and Human Trafficking Litigation practice where she concentrates her practice on complex litigation matters and advocating for survivors of sexual abuse and assault. Her extensive litigation experience includes a multitude of different business transactions, fraud schemes, unfair competition scenarios, real estate issues, intellectual property disputes, and trust litigation. Ms. Mallgrave can be contacted at dmallgrave@ggtriallaw.com.

To learn more, visit: FightForSurvivors.com



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Thank You Ken!

For 22 years, Ken Babcock has led Public Law Center with a steadfast and focused vision of providing access to justice for all. It is his belief that everyone can play a role in upholding access to justice, and with this belief he has inspired countless employees, volunteers, and supporters in that shared vision. As he prepares for his well-deserved retirement later this year, we look back on his exceptional career dedicated to the service of others.

The mission of Public Law Center (PLC) is to provide access to justice for low-income residents of Orange County, and Babcock worked to introduce innovative programs and expand the organization's reach to support this vision. When Babcock joined PLC as Executive Director and General Counsel, he started with a staff of 12 and a budget of \$720,000. Under his leadership, the organization grew to a staff of over 50 and a budget of \$7 million. In 2012, he introduced the Operations Veterans Re-Entry program in memory of Captain Matthew Patrick Manoukian, to provide veterans with free legal assistance to facilitate their re-entry into civilian life. In 2003, PLC launched the Community Organizations Legal Assistance Project (COLAP) to provide high-quality free legal services to local nonprofits, so they could better serve the community. At that same time, he also introduced immigration services, including supporting victims of crime and human trafficking, and ultimately DACA eligible young people and detained individuals. Babcock also led PLC through challenging times, including the great recession and the COVID-19 pandemic, ensuring that low-income folks still received services made even more vital during these challenging times.

Babcock is a recognized and esteemed leader within the legal community, receiving numerous awards and special recognition throughout his career. In 2003 and again in 2008, he was named by the Los Angeles Daily Journal as one of the 100 most influential lawyers in California and was selected this year as an Honoree of the OCBA Charitable Fund. As a member of the California Commission on Access to Justice from 2006 to 2012, he served as vice-chair of

the Commission (2009-11) and co-chair of the Commission's Funding Committee (2007-12).

He is a dedicated and compassionate leader, who inspires everyone he works with to continue in the pursuit of justice for our most vulnerable community members. Babcock's legacy will continue through the countless clients who were, and will be served, by PLC's mission. Congratulations Ken!



Ken Babcock has been the Executive Director and General Counsel of Public Law Center for 22 years. Babcock is a graduate of the University of California, Santa Barbara and the University of California, Davis School of Law. Babcock has received numerous awards for his work, most recently he was a 2022 OCBA Charitable Fund Honoree.

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Reducing Confusion Around Patent-Eligibility

I. Overview of 35 U.S.C. § 101

During the 2000s, there was a growing concern about the quality of patents being issued for computer and software-based inventions. Namely, droves of patents were being issued on inventions ("subject matter") that many believed were not intended to be patented under Section 101 of the Patent Act (US Code Title 35). Section 101 states, "[w]hoever invents or discovers any new and useful process, machine, manufacture, or composition of matter, or any new and useful improvement thereof, may obtain a patent therefor, subject to the conditions and requirements of this title." The concern centered around whether numerous patents were being issued on inventions that did not fall within the recited categories of a process, a machine, a manufacture, or a composition of matter.

Computer, and especially software-based, inventions have introduced uncertainty with respect to these categories, which were originally prescribed in 1952, well before computers became so ubiquitous.

To address the public's concerns about the issuance of patents directed to computer and software-based inventions, the Supreme Court ruled on patent-eligible subject matter in *Alice v. CLS Bank* (2014). In its decision, the Court provided a two-step process for determining patent-eligibility, which greatly impacted examination of computer and software-based inventions at the United State Patent Office (USPTO) and interpretation of patent claims during litigation. Specifically, many computer and software-based inventions have been interpreted as being an "abstract idea," and thus not patent-eligible as a result of the decision.

II. Confusion from current case law and USPTO guidance

Since *Alice*, there has been uncertainty and confusion surrounding the application of the Court's two-step process for determining patent-eligibility. The USPTO has promulgated its own guidelines indicating how it believes examiners should apply the two-step process to claims of pending patent applications, and the Federal Circuit has delivered numerous decisions indicating whether particular patent claims are directed to patent-eligible subject matter. At times, it has appeared the guidelines and case law have been at odds with each other. Further, a definition of what constitutes an "abstract idea" has not been provided.

As a result, applicants, especially technology companies or those providing a service through software or otherwise utilizing the internet, are often left wondering – "is my product or service eligible for a patent?" or "is it even worth trying to patent the technology because of the decision in *Alice* and the ensuing confusion?"

Without specific guidance as to what constitutes an abstract idea, there is an air of subjectiveness from patent examiners that is imparted into the patent-eligibility determination with each patent application. Thus, applicants and patent practitioners often perceive that such determinations are not applied evenly across all inventions.

III. The Supreme Court's interest in weighing in again

It does appear that the confusion surrounding what constitutes patent-eligible subject matter is apparent to the Supreme Court and some additional guidance from the Court may be provided in the near future. One sign of the Court's interest in clarifying the patent-eligibility confusion appeared in 2020 following a petition for writ of certiorari from American Axle & Manufacturing, Inc. to review the Federal Circuit's application of 35 U.S.C. § 101. In *American Axle v. Neapco Holdings LLC*, the court found a patent owned by American Axle to be invalid as being directed to unpatentable subject matter. Several intellectual property-focused legal associations and former Federal Circuit Chief Judge Paul Michel jointly with Senator Thom Tillis (NC) submitted amicus briefs in support of the writ. Further, the Solicitor General

recommended hearing the case. Ultimately, the Court passed on the opportunity.

The latest sign came October 3, 2022, with the Court again asking the Solicitor General for a recommendation on hearing a case presented by Interactive Wearables LLC, where a set of patents directed to a media player were found to be patent-ineligible by the Federal Circuit in *Interactive Wearables, LLC v. Polar Electro Oy* (2021). Although it is unknown whether the Court will weigh in on patent eligibility through the case presented by Interactive Wearables, it is clear that the Court is looking to address the issue in the near future.

IV. Five suggestions for handling the uncertainty of Section 101

Even in view of the above, the current patent-eligibility landscape should not dissuade one from filing a patent application as the advantages of obtaining patent protection outweigh the consequences of realizing one's invention has been copied without having any recourse. The following are a few suggestions to keep in mind when working with a patent attorney to draft a patent application and throughout prosecution:

- (1) Ensure that the application broadly discusses the inventive concepts and provides concrete practical applications, e.g., the utilization of an end result of the implementation of a software algorithm. The advantages of the practical applications for users should be emphasized.
- (2) When the invention is directed to software or other computer technology, the patent application should discuss any improvements to the functioning of a computing device, when applicable. This may include improvements in the efficiency of transmission, storage, or processing of data.
- (3) All applications should discuss the current state of competitor products or services and their shortcomings as well as technical hurdles your invention overcame to solve those shortcomings.
- (4) When a patent is about to issue, consider filing a continuation application to maintain a pending application that describes your invention. Claims may then be drafted in the future in the event that clarity is provided as to what constitutes patent-eligible subject matter. This enables continuation applications to include claims that adhere to the latest case law or other guidelines.
- (5) Finally, seek the help of a patent attorney with expertise in the field of your technology to draft the patent application. Working with an attorney that is well-versed in your technology will go a long way to ensure the necessary level of technical detail is included thereby positioning your patent application with the highest likelihood for success.

Kyle St. James advises clients on patent portfolio development and prosecution strategies in the U.S. and abroad. Companies and individuals often seek Kyle's counsel on offensive and defensive patent portfolio reviews as well as validity and non-infringement analyses and opinions of third-party patents directed to computer- and medical-related technologies. He also assists patent holders and licensees with drafting and reviewing licensing agreements.



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Photo by Edu Carvalho

Knobbe Martens

The Hyperice Story – Revolutionizing Sports Recovery

If you've watched professional athletes on the bench or in the dugout, you've undoubtedly seen them nursing their sore muscles with HYPERVOLT® percussion massage devices. Lightweight and quiet, yet packing a punch, the HYPERVOLT® line has become an essential part of an athlete's recovery regimen. But how did an Orange County-based recovery and wellness company become the official recovery technology partner of all three major US sports leagues (NFL, NBA, and MLB) as well as the UFC and the PGA Tour? Quite simply, by creating innovative products that address recovery challenges faced daily by pro athletes, and involving the athletes in testing and developing those products. These close interactions have led to partnerships that provide the players in these leagues with access to industry-leading recovery products and technology.

Collaborating with the world's best athletes is nothing new for Hyperice. In fact, it's written into the company's DNA. Hyperice Founder Anthony Katz showed his early prototypes to Kobe Bryant and utilized Bryant's feedback over the following year in developing the first HYPERICE® product – a portable ice compression device designed for NBA players to ice their knees for recovery and injury prevention.

Once the product met Kobe's expectations, he began to wear it on the bench during games, giving Hyperice immediate legitimacy and exposing the brand to other professional and serious amateur athletes. Rather than using this initial success to pursue immediate revenue, Katz took a long term-approach to further build the brand. He exposed other NBA players to the benefits of his technology and gave away the product. This approach proved to be very successful as it didn't take long for demand for the HYPERICE® recovery device spread to other elite athletes in other sports. Many of the early adopters of the technology became investors, as well, including NBA star Blake Griffin and alpine ski racer Lindsey Vonn.

Prior to the HYPERICE® device, the only recovery products to which NBA players, and many other elite athletes, had access were essentially medical devices that had been repurposed by the team. The products were typically large, expensive, and only available to the players at the team training facility. The HYPERICE® device marked the beginning of a revolution in recovery technology. The initial HYPERICE® device, and those that soon followed, provided athletes with intuitive, easy-to-use portable products that athletes could use on their own, outside of the training room at home or on the road.

Hyperice first commercialized its portable ice compression device in 2012. Soon after, Hyperice launched additional products on a regular basis, with each product advancing the state of portable recovery technology and many creating new product categories. For example, in 2014, Hyperice launched the VYPER® vibrating foam roller followed by the HYPERSPHERE® vibrating ball in 2015. These products reinvigorated two stalwart recovery devices with the incorporation of tech features, resulting in demonstrable improvement in recovery compared to the traditional, non-vibrating devices. Also in 2015, Hyperice released its first percussion device – the RAPTOR®, which was the precursor to the extremely popular HYPERVOLT® percussion device.

2016 saw the launch of the VENOM® vibrating heat therapy wrap, which replaced a standard heating pad. Next came Hyperice's most well-known product to date, the HYPERVOLT® percussive massage device. Launched in 2018, it improved on the original RAPTOR® product with greater portability, quieter operation, and a lower price point, all of which have brought percussive massage devices from the professional trainer or gym to the individual athlete or just those trying to combat muscle aches from daily life.

In 2020, Hyperice added dynamic air compression technology to the fold with its acquisition of Normatec, the creator of the full-length compression boot system originally developed to treat patients with compromised circulation but quickly adopted by elite athletes as a recovery device. With this acquisition, the two companies that created the recovery category were brought under one roof. Hyperice continued this path of obtaining new technology from outside the company through the recent acquisitions of RecoverX, which resulted in the HYPERICE X® contrast hot/cold therapy knee sleeve, and CORE™, which includes a handheld meditation trainer device and a mindfulness meditation app.

Throughout Hyperice's explosive growth, the company has been mindful of the need to protect its intellectual property. Hyperice worked closely with intellectual property law firm Knobbe Martens to register its house brand, HYPERICE®, and

its VYPER® line of vibrating foam rollers. Hyperice recognized that a proper mix of IP rights, including patents, trademarks, and copyrights, must be carefully used, and timely and properly filed and maintained. Hyperice noted that innovation through acquisition presented additional risks and required careful investigation of the target company's IP rights, as well as its internal practices. For example, did the target company properly acquire ownership of the IP from its employees or consultants? Does the IP cover the commercial products with sufficient breadth to provide a competitive advantage? Does third-party IP present an infringement risk to the commercial products? Hyperice's in-house legal team works with its outside attorneys and consultants to make sure these IP issues, as well as its other legal needs, are met.

In addition to building an enviable suite of recovery and wellness products, Hyperice has successfully negotiated exclusive agreements with the world's top sports leagues. High level sports sponsorship or partnership agreements are complex and require careful transfer of IP rights between the parties to ensure that each party has the necessary rights to make the partnership a success. In addition to leagues, Hyperice also counts teams and individual athletes among its partners. The New York Yankees, Dallas Cowboys, and Kansas City Chiefs are just a few team partners. Hyperice also includes Naomi Osaka, Patrick Mahomes, and Ja Morant as sponsored athletes. Involvement at the team and player level, in addition to the league level, adds additional complexity. For example, the team may weigh in on the player contracts, and the league may weigh in on both the team and player contracts. The existence of deals on all three levels demonstrates that the Hyperice business and legal teams have negotiated this well. In fact, many of the Company's athlete and league partners are also investors in the company.

Hyperice has developed class-leading recovery and wellness technologies, earning recognition by Fast Company as one of the World's Most Innovative Companies. Partnering with top leagues, teams and world class athletes has provided brand exposure and validated Hyperice's technology to the average consumer. These partnerships help achieve the company's grand global mission—to help everyone on earth move better, live better, and be better.

Jon Howell serves as General Counsel of Hyperice, Inc. He oversees acquisitions, partnerships with championship level professional leagues, teams and athletes, IP enforcement matters, and international business. He is a member of the Board of the Cure Blau Syndrome Foundation. Jon was also a litigator in private practice and served as part-time faculty member at Cal State Fullerton teaching a first amendment seminar in the College of Communications for over 10 years. Jon Howell earned an undergraduate degree in political science and government from Cal State Fullerton and his law degree from UC Hastings.



Curtiss C. Dosier is a partner in the Orange County office of Knobbe Martens. His practice is focused on building and managing high value patent portfolios, client counseling with respect to IP issues, and IP licensing. He represents clients in a wide range of mechanical engineering-related technologies, including sporting goods, medical devices, automotive and power sport technologies, bicycle technology, construction, and clean technology. He can be reached at (949) 760-0404 or curtiss.dosier@knobbe.com.





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Problems With Hybrids, And We're Talking About Your Employees, Not Your Car

By Ashley Halberda and Todd Wulffson

In this post-pandemic era, many California employers are transitioning back to the traditional, in-office work model, given its perceived benefits in employee productivity, morale, and workplace logistics (emphasis on the word "perceived"). In furtherance of this goal, many California employers are implementing a "hybrid" in-person/remote model. Many employees, however, believe that their jobs can be performed 100% remotely. This conflict presents new challenges in recruitment and retention, as well as legal compliance. So what is the prudent, post-pandemic California employer to do?

Establish Clear Job Expectations For Work Location

Employee retention hinges strongly on workplace culture and environment. If employers want to entice candidates and retain their current workforce, a hybrid work schedule providing for employee autonomy is increasingly in demand. However, there are many positions that simply cannot be done as efficiently remotely. If a company expects a newly-hired employee to report to an office on a regular or hybrid basis, that expectation should be clearly communicated and identified in the offer letter. Now more than ever, work locale is crucial to a candidate's decision to accept a job offer, and removing any ambiguity from the outset helps to avoid future issues.

Implement Proper Work-From-Home Policies

With the increased mobility provided by WFH arrangements, comes increased compliance obligations with employment laws. Employers with employees working from home should strongly consider implementing a policy requiring that (1) remote employees cannot work in another state or country for more than thirty (30) days without advanced written approval, and (2) that the exact location of all work performed remotely be communicated to them in writing. It is critical that employers know the state or country from which their employees work at any given time for a multitude of reasons.

Most notably, the wage and hour laws of every state are different. Some more employer-friendly states, like Arizona and Texas, require overtime rates to be paid only if the employee works over forty hours in a week. If that employee moves to Nevada or California, the employee must be paid overtime for all hours worked in excess of eight hours in a day, regardless of the workweek. Even within California, wage and hour laws vary by city and municipality.

The employee's work location, also affects issues such as reporting time (*i.e.* "show up") pay, expense reimbursement, sick leave, severance, and meal and rest breaks. Further, most other states (and other countries) require payroll taxes to be paid if an employee is working in their jurisdiction for more than a specified period of time or for temporary work. Employers are responsible for knowing these laws and complying with them, even if they are a California-based company.

California employers should implement written WFH policies that require approval of any change in work location. Any work-from-home policy should also contain provisions addressing use and privacy of electronic devices and equipment, security of data, safety, and expense reimbursement rules.

Reimbursing Business Expenses

California is experiencing a surge in lawsuits from employees seeking reimbursement for expenses incurred while WFH. These lawsuits seek a wide variety of expense reimbursement for things such as increased utility costs and office equipment. Some of these claims are based on laws unique to California, such as *Labor Code* section 2802, which requires reimbursing employees for reasonably necessary expenses incurred in the discharge of their duties, and California's Private Attorneys General Act ("PAGA"), which permits representative actions for reimbursements.

California employers are required to reimburse employees for things such as mileage, travel, cell phone usage, parking and business-related meals. The key inquiry is the reasonableness of the requested expenses, which is determined on a case-by-case basis. A hybrid work model has affected this requirement in unanticipated ways. While commuting to and from work is typically not a reimbursable expense, if an employee works fully remote, the company is required to reimburse the employee for commuting time and mileage anytime the employee is required to come to the office for meetings. Employees voluntarily working from home may not be entitled to reimbursement for all remote, work-related expenses under California law, but hybrid-assigned employees will.

To protect against liability, California employers should explicitly define each employee's job duties and use these definitions to determine the reasonableness

of remote work costs. In addition, California employers should obtain written acknowledgments from employees who voluntarily work from home, to avoid any argument that they are entitled to reimbursement for all remote, work-related expenses. Further, employers should establish and make accessible expense reimbursement forms to streamline the process, and consider providing stipends to employees that cover any anticipated, WFH expenses.

Monitor Remote Work For Workplace Discrimination and Harassment

California's anti-discrimination and anti-harassment laws still apply to employees working remotely. The challenge for California employers is how to best monitor work activities to prevent unlawful conduct, while also complying with privacy requirements. With the increase in the use of instant messaging and video platforms, such as Teams, Zoom and Slack, claims of improper conduct are on the rise. In these informal settings, employees are less guarded with their interactions, and more apt to engage in potentially discriminatory or harassing conduct. These interactions can be recorded and/or saved through their respective platforms, providing employees with easily-obtainable evidence supporting claims of alleged unlawful conduct. This significantly disadvantages employers who cannot monitor all employee conduct at all times. There is a fine line between monitoring employees and infringing on their privacy rights, especially when the employee is WFH; yet employers are obligated to investigate any improper conduct of which they knew or should have known. This significantly expands the scope of workplace investigations and the onus on the employer in conducting them.

California employers should discourage the recording of team or employee meetings and have compliant, written anti-discrimination, harassment and retaliation policies that address virtual platforms and social media. Employers should also have a written workplace privacy policy that alerts employees to the potential review by the company of workplace conversations through messaging and video platforms.

Hybrid options at work can be very attractive to applicants and employees, but they can be equally attractive to potential employment law liability. Planning ahead and knowing the risks is the key to a healthy hybrid work environment.

Todd Wulffson is the Co-Managing Partner of the Orange County office of CDF Labor Law LLP, a labor and employment law defense firm with offices throughout California. As a former GC, and with over 30 years of employment-law experience, Todd counsels and defends businesses in all manner of employment-related matters. He is also a frequent speaker, author and resource to employers. Todd can be reached at twulffson@cdflaborlaw.com.



Ashley A. Halberda is a Partner at CDF and Co-Manages the Orange County office along with Todd. Ashley's practice focuses on counseling and defending businesses in labor and employment matters, including claims of wrongful termination, discrimination, sexual harassment, and wage and hour violations. As she counsels clients on business strategies to ensure compliance with the array of employment laws regulating California businesses, she becomes an extension of her clients' management team. Ashley can be reached at ahalberda@cdflaborlaw.com.



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Are You Ready for a Data Security Incident?

According to IBM, the cost of a data breach averaged \$4.35 million in 2022. The study found 83% of victims experienced multiple breaches, and 60% had to increase the price of their products and services because of the breach.

These numbers may be alarming, but there is some good news. IBM confirmed that having an Incident Response Team (IRT) and an Incident Response Plan (IRP) that was regularly tested led to an average decrease of \$2.66 million in breach costs.

Don't have an IRP? Don't worry. Haven't tested your IRP? Have no fear. Troutman Pepper can help with these and more.

Comprehensive Incident Response Services

Data breaches and other cybersecurity incidents require immediate, thorough, and knowledgeable response by legal counsel. Our national team has decades of experience guiding clients in all aspects of data privacy and security, including:

- developing IRPs and workflows to reduce the impact of a security incident;
- thoroughly testing response procedures through tabletop exercise workshops; and
- handling all aspects of incident response, including regulatory enforcement and litigation.

We have led the response to hundreds of data security incidents, regulatory investigations, and data breach litigations since 2005.

We guide clients through all steps of incident response, from immediately engaging vendors to conduct a forensic investigation, coordinating crisis management communications, interfacing with law enforcement, and navigating the maze of state and federal notification requirements, data governance standards, and regulatory compliance issues.

Incident Response Plans

Thorough preparation is the best defense to a cyberattack or other incident. An IRP sets the foundation for ensuring that a company's response is timely, effective, and protects its customers, clients, and brand. Taking into consideration your unique mission, size, structure, and functions, we help

develop a formal, focused, and coordinated approach to incident response, including the preparation and review of IRPs.

Tabletop Exercises

While IRPs are important, simply drafting one is not enough. Companies must be proactive and test the capabilities of their IRPs and critical staff through functional simulated exercises, also known as tabletop. Our company-specific tabletop exercise workshop offers practical, experienced counsel and advice tailored to help clients anticipate and prepare for any issues they may encounter. During the workshop, we walk through simulated scenarios that challenge your incident response capabilities – including in ways you may not expect. Additionally, the workshop allows your team to build incident response instincts, define roles, and create channels for information and decision-making.

24/7 Incident Response

Businesses must immediately address an actual or suspected security incident to respond in accordance with applicable laws and regulations. Maintaining the attorney-client privilege is crucial, so engaging experienced counsel at the onset of an incident is essential.

Troutman Pepper has advised hundreds of companies experiencing security incidents since 2005. Our breach response team spans the U.S., and is available 24/7/365 to guide you through internal investigations, root-cause analyses, breach identification and response, individual and regulatory notice, regulatory investigations, and litigation.

Regulatory Response + Litigation

Incidents may happen despite plans and preparation. When they do, regulatory inquiry or litigation may follow. We have defended hundreds of litigation claims involving federal and state privacy laws that address the collection, security, use, and dissemination of consumer data, and have resolved bet-the-company government investigations, enforcement actions, and regulatory inquiries in every state. Our work before the Federal Trade Commission, the Consumer Financial Protection Bureau, the U.S. Department of Health and Human Services Office for Civil Rights, insurance commissioners, and state attorneys general spans several decades.



Sadia Mirza
(949) 622-2786sadia.mirza@troutman.com



Kamran Salour
(949) 622-2441kamran.salour@troutman.com

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Senior Wealth Advisor
dmcmanus@coopermcmanus.com

Joel Staples, JD, CPWA®, CFP®
Private Wealth Advisor
jstaples@coopermcmanus.com

coopermcmanus.com
9870 Research Drive, Irvine, CA 92618



Talkin' Tokens

You probably have some familiarity with non-fungible tokens or NFTs. You probably know about Bored Apes and Crypto-Kitties and NBA Top Shots. You may know that Prada started a line of NFTs, that filmmaker Kevin Smith released his latest movie as an NFT, and that Warner Bros. partnered with Nifty's to launch a collection of NFTs called *Looney Tunes: What's Up Block?* And you might not be surprised to hear that the total value of NFTs sold in 2021 was more than \$17 billion.

But we'll start with some basics anyway, and many of you—like those who know that someone paid \$69 million for an NFT created by artist Mike Winkelmann (aka Beeple) of a collage of 5,000 digital images—may think you can skip ahead. Don't.

Are you sure you know exactly what an NFT is?

So, Christie's auctioned Winkelmann's original piece of art for nearly \$70 million, right? Not exactly.

An NFT is a unique blockchain token. *Token* here is not like a subway token, which is identical to a million other tokens that people used to slip into turnstiles to board the subway. An NFT is the opposite. It is *non-fungible*, which means it is not replaceable or interchangeable, and it is designed to prove ownership of a unique digital or physical asset.

An NFT is not the art itself, either. The NFT you bought is the record that says you and only you own the art—and what that means exactly depends on the fine print. Also, the "art" your NFT refers to could be a digital image, a song, or a video clip, but it could also be digital perfume or a virtual sofa or the rights to advertise on a tennis player's arm—it could be any one-of-a-kind digital asset.

So, the modern Medicis snapping up NFTs are not really "art collectors." They are "blockchain-token collectors." They are not buying a painting or a sculpture; they are buying a set of code on the blockchain that contains metadata. That metadata includes information identifying a digital asset, including the address to a smart contract (the basis for all NFT transactions) and links to the token ID. The code points to the digital asset that you and everyone else on Earth can see, but only the NFT buyer *owns* the pointer.

Think of it like the deed to a house. The deed *isn't* the house; the house *isn't* the deed. You can't sit on the couch in the den of the deed, but without the deed, you have no house and no den and nowhere to sit. And how do we know who owns the house? The deed.

Can't anyone just copy the asset?

Of course! Just like anyone can print a copy of Winkelmann's collage or Andy Warhol's depictions of Marilyn Monroe (one of which art dealer Larry Gagosian recently bought at a Christie's auction for \$195 million) or the *Mona Lisa*. But it's pretty easy to determine the authenticity of that *Mona Lisa* on your wall (it's a

fake!), and it's just as easy to determine the authenticity of an NFT. Remember: The metadata lives on the public blockchain.

This is not to say that someone couldn't create a fake NFT, with phony code, but because the blockchain is transparent and public, tracing the provenance of an NFT is pretty easy. Someone could create a fake Chanel purse, but the person with the real Chanel has a certificate of authenticity. And most people know that a "Chanel" bought off the back of a truck for \$100 is probably not authentic.

So, you can't really fake an NFT since anyone can verify its code, but you can make a copy of the art, just like you can make a fake Chanel purse. It just won't be worth very much.

Where are NFTs bought and sold?

OpenSea is the largest NFT marketplace. Think of it as eBay for NFTs. On OpenSea, you can search for the type of NFT you want or sell an NFT you create. OpenSea is an open platform, but some NFT providers have created their own, closed platforms. If you want to buy an NBA Top Shot Moment NFT—a digital video highlight clip—you have to go to the Top Shot marketplace. And the type of platform matters; there are different risks and ways to protect the intellectual property depending on the platform.

But once someone owns an NFT, they can do what they want with the asset...

Not necessarily. Licenses, and rights and limitations, vary from NFT to NFT. The terms and conditions do, too. Before you invest in an NFT, read the fine print. For example, sometimes NFT owners are allowed to copy and display an image of the asset and sometimes they aren't. Sometimes they can create derivative works and sometimes they can't. Buying an NFT for NBA Top Shot, for example, gives the owner a limited license to only use the asset for personal use.

At least NFTs are safe...

Actually, they can be less safe than many digital assets. Since an NFT is a pointer, someone could see to it that your pointer no longer points where you thought it did. And since you keep your NFT keys in a digital wallet, your credentials in that wallet could be stolen, such as through a phishing attack. You can also be suckered into buying something fake. And some shady types do not deliver the products they promise, while others have been accused of rigging the market.

Fraud aside, the market is volatile and highly speculative. Remember the early stages of e-commerce, when people were (rightly) afraid to type in their credit card numbers? Let's just say that NFTs present some unique security questions.

The point is NFTs are new, and the legal terrain is unmapped. You will need some wise counsel to help navigate it. For more information visit www.omm.com



William K. Pao, Chair of O'Melveny's Fintech Group, works closely with emerging financial and technology companies, advising clients about all aspects of the digital economy. Will's practice focuses on securities litigation, financial services and Fintech litigation, and complex commercial litigation involving Chinese companies. He can be reached at wpao@omm.com or (213) 430-7272.



Scott Sugino is a corporate partner based in O'Melveny's Los Angeles and Tokyo offices who specializes in technology-focused mergers and acquisitions, private equity and venture capital investments, strategic alliances, and IP transactions. He represents leading technology companies and technology-focused investors in their global business activities. As part of O'Melveny's Fintech Group, Scott advises project teams and investors building crypto companies, exchanges, and protocols. He can be reached at ssugino@omm.com or (213) 430-8019.



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California Unleashes Last-Minute Onslaught of New Employment Legislation

Charles L. Thompson, IV
Leslie E. Wallis

On September 29 and 30, 2022, Governor Gavin Newsom signed more than one hundred new pieces of legislation, several of which directly affect California employers. The Governor signed the following employment-related legislation.

California Supplemental Paid Sick Leave Extension (AB 152)

Assembly Bill (AB) 152 extends and modifies California COVID-19 supplemental paid sick leave through December 31, 2022. This bill goes into effect *immediately*.

AB 152 does not require that employers provide new supplemental paid sick leave to California employees. Instead, employees who have not exhausted their available SPSL time now have until the end of the year to use it.

In addition, existing law specifies that an employer does not have any obligation to provide additional COVID-19 SPSL if the employee refuses to provide documentation of a test result. It further authorizes the employer to require a covered employee who tests positive to submit to another test on or after the fifth day after the first positive test and provide documentation of those results. These rules remain in effect but AB 152 also authorizes an employer to require the employee to submit to a second diagnostic test within no less than twenty-four hours if the diagnostic test is positive. The employer must provide tests at no cost to the employee.

AB 152 also extends the rules relating to specified in-home supportive service and personal care providers through December 31, 2022.

Finally, for certain small businesses and nonprofits, AB 152 excludes, for taxable years beginning on or after January 1, 2020, and before January 1, 2030, certain allocations received by a taxpayer pursuant to the California Small Business and Nonprofit COVID-19 Supplemental Paid Sick Leave Relief Grant Program and sets forth procedures for recapturing grant amounts.

CFRA Expansion and California Paid Sick Leave (AB 1041)

AB 1041 amends Government Code 12945.2 (California Family Rights Act (CFRA)) and Labor Code 245.5 (California Paid Sick Leave) to add "designated person" to the definition of a "family member" for whom an employee can take protected leave. The law becomes effective January 1, 2023.

Unpaid Bereavement Leave/FEHA Expansion (AB 1949)

AB 1949 adds section 12945.7 to the Government Code. It requires an employer to grant an eligible employee's request to take up to five days of unpaid bereavement leave upon the death of a family member. The law defines "family member" as a "spouse or a child, parent, sibling, grandparent, grandchild, domestic partner, or parent-in-law." The law takes effect January 1, 2023.

An employee must complete statutory bereavement leave within three months of the family member's death, and the employer may not require that the employee take the days off consecutively. Although the employer need not pay for the bereavement leave, the employer must allow employees to "use vacation, personal leave, accrued and available sick leave, or compensatory time off that is otherwise available to the employee."

Section 12945.7 also makes it an unlawful employment practice under the FEHA for an employer to engage in specified acts of discrimination, interference, or retaliation relating to an employee's exercise of these rights. The employer must also maintain employee confidentiality relating to bereavement leave.

Emergency Working Conditions (SB 1044)

Senate Bill (SB) 1044 adds Labor Code section 1193 and prohibits an employer from "tak[ing] or threaten[ing] adverse action against any employee for refusing to report to, or leaving, a workplace or worksite within the affected area



Vince Verde



Patricia Matias

because the employee has a reasonable belief that the workplace or worksite is unsafe" in the event of an emergency condition. The new law becomes effective January 1, 2023.

Section 1193 defines an "[e]mergency condition" as the "existence of either ... [c]onditions of disaster or extreme peril to the safety of persons or property at the workplace or worksite caused by natural forces or a criminal act," or "[a]n order to evacuate a workplace, a worksite, a worker's home, or the school of a worker's child due to natural disaster or a criminal act." "Emergency condition" specifically excludes a health pandemic.

The employee must have a "reasonable belief" that the workplace is not safe. A reasonable belief means that "a reasonable person, under the circumstances known to the employee at the time, would conclude there is a real danger of death or serious injury if that person enters or remains on the premises."

Additionally, Labor Code section 1193 prohibits employers from preventing employees "from accessing [their] mobile device or other communications device for seeking emergency assistance, assessing the safety of the situation, or communicating with a person to verify their safety."

FEHA Expansion/Reproductive Health Decisionmaking (SB 523)

The governor signed SB 523, the Contraceptive Equity Act of 2022, which contains a provision revising the FEHA concerning "reproductive health decisionmaking." The act is effective as of January 1, 2023.

SB 523 makes it an unlawful employment practice to discriminate based on reproductive health decision-making. The statute also makes it unlawful for an employer to require applicants or employees to disclose information relating to reproductive health decision-making.

"Reproductive health decisionmaking" includes "a decision to use or access a particular drug, device, product, or medical service for reproductive health."

Additionally, SB 523 amends the California Government Code to require that most health benefit plans or contracts provide coverage for contraceptives and related services consistent with the requirements under section 1367.25 of the Health and Safety Code and section 10123.196 of the Insurance Code as well as coverage for vasectomies and related services consistent with the requirements under section 1367.255 of the Health and Safety Code and section 10123.1945 of the Insurance Code beginning on January 1, 2024.

Employers may want to carefully review their handbooks and policies and consider updating them to comply with the many changes to the California employment laws going into effect.

A photograph of three business professionals sitting around a white circular table in a bright, modern office setting. They are engaged in a meeting, with papers and a laptop on the table. The background shows large windows with a view of a city.

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Governor Newsom's Ambitious Climate Legislation

Three climate bills stand to alter California's climate policy for years to come.

On September 16, Governor Newsom signed into law a set of ambitious climate bills. Together, a selection of this legislation:

- Codifies a 2045 statewide carbon-neutrality target.
- Sets clean electricity milestones.
- Adopts new requirements for carbon capture, storage, and utilization (CCUS) projects.

This article provides an overview of several of California's newest enacted climate bills and likely next steps in the evolution of the state's climate policies.

1. Carbon Neutrality (AB 1279)

AB 1279 requires California to achieve "net zero greenhouse gas emissions" no later than 2045, and to maintain net negative GHG emissions thereafter. It also requires that statewide anthropogenic GHG emissions be reduced to at least 85% below 1990 levels. The bill directs the California Air Resources Board (CARB) to ensure that its scoping plan identifies and recommends measures to achieve these policy goals. It also directs CARB to identify policies and strategies to enable CCUS and carbon dioxide removal technologies to complement emission reductions to achieve the bill's neutrality goals. The Legislative Analyst's Office will be required to conduct an independent assessment of progress toward the bill's objectives every two years and make its findings available to the public.

2. Clean Electricity (SB 1020)

SB 1020 codifies into law a state policy that eligible renewable energy resources and zero-carbon resources supply:

- 90% of all retail sales of electricity to California end-use customers by December 31, 2035, 95% by December 31, 2040, and 100% by December 31, 2045; and
- 100% of electricity procured to serve all state agencies by December 31, 2035.

To achieve these objectives, SB 1020 requires that CARB and the California Energy Commission use unspecified programs authorized under existing statutes and employ measures to ensure that implementation of the policy does not cause "leakage" – increases in GHG emissions elsewhere.

3. CCUS Program (SB 905)

SB 905 instructs CARB to create a "Carbon Capture, Removal, Utilization, and Storage Program" to:

- Evaluate the efficacy, safety, and viability of CCUS and carbon dioxide removal (CDR) technologies
- Facilitate capture and sequestration of carbon dioxide using these technologies
- Develop monitoring and reporting frameworks to enforce the proper implementation of these activities

The bill mandates that all CCUS and CDR activities be carried out in a way that seeks to minimize adverse effects on the environment and public health, promote workforce development and employment opportunities, and reduce fossil fuel production in the state, among other goals.

Notably, SB 905 prohibits the use of pipelines to transport carbon dioxide to or from a carbon dioxide capture, removal, or sequestration project until the federal Pipeline and Hazardous Materials Safety Administration (PHMSA) concludes its rulemaking on this subject regarding minimum federal safety standards for transporting carbon dioxide by pipeline. While PHMSA has reportedly initiated this rulemaking, PHMSA has indicated that it does not anticipate to issue a notice of proposed rulemaking until October 2024. The state's interim prohibition against the transport of carbon dioxide by pipeline could become a major barrier to large-scale CCUS deployment.

SB 905 also prohibits the injection of concentrated carbon dioxide fluid obtained through the carbon capture process into a Class II well to enhance oil recovery.

SB 905 requires CARB to adopt implementing regulations on or before January 1, 2025, including regulations for (i) a unified permit application for the

construction and operation of carbon dioxide capture, removal or sequestration projects; and (ii) financial responsibility for these projects for at least 100 years after the last date of injection of carbon dioxide into a geologic storage reservoir. By January 25, 2025, the state Secretary of Natural Resources, in consultation with CARB, must publish a framework governing agreement regarding two or more tracts of land overlying the same geologic storage reservoir or reservoirs for purposes of managing, developing, and operating CCUS and CDR projects.

Finally, the bill requires operators of CCUS projects to undertake a number of measures relating to environmental justice, including creating air monitoring and mitigation plans, avoiding significant impacts on residents in communities affected by "a high-cumulative exposure burden," and mitigating unavoidable increases in air pollution.

Potential Impacts of Enacted Legislation

These three enacted climate bills will likely also impact CARB's ongoing Scoping Plan process. The Draft Scoping Plan, released in May 2022, identified CARB's proposed path for how California can reach an interim goal of reducing GHG emissions by at least 40% below 1990 levels by 2030. It also identified how the state can reach the ultimate goal of carbon neutrality by 2045, along with accelerated options to achieve carbon neutrality by 2035. The passage of AB 1279 means that the 2045 carbon-neutrality target will now be codified into law, but whether CARB will still model achieving carbon neutrality by 2035 in the Final Scoping Plan remains unclear. CARB will likely have to account for the measures contained in the remaining successful Climate Proposals when determining how to achieve the emission-reduction targets.

CARB appears to have already begun accounting for these changes. In a recent letter to Governor Newsom, CARB Chair Liane Randolph noted that CARB's modeling has projected that the enhanced ambition outlined in the Governor's July 22 letter would achieve emission reductions of 50% below 1990 levels by 2030. Whether the new climate legislation has an impact on CARB's modeling will likely be clarified in the Final Scoping Plan, which is expected to be published in December 2022.



Joshua T. Bledsoe
joshua.bledsoe@lw.com
(714) 755-8049
Orange County



Nikki Buffa
nikki.buffa@lw.com
(714) 540-1235
(202) 637-2200
Orange County / Washington, D.C.



Marc Campopiano
marc.campopiano@lw.com
(714) 755-2204
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Navigating the Financial Incentive Requirement of the California Consumer Privacy Act

- The California Attorney General's Office recently made common types of consumer loyalty programs a target of enforcement.
- Compliance requirements include estimating the value of personal information collected through such programs and explaining that estimate to the consumer.
- This is an unusual and controversial requirement, and the consequences of noncompliance are about to become even more serious.

Since its enactment at the beginning of 2020, the California Consumer Privacy Act (CCPA) has garnered a significant amount of attention. However, for as much attention as the CCPA has attracted over the past few years, one area of the Act that is often overlooked relates to how businesses with customer loyalty programs need to be transparent regarding how they profit from personal data.

California Attorney General Rob Bonta put a spotlight on this part of the statute earlier this year when he stated that there would be "an investigative sweep" of several businesses that had loyalty programs in the state, and that these businesses would be sent notices that allege noncompliance with the CCPA. The attorney general's office noted that they had sent letters to businesses in a broad range of sectors instructing them that they had 30 days to fix their violation and become compliant with the financial incentive provision.



Shawn Collins
scollins@stradlinglaw.com

At its core, this provision of the CCPA can have a wide-ranging impact. For instance, consider the sheer volume of websites that sell products to consumers and offer some sort of deal. You may visit a website and there is a popup that offers 10 percent off if you sign up for the company's newsletter, so you sign up and then receive an email that provides instructions on how to get that discount. Under the CCPA, if the person who signed up for the newsletter is a California resident, the company is required to provide them with notice of how they will utilize their personal information for financial gain.

To better understand what is required of businesses under this provision, take a look at the exact language which states that the intent is to "explain to the consumer the material terms of a financial incentive or price or service difference the business is offering so that the consumer may make an informed decision about whether to participate."

In order to provide a notice of financial incentive that is compliant with the CCPA, a business needs to meet a number of requirements:

- The notice "shall be designed and presented in a way that is easy to read and understandable to consumers."
- The notice must use "plain, straightforward language and avoid technical or legal jargon," and needs to utilize a format that "draws the consumer's attention," while also being "readable, including on smaller screens".
- The notice must be available in all languages that the business "in its ordinary course provides contracts, disclaimers, sale announcements, and other information to consumers in California."
- The notice needs to be "reasonably accessible" for those consumers who have disabilities. Specifically, "the business shall follow generally recognized industry

standards, such as the Web Content Accessibility Guidelines". According to the statute, "the business shall provide information on how a consumer with a disability may access the notice in an alternative format."

- The notice also must be "readily available where consumers will encounter it before opting-in to the financial incentive or price or service difference."

The notice itself must include a number of pieces of information in order to be compliant with the CCPA. For starters, it needs to have a "succinct summary of the

financial incentive or price or service difference offered." Additionally, it must include a description of the material terms of either the financial incentive or of the price or service difference. This means informing the consumer of the categories of personal information that are involved with the financial incentive or price/service difference, as well as providing the consumer with the value of their data.



Travis Brennan
tbrennan@stradlinglaw.com

A business must inform the consumer how they can opt-in to either the financial incentive or the price or service difference. The business must also provide a statement that addresses the consumer's right to withdraw from the incentive at any time, and how

this can be accomplished. The notice also must explain how either the financial incentive or the price or service difference is "reasonably related to the value of the consumer's data." This is "good-faith estimate of the value of the consumer's data", and how the business calculated that value.

Consequences of Non-Compliance

As signaled from the Attorney General's office, there will be a continued focus on complying with the CCPA and this provision. This is an unusual and controversial requirement, and the consequences of noncompliance are about to become even more serious. Currently, those who are not in compliance with the CCPA are given 30 days to fix their violations. However, when the California Privacy Rights Act amends the CCPA effective January 1, 2023, there will no longer be a mandatory 30-day period to fix violations, and the attorney general can take enforcement action promptly if a violation is discovered.

The financial incentive requirement of the CCPA is something that many businesses might not be aware of due to its rather unique nature. Yet given the penalties at stake and the attorney general's focus on compliance, meeting this requirement is quite important. For each violation, there could be a penalty up to \$2,500—and for intentional violations, this number jumps up to \$7,500.

For businesses, one of the most challenging aspects of complying with financial incentive requirement is actually understanding how to accurately put a value on their customers' data, and making this estimate in "good faith." While there is some guidance in the CCPA on this, it still remains a difficult process.

Ultimately, with the state's attorney general bearing down on CCPA compliance as it relates to the financial incentive provision, businesses need to ensure that they are following the law—especially with the California Privacy Rights Act on the horizon.



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HOW TO FINANCIALLY PLAN FOR SUCCESS DESPITE YOUR DIVORCE

By Paul Nelson, Esq



We all know divorce can be emotionally devastating. But it can also be a financial drain—even a disaster. Fortunately, we can depend on wealth manager Loreen Gilbert, CEO and founder of WealthWise Financial Services, to give us some guidance. I had the privilege of interviewing Loreen for my upcoming book *The Ultimate Guide to Your California Divorce* (publishing in 2023.)

Before presenting an abridged version of our chat, let's learn about more about our subject-matter expert. A proactive financial strategist, Loreen works with high earners who are contemplating, or are in the midst of, a divorce. Loreen has been profiled and quoted by *CNBC*, *Bloomberg*, *BBC*, *Fox*, *TD Ameritrade*, *Cheddar*, *U.S. News & World Report*, *USA Today*, *Yahoo! Finance*, *Reuters*, *PLANSPONSOR* magazine and *WealthManagement.com*. Currently, she hosts the *WealthWise Moment*, an on-air segment for *KX-FM* and an iTunes podcast.

Q: Why is wealth planning before a divorce critical?

A: If you're contemplating divorce, try to assess what your financial situation will look like when you're without your spouse. You must consider not only what your income will likely be, but also your obligations. For example, if you have children who are likely to go to college, who will pay for their higher education? If they are currently in private school, who will pay for what?

Q: How can people get their finances in order before divorce?

A: The first thing to do is to get a good family law attorney. This usually means an expensive attorney. You'll have to put money aside just for your legal representation. Ensure you have enough to pay your lawyer and cover your day-to-day household expenses. Next, make sure any separate property is put into a separate trust. (By separate property, I mean real estate you brought into the marriage, or inheritance you received before or during the marriage.) These must be separate accounts so that in the event of divorce you can easily prove they are yours and yours alone.

Q: Can a financial adviser work in tandem with a divorce attorney?

A: Not only can they, they should. Divorce attorneys understand the law, but they don't always appreciate the complexities of the financial issues at stake. Whether it's deferred compensation plans, 401(k)'s, pension plans, or business ownership interests, all these assets must be approached carefully, recognizing specific tax implications. A financial planner who understands the retirement plan and business ownership landscape can assist early in divorce proceedings to avoid unintended consequences.

Q: What are common mistakes people make when getting divorced?

A: They go into a divorce with the assumption they will get everything they want. They don't understand that divorce is a negotiation. You must go into the proceedings with two lists: "Must Haves" and "Nice to Haves." The "Must Haves" are your non-negotiables. They are the battles you must win. The "Nice to Haves" are bargaining chips. If you

get them, great. If not, you can move on with your life. You want to have a big, healthy list of "Nice to Haves" so you have options, items you can give up to secure your "Must Haves."

Q: Do you have any advice specifically for men, or for women?

A: Because many wives insist on "getting the house," they can end up living in a place they can no longer afford. They become "house poor," having to maintain a home with property taxes and upkeep costs beyond their financial means. There are times when I advise my female clients to sell the residence they won in their divorce and use the proceeds to buy a more affordable home in line with their current income and asset situation.

Q: Any final thoughts, especially on how to avoid being financially blindsided by a divorce?

A: Know where the money is and what assets you possess. They are yours and you have every right to them.

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Protect Your Home from Unforeseen Lawsuits

The H.E.L.P Trust™ can play a pivotal role in protecting the equity of your home.

By Jeffrey M. Verdon, Managing Partner, Jeffrey M. Verdon Law Group, LLP

Entrepreneurs often provide essential groundbreaking advancements for industry and society. Unfortunately, not all of those who follow this path are happy with some of the side effects that go along with being a successful businessperson. They can put the entrepreneur at risk for lawsuits, both legitimate and frivolous. Steve is just such an entrepreneur.

Successful in his pursuits, Steve now has a large estate he wants to protect for his children. He is especially interested in safeguarding his \$10 million-plus Silicon Valley residence. On advice from counsel, Steve set up a **Home, Equity, and Lifestyle Protection Trust (H.E.L.P)** using Nevada's more protective laws.

Steve transferred the title of his home to the trust. Then he rented it back at the fair value rent removing the value of his home from his estate. And more importantly, he becomes

a tenant (and not an owner) so the home will not be at risk in case of an unforeseen lawsuit.

The H.E.L.P. Trust Brings Peace of Mind

After doing this, Steve feels secure that his business can continue breaking new ground while protecting his existing estate from future misadventures.

What Happens When Lawsuits Crop Up

As time goes on, Steve's company ends up having to recall a defective product, and lawsuits ensue.

While his business does take some hits, the significant equity in Steve's personal residence is out of harm's way because he transferred the ownership to an irrevocable dynasty trust and then leased back the house from the trust. Thus, as a tenant, the equity in the residence is not liable for any of the

business's legal claims absence of a fraudulent transfer. Litigants considered attacking the trust, but after determining that road would be expensive and uncertain, he was able to settle the personal liability of the lawsuit with a very modest monetary settlement instead. Steve's home was never at risk.

Are You a Candidate for a Lease-Back?

If you are sitting on substantial equity in your residence or vacation homes and fret over the potential loss of these valued real estate assets from lawsuit risk presented by your business activities, consider implementing a H.E.L.P. Trust.



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Jeffrey M. Verdon, Esq. is the Managing Partner of the Jeffrey M. Verdon Law Group, LLP, a Trusts & Estates boutique law firm located in Newport Beach, Calif. With more than 30 years of experience in designing and implementing comprehensive estate planning and asset protection structures, the law firm serves affluent families and successful business owners in solving their most complex and vexing estate tax, income tax, and asset protection goals and objectives. Please call us for a complimentary consultation.

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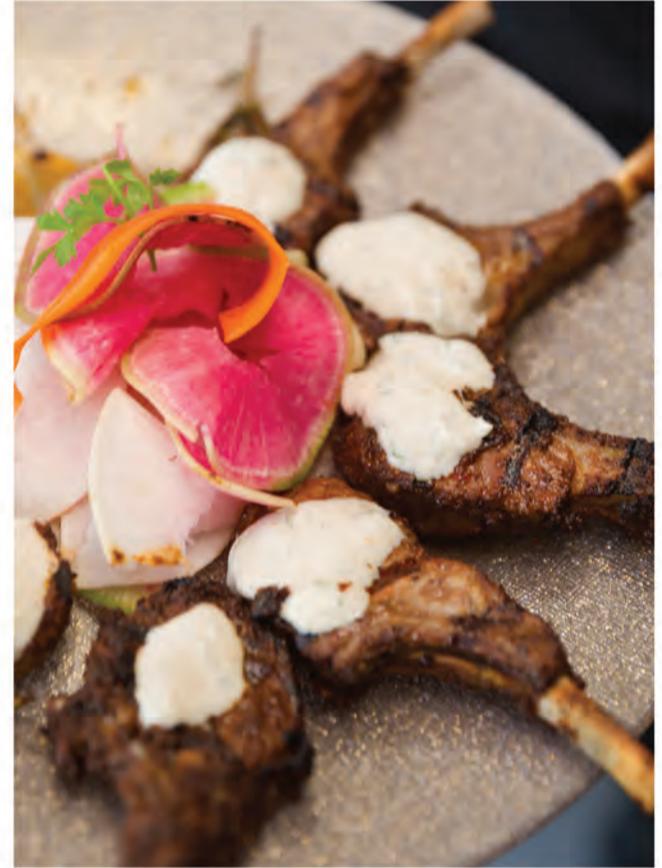
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The Most Powerful New Tool in California Business Litigation (that you've never heard of)

As a business litigator, my ears perk up when the California Supreme Court discusses "circumvention of traditional limits on civil remedies" in commercial litigation. Perhaps even more attention-grabbing is when our state's high Court offers a *Marbury v. Madison*-style reminder that it "does not sit as a super-legislature" when interpreting a statute and declares that "[w]e are not unmindful of the policy concerns about the potential consequences of our interpretation." That is precisely what the California Supreme Court did on July 21, 2022 in *Siry Investment, L.P. v. Farkondehpour*, a landmark decision that could have a multi-billion dollar impact on California business litigation for years to come.

At First Glance: A Run-of-the-Mill Commercial Dispute

In *Siry*, the parties entered into a partnership agreement to renovate and lease space in a mixed-use building in downtown Los Angeles. The partnership agreement set forth cash distributions based on a percentage allocated to each partner (as is common in partnership agreements). When one group of partners created a separate entity and required the building's tenants to pay their rent to that entity, the plaintiff partner filed suit alleging the defendants' actions resulted in an improper diversion of rental income away from the limited partnership and into the defendants' new entity.

On its face, the *Siry* case resembled a relatively unremarkable commercial dispute. But that changed when the plaintiff creatively invoked the little-known statutory scheme set forth in Penal Code Section 496 as a potential avenue for recovering treble damages and attorney's fees.

A Truly Remarkable Civil Remedy

California Penal Code Section 496(a) provides, "Every person who buys or receives any property that has been stolen or that has been obtained in any manner constituting theft or extortion, knowing the property to be so stolen or obtained, or who conceals, sells withholds, or aids in concealing, selling, or withholding any property from the owner, knowing the property to be so stolen or obtained," is subject to incarceration. The statute defines what is commonly referred to as the criminal offense of receiving stolen property.

Section 496(c) articulates a right to special civil remedies whenever a defendant has violated Section 496(a). Specifically, Section 496(c) provides, "Any person who has been injured by a violation of subdivision (a)... may bring an action for three times the amount of actual damages, if any, sustained by the plaintiff, costs of suit and reasonable attorney's fees."

Thus, the plain meaning of the statute is that a plaintiff may recover treble damages and attorney's fees under California Penal Code Section 496(c) when property has been obtained in any manner constituting theft.

Judicial Reluctance to Apply Section 496(c) to Business Disputes

There is a fine line between an honest business dispute and outright theft. Under both scenarios, the plaintiff typically claims that the plaintiff's money or property improperly ended up in the hands of the defendant. Prior to the *Siry* decision, most California courts did not take Section 496(c) seriously. Indeed, courts have spent years dancing around the plain meaning of the statute, citing concerns that permitting recovery of treble damages in business disputes would be "contrary to public policy" and that "significant adverse consequences" would follow if every plaintiff in a contract dispute could also seek treble damages

and attorney's fees on the ground that the defendant obtained the plaintiff's property or money through improper means.

One Court of Appeal decision noted that if treble damages were allowed in commercial disputes, "such claims would become the rule rather than the exception, parties would more frequently assert claims for 'theft' in run-of-the-mill commercial disputes, and cases would be harder to settle." Still other courts have applied the plain meaning of the statute, creating a Court of Appeal split that was ripe for resolution in *Siry*.

The California Supreme Court's Expansive Application of Section 496(c)

In *Siry*, the California Supreme Court adopted an expansive interpretation of Section 496(c) and held a plaintiff may recover treble damages and attorney's fees when money or other property has been obtained in any manner constituting theft. The Court acknowledged that its decision may have far-reaching consequences in business litigation, but explained that it is the province of the Legislature, not the judiciary, to address such policy considerations.

Practical Effects in Business Disputes

As a result of the *Siry* decision, the stakes are now significantly higher in any business dispute in which one party claims the other party obtained money or property through improper means. The decision in *Siry* operates as a clear directive to lower courts that they must take Section 496(c) seriously and apply the plain meaning of the statute, opening the door to treble damages and attorney's fees in many cases where such damages and fees were previously unattainable. Litigants can expect to see claims for treble damages and attorney's fees under Section 496(c) in cases involving:

- Fraud
- Misrepresentation
- Conversion
- Breach of Fiduciary Duty
- Embezzlement
- Larceny
- Any other actions in which the defendant receives money or property belonging to the plaintiff.

Thus, the *Siry* decision represents a significant shift in the damages landscape in California business litigation. Only time will tell whether the Legislature responds.

*Paul Fraidenburgh is a trial lawyer who serves as Chair of Litigation for Buchalter's Orange County and San Diego offices.





Always Run the Redline

The pace and timing of negotiations can be extreme. Parties circulate, revise, and recirculate draft agreements. When, at last, the execution copy circulates, those involved are often running on pure adrenaline. It can be tempting to sign without one last review or running a final redline to ensure the execution copy has all agreed-upon changes. A 2022 California Court of Appeal decision provides a haunting cautionary tale about letting your guard down too soon.

In *Munoz v. Patel*, an 80-year-old real estate investor bought a vacant hotel and restaurant from a father and son-owned company as part of a leaseback arrangement. On July 17th, the sellers' agent sent a proposed lease to the buyer's agent, which the buyer reviewed and approved. The seller's agent reattached the same lease in an email a month later, representing it was the one to sign. Escrow closed, and the sellers' agent emailed the buyer, asking him to sign the attached lease. However, the sellers had swapped the July 17th lease with a different lease, which had new provisions adverse to the buyer. The buyer did a " cursory " review and signed the swapped lease, believing it was the same July 17th lease.

After discovering the differences, the buyer sued the sellers, including for fraud. The

trial court initially dismissed his claims, but the case wound its way up to the California Supreme Court and back down to the Court of Appeal, which concluded that if the allegations were proven true, the buyer stated a viable claim for fraud in the execution. The Court focused on whether it was reasonable for the buyer to rely on the sellers' statements implying that the execution copy was the previously-approved July 17th lease. It also noted the general principle that reasonable diligence requires a party to read a contract before signing. Yet it found the buyer's failure to read the lease he signed did not bar him from relief, noting his age; that the lease was in a language in which he was not proficient; that he had never bought a hotel or been part of a leaseback arrangement; that he had reviewed the July 17th lease, which was confirmed as final four times; and that the sellers did not disclose the swap. The Court of Appeal sent the case back to the trial court to allow the buyer to proceed with certain of the claims.

Though the Court of Appeal resuscitated some of his claims, the buyer could have avoided this predicament by running a redline before signing. This decision also leaves open whether a court would give a more sophisticated buyer the same deference. We conclude with this parable: always run the redline.

Bryan McGarry

Partner, Commercial Litigation
Bryan is a litigation partner in the Southern California office of Dorsey & Whitney LLP, and is a member of the Development and Infrastructure, Food and Beverage and Financial Services Industry Groups. He is experienced in all phases of litigation, and has effectively represented a number of domestic and international companies, organizations and business owners in trial, arbitration and mediation both domestically and abroad.



Jessica Leano

Associate, Commercial Litigation
Jessica is a litigation associate in Dorsey & Whitney LLP's Southern California office, focusing on complex commercial disputes. After a federal clerkship, Jessica began her practice in Southern California, representing and advising clients in a variety of matters, including class and complex actions.



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Hart Kienle Pentecost Celebrates 40 Years in Business

Hart Kienle Pentecost, formerly known as Hart King, has come a long way since its founding in 1982. In January of this year, our name changed to reflect the firm's leadership change in 2020 and to confirm the enduring advocacy and exceptional legal services our clients have come to expect. This name change completes the full transition and transfer of firm ownership from our founder, Bill Hart, to long-time firm partners, Andrew Kienle and John Pentecost.

Since then, Andrew and John have led the firm with a shared commitment to maintain and deliver personalized and full-service legal expertise that has been the foundation of the firm for the last 40 years. From having a top-notch firm to being voted one of Orange County's Best Places to Work in 2022 by the Orange County Business Journal, we have many reasons to be thankful. Our clients include public corporations, mid-sized businesses, and entrepreneurs. Our exceptional legal service, efficiently delivered, has a lot to do with the loyalty we experience from those we have represented over the years. We are proud to be a part of our clients' ongoing success.



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Andrew C. Kienle
Shareholder &
Managing Partner



John H. Pentecost
Shareholder &
Managing Partner

Our attorneys and paralegals practice in areas including business and real estate transactions and litigation, trust and estate disputes and litigation, employment issues, construction law, manufactured home communities, Homeowners Association guidance, and contract negotiation and drafting.

It is the trust and confidence of individual and business clients that have been the cornerstone of our growth and success over the last 40 years. For that, we are forever grateful. We look forward to continuing to provide excellent legal services to our clients throughout California for many years to come.

John H. Pentecost and Andrew C. Kienle are both Shareholders and Managing Partners at Hart Kienle Pentecost. John leads the firm's highly regarded manufactured housing practice and is well-known industry-wide. Andrew leads the firm's civil litigation and transactional departments and has established himself as the firm's specialist in trust and estate disputes and litigation for over twenty years.

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Chief Legal Officer



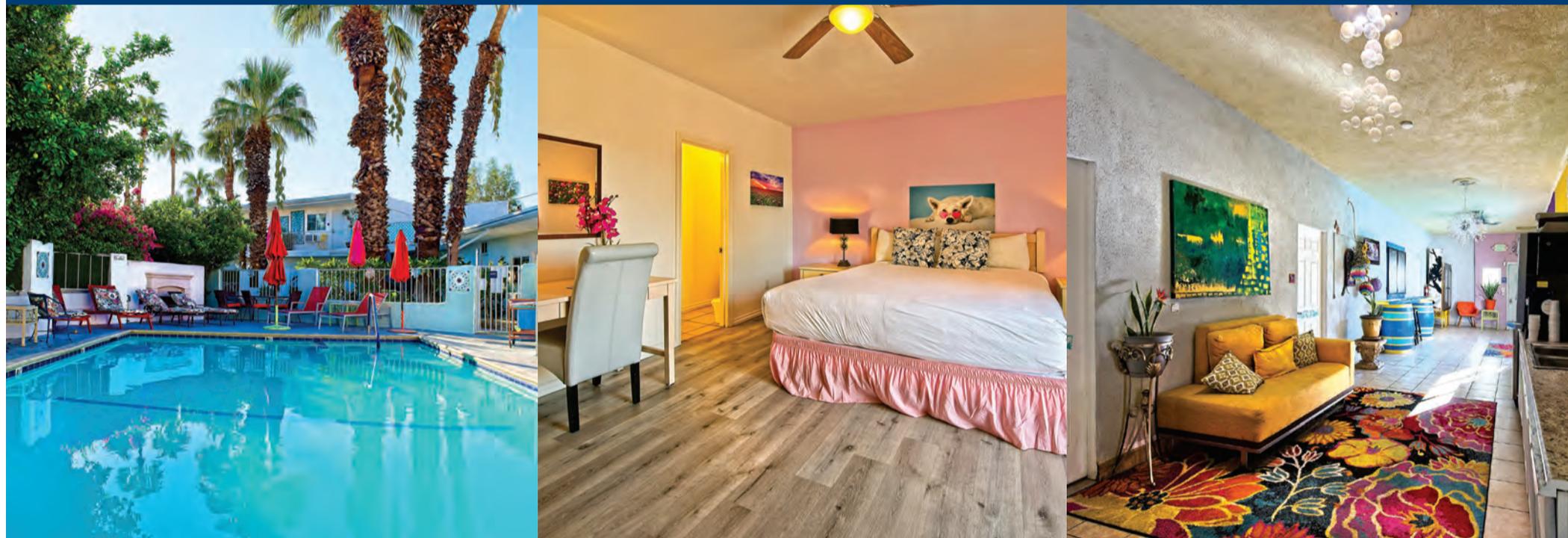
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Senior Counsel
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Yemi Adeyanju, Vice President, Division Senior Corporate Counsel- South

Providence, Irvine

Yemi Adeyanju's exceptionalism and rising star qualities have already propelled her to become vice president and division senior corporate counsel - South for Providence, the country's third-largest nonprofit health system. She has earned a national reputation as an outstanding health care attorney and someone who can combine a keen understanding of the law, sound business judgment and an acute knowledge of health care to achieve exceptional results in the constant shifting sands of the industry. She has accomplished all of this with nearly 18 years of practice. Today, Adeyanju works in the Orange County corporate office of Providence, serving as the principal legal advisor to the regional chief executive, management teams and boards of directors of the Northern California Region of Providence, as well as Providence Medical Foundation, philanthropic foundations, and related medical facilities. Her responsibilities include providing legal oversight and guidance on hospital operations, physician practices, mergers and acquisitions, regulatory compliance (including Federal and State fraud and abuse laws, such as the Stark Law, Anti-kickback Statute, False Claims Act, Civil Monetary Penalties Law, HIPAA etc.), and corporate compliance as well as providing advice concerning hospital and health system policies and procedures on all health care matters except labor & employment and professional liability matters for her region.



Nasym Afsari, General Counsel & Secretary

Montrose Environmental Group Inc., Irvine

Nasym Afsari has served as general counsel for Montrose Environmental Group since October 2014, guiding the company through a period of transformative growth. When Ms. Afsari joined Montrose in 2014, the company had a limited footprint of air testing offices and analytical laboratories. Today the company is public company providing a comprehensive suite of environmental solutions with more than 2,700 employees across over 75 locations around the world. In addition, Afsari led \$172.5 million initial public offering and \$155 million follow-on offering and closed 50 acquisitions transforming Montrose to a full service provider of environmental solutions.



John Beckley, Deputy General Counsel

Automobile Club of Southern California, Costa Mesa

Since 1997, John Beckley has built the in-house litigation unit at the Auto Club while also balancing a large number of contracts, employment, management, and compliance matters. The emphasis is on business, class action, insurance, contract, real estate, and labor and employment law. A majority of the litigation is now handled in-house. He is responsible for all corporate litigation, especially in California, Texas, and Missouri. For over twenty-five years, he and his teams have favorably disposed of hundreds of cases. He has led appellate teams, defending the Auto Club's business models, name, and brand, at the California Supreme Court, the United States Court of Appeals, and the California Courts of Appeal. This has resulted in at least sixteen federal and California published cases, some of which are class actions, regarding the Fair Credit Reporting Act, the Americans with Disabilities Act, insurance, membership practices, battery program, corporate governance, expert fees, employment, installment fees, unfair business practices, and service of process. He has also led the defense team in many class actions, including those where class certification has been denied. This has included being one of the few attorneys in California to lead the defense in two class action trials, one of which was a wage and hour case that was tried for over a year and that resulted in a defense verdict. Beckley has been one of the primary legal leaders at the Auto Club managing the COVID-19 crisis in California and twenty-one other states.



Ken Block, General Counsel & Chief Compliance Officer

Broker Solutions Inc. dba New American Funding, Tustin

Ken Block joined the company as sole in house counsel in 2014, grew legal department to a seven-lawyer team covering Legal, Litigation, Contract Administration, Loan Origination Issues, Loan Servicing Issues, Corporate Governance and Compliance. Since joining the company eight years ago, Block has helped oversee continued growth, including two record-breaking years in 2020 and 2021. He says the mortgage lender is poised for even more success in 2022 and beyond-and he'll use his expertise in the industry to ensure it happens. Block serves as general counsel and chief compliance officer for New American Funding and oversees all aspects of Legal Risks and Supervision of the company's in-house lawyers. Prior to joining New American Funding, Block served as director and senior counsel for discover financial services / Discover Home Loans, and worked as general counsel for Home Loan Center, Inc. Block also held the role of chief compliance officer of LendingTree, LLC, parent company of Home Loan Center. Before his start at Home Loan Center, he served as an associate attorney in the mortgage compliance group of Wolfe and Wyman, LLP.



Victoria Boynton, General Counsel

Pacific Sotheby's International Realty, Newport Beach

Victoria Boynton has helped over 600 agents with their legal and transactional matters so that transactions close smoothly and their customers are satisfied with their real estate representation. She is a part of a leadership team that focuses on the success of their agents not the number of agents in the company. Boynton works with the broker to create monthly webinars to inform and advise the agents on important real estate issues. Boynton has extensive experience in both residential and commercial real estate law. Her practice has spanned complex litigation, transactional, human resources, technology, and marketing issues in a range of settings throughout Southern California. She also taught classes on contracts, risk management, and real estate transactional issues. Before joining Pacific Sotheby's International Realty, Boynton was of counsel with the firm of Larson & Solecki LLP, a real estate and business law firm whose clients include real estate and related companies, business owners, real estate brokers, agents and large companies involved in litigation. Additionally, she served as corporate counsel for Berkshire Hathaway HomeServices California Properties, where she represented the company and its 3,000+ real estate agents along with its affiliates, including escrow, title, lending, and insurance. Boynton served as an Assistant U.S. Attorney prosecuting high-level drug cases and defending the government on civil tort claims. She held a variety of positions as in house counsel for large corporations where she handled intellectual property, licensing, commercial leasing and sales, and contract matters.



Scott Casanover, General Counsel/ Sr. Vice President of Government Affairs

West Coast University/ American Career College, Irvine

In his role as general counsel and senior vice president of government affairs, Scott Casanover has directed the global legal and governmental affairs functions for West Coast University and American Career College. He has provided advanced litigation strategy, regulatory guidance and functional legal support to the schools served. Casanover effectively built an "in-house" litigation team, to begin trying some cases in-house. In addition, he constructed a fully formed captive insurance entity for the delivery of more practical E&O, D&O, and EPL insurance for both entities, which recognizes lower premiums and significant tax savings and offers layers of insurance and coverage that previously did not exist.



Bernadette Chala, CLO & General Counsel

Arbonne, Irvine

Bernadette Chala has been with Arbonne for more than 10 years and in that time has significantly contributed to the company's growth and corporate reputation by acting as a true 'working leader' supporting her team with a hands-on approach, leading by example and dedicated to enforcing a culture of integrity and ethics rooted in values. She led Arbonne in converting to a public company as she oversaw, negotiated and managed the acquisition of Arbonne International in 2018 by Grope Rocher whose sales amounted to more than €2 billion. Throughout the COVID-19 pandemic, Chala played an essential leadership role in guiding the company with rules and regulations both nationally and internationally and supporting business needs both for business continuity, compliance, and for employee support and continues to do so. She continually supports regulatory compliance of the entire product portfolio of Arbonne International, including cosmetics, health and wellness, and nutrition products. Reviews marketing claims and teaches and coaches the marketing team to help foster understanding of relevant regulations.



George Choriatis, Health Sciences Counsel

University of California Irvine, Orange

Healthcare may not be the most conventionally exciting area of law from an outside perspective. But when the successful operation of a 400-plus bed, nationally renowned medical center and a top-ranked medical school depends on your thorough knowledge of the field, it becomes quite a bit more important and fascinating. That's the task at hand every day for George Choriatis, Esq., the Health Sciences Counsel for the University of California, Irvine, School of Medicine. Choriatis represents the university in matters related to its healthcare enterprise, including the School of Medicine, academic medical center, primary and specialty care offices around Orange County and federally qualified health center clinics. In this role, he primarily deals with matters of healthcare transactions, governance, corporate structure, fraud and abuse, and general healthcare law. The size and scope of UCI's healthcare operations makes Choriatis' job all the more challenging, but he has fully embraced the complexity of the system since joining UCI in 2016. Part of his role at UCI is to help university leaders identify and understand new or changing laws, regulations and programs that may fundamentally change the healthcare industry. And with six years at UCI, Choriatis has shepherded the university through one of the thorniest periods in the history of the American healthcare system. Legislative initiatives such as the



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Affordable Care Act and technological advancements in the medical care and payments fields have made it incredibly difficult to stay on top of each new industry development - but Choriatis has proven his ability to do so with preternatural ease.

Alex Coffin, Vice President Legal & General Counsel Americas

Ossur Americas, Foothill Ranch

Alex Coffin manages a diverse set of legal matters as the leader of Ossur America's legal and compliance department. Over the last year, he has completed a number of acquisitions, divestitures, investments and joint ventures, as well as successful settlements in material litigation matters. As leader of compliance, Coffin has spearheaded department restructuring and implementation of new policies and practices.



Sue Collins, Executive Vice President & General Counsel

Obagi Cosmeceuticals, Long Beach

Sue Collins is responsible for all legal aspects of Obagi's 2022 restructuring and de-SPAC transaction with Waldencast plc. Currently, she leads the legal team at Obagi and was instrumental in Valeant's acquisition of Obagi. In addition, Collins served as a senior director, Corporate and Securities Law Red Book for Broadcom for more than eight years.



Paul Dechary, Executive Vice President, Legal

Monster Beverage Corporation, Corona

As the executive vice president, legal, Paul Dechary is the head of the legal department at Monster. He is a member of the company's executive leadership team, equality diversity and inclusion leadership advisory board and sustainability task force. Mr. Dechary manages Monster's corporate legal functions, including corporate governance, mergers and acquisitions, compliance, contracts, intellectual property, regulatory and litigation. Mr. Dechary is responsible for structuring and managing the growth of the Company's global legal department from two attorneys and four professionals in 2008 to over 20 attorneys and 30 professionals in 2022. Over the course of a 14-year career at Monster, he managed and assisted the teams handling material arbitration and litigation for the Company. Over this period of time, favorable landmark judgments reached on safety of energy drinks, securities litigation, commercial litigation and intellectual property litigation.



Aneta Ferguson, Vice President, General Counsel & Corporate Secretary

Avanir Pharmaceuticals Inc., Aliso Viejo

Aneta Ferguson, J.D., is vice president, general counsel and corporate secretary of Avanir Pharmaceuticals, Inc., a company committed to delivering innovative central nervous system (CNS) solutions to its patients. Ferguson leads and guides the Avanir Law Department through matters including strategic planning, drug research and development to commercialization, investigations, commercial and supply chain matters, privacy and labor and employment. Ferguson believes the legal department is an "enabling" function of the business, stating:

"Our job as counselors is to foresee the possibilities and paint that picture for the business leadership to aid in making decisions that are well-informed and advance business objectives while protecting the company's interests." Throughout her time at Avanir, Ferguson has successfully led several major initiatives and navigated complex issues including a government investigation and settlement, disposition of an important commercial stage drug product, business continuity planning and leadership during the COVID-19 pandemic as well as intra company business consolidation. Below are highlights of her accomplishments.



Joni Gaudes, EVP & General Counsel

Hybrid Apparel, Cypress

Joni Gaudes manages all legal, compliance, IP and risk management for Hybrid Apparel. Hybrid is a global apparel industry powerhouse in brand and licensing management and provides its expertise and fully vertical operations capability - design, merchandising, development, sourcing, production, and distribution - to a broad suite of branded, licensed, generic, and private label partners. While the GC of ASICS America, Gaudes successfully managed claims, litigation and arbitration, both as a plaintiff and defendant in national and international forums. His included three plaintiffs cases with settlements totaling \$7.47 million USD as well as a defense verdict in Size-it v. ASICS America which necessitated her spending 12 days in Japan with outside counsel to prepare and defend executives for deposition, including the global CEO.



Joe Geisman, General Counsel

Super 73 Inc., Irvine

Joe Geisman managed intellectual property protection and enforcement strategies for some of the most well-known brands in the world, including Playboy and the James Bond franchise. He developed and implemented dynamic anti-piracy and anti-counterfeiting programs to safeguard valuable intellectual



property assets. Geisman also lead multi-party negotiations, structured and drafted a wide range of commercial agreements, and managed day-to-day legal matters for companies in numerous industries.

Melodie Grace, Acting General Counsel

Targus International LLC, Anaheim

Melodie Grace became GC of Targus International during COVID-19 when the business was ramping up for the lockdown with mobile accessories in hot demand. She balanced the needs and safety of those who were required to work on-site with others who had more flexible options all around the world was spectacular and fortunately successful. On top of this extraordinary (and, unfortunately, lasting) environment, having to take on significant human resource responsibility, ramping up IP enforcement to maintain competitiveness, and the everyday press of increased regulatory and customs compliance, they launched internally a sustainability program, and expanded the company through an acquisition while still pursuing others.



Jon Howell, General Counsel

Hyperice Inc., Irvine

As general counsel of Hyperice, John Howell oversaw the acquisitions of three major companies within the last 18 months. He also oversaw numerous partnerships with championship level professional leagues, teams and athletes: NBA, NFL, MLB, PGA Tour, UFC, FIBA, US Soccer, USA Gymnastics, USA Track and Field, USA Volleyball, New York Yankees, San Diego Padres, Los Angeles Lakers, Kansas City Chiefs, Seattle Seahawks, Dallas Cowboys, LAFC, Olympian Laurie Hernandez, MLB Superstar Fernando Tatis, Tennis Champion Naomi Osaka, NFL Stars Christian McCaffrey and Patrick Mahomes, and so many more. Howell also oversaw numerous IP enforcement matters including a win before the United States International Commission obtaining a general exclusion order related to one of the company's utility patents on its line of Hypervolt percussion massage devices.



Anita Hsu, SVP, General Counsel

MBK Real Estate Companies, Irvine

Anita Hsu is senior vice president, general counsel of MBK Real Estate Companies. She currently oversees all related legal matters for MBK Real Estate and its subsidiaries, MBK Senior Living, MBK Rental Living, MBK Homes and MBK Industrial Properties. She also serves as the chief compliance officer for the company. MBK Real Estate is wholly owned through direct and indirect investments by Mitsui & Co., Ltd., a globally diversified trading, investment and service company headquartered in Tokyo, Japan. Founded in 1990, MBK has been strategic in its real estate investments through multiple economic cycles, and continues to acquire, develop and operate senior living communities, multifamily apartments and industrial/logistics projects.



Wendy Huang, General Counsel

Prospera Hotels, Orange

Wendy Huang is one of OC's premier real estate general counsels. Prior to joining Prospera Hotels, Ms. Huang was executive vice president and general counsel of Crown Realty and Development for over 10 years. Before Crown Realty, Ms. Huang was general counsel of Olen Properties for over five years. Ms. Huang was also a litigator specializing in complex real estate matters. Ms. Huang specializes in all corporate legal functions, including corporate governance, purchase and sale, construction, leasing, property management, licensing, and financing.



James Hultz, Vice President, Senior Counsel & Head of Insurance

Landsea Homes Corporation, Newport Beach

In 2021, James Hultz transitioned to Landsea Homes Corporation ("Landsea") as vice president, senior counsel & head of insurance at Landsea Homes Corporation where he has lead a complete overhaul of its insurance and risk-management corporate policy and procedures. He also has become the critical point-person for all outside counsel and manages Landsea's relationships with its external legal team. Hultz has also helped oversee the transition of Landsea from a regional California builder to a nationwide homebuilder that was named 2022 Builder of the Year. He is a trusted leader at Landsea given his business savvy.



Casey Kempner, General Counsel

P&P Imports LLC, Irvine

Casey Kempner has changed the game for P&P Imports LLC, and its headliner brand GoSports®. Since joining the company in 2018, Kempner was instrumental in building an immense intellectual property portfolio of patents, trademarks, and copyrights to give the company as many tools as possible to protect its innovations. Peter Tanoury and Peter Engler, the owners of P&P, are serial



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inventors that develop new products in the outdoor games and sporting goods space at rocket ship speed. The constant innovation has seen Kempner expand the legal department to include a dedicated patent attorney and litigation counsel. Kempner and his team ensure product integrity and take action against intellectual property infringement to keep unfair competition at bay. By understanding product landscape, Kempner provides the company with a clear path to build quality products in the Wild West of e-commerce where knock-offs run rampant, and copycat companies stifle innovation.



Arun Kurichety, Co-Founder & COO/ General Counsel
Petalfast, Irvine

Arun Kurichety is a seasoned leader, corporate executive, and attorney with an entrepreneurial mindset. He possesses more than fifteen years of corporate transactional/restructuring experience with a focus on the cannabis/cbd industry. As a cannabis industry veteran, he has advised numerous cannabis companies, from start-ups to publics, in an ever-shifting regulatory landscape. He is highly regarded for his capital markets and debt restructuring knowledge, while regularly advising on corporate governance and compliance/regulatory matters. In 2020, Kurichety achieved his lifelong dream of starting his own company, when he co-founded Petalfast, a go-to-market accelerator that helps cannabis brands achieve rapid growth and scale. As chief operating officer and general counsel for the privately-held company, Kurichety bridges the gap between the legal and business spheres by "leading with the law" in the day-to-day management of the company. Kurichety has worked on structuring all aspects of the business, including notably leading four equity raises, several debt transactions, as well as over fifty customer partnership agreements in less than two years. In addition, Kurichety ensures that the business remains compliant in an ever changing regulatory environment. Most recently, Kurichety has led the company's expansion efforts beyond California into the states of Michigan, Massachusetts and Arizona. Today, Petalfast is a 45-person strong team. Some of the notable cannabis brands already engaged in the Petalfast platform include Space Coyote, Cann, Emerald Sky, Bloom Brands, Turning Point and Yada Yada.



Ryan Lindsey, VP, Corp. Counsel, Surgical Team Lead, IP & Litigation
Edwards Lifesciences, Irvine

Ryan Lindsey helped manage and ultimately led a series of complex IP litigations

between Edwards and some of its principal competitors involving Edwards' flagship products. Each of these litigations included several parallel cases in the U.S., in European countries, in the US and European Patent offices. Each of the litigations resulted in complex settlements involving cross-licenses that both recognized Edwards' valuable intellectual property and removed potential obstacles to Edwards' most important product lines. Lindsey is presently leading a series of IP litigations with an overseas competitor, with overlapping patent and unfair competition cases in the US and multiple European countries, and in the European Patent Office.



Nicholas Look, General Counsel

SmartStop Self Storage REIT Inc., Ladera Ranch

As SmartStop Self Storage REIT's general counsel, Nick Look has built up a significant list of accomplishments in a short amount of time. Some of his major achievements include the following. Look oversaw SmartStop Self Storage REIT, Inc.'s (previously known as Strategic Storage Trust II, Inc.) 2019 acquisition of the self storage platform of SmartStop Asset Management LLC, its former sponsor. This transaction made SmartStop Self Storage REIT a self-managed and fully integrated self storage REIT, as well as the owner of the SmartStop® Self Storage brand, related trademarks and over 250 domain names. Earlier in 2019, SmartStop Self Storage REIT completed a merger transaction with Strategic Storage Growth Trust, Inc., adding 29 properties in 10 states and the Greater Toronto Area of Ontario, Canada. Look provided legal oversight for this transaction, including the simultaneous closing of approximately \$525 million of indebtedness to help finance the transaction.



Njeri Mutura, Assistant General Counsel, Strategic Pursuits and Partnerships, Americas

Microsoft Corporation, Irvine

Njeri Mutura is a respected global legal and business professional, called upon by top corporations to provide counsel on legal and regulatory issues pertaining to emerging technologies. Mutura is passionate about bringing the power of technology to bear, recognizing its potential to transform organizations, communities, and individual lives. Currently, Mutura leads a team of high performing attorneys while providing direction on structuring, negotiating, and managing some of the most strategic, lucrative, and complex technology




Aneta Ferguson
Vice President,
General Counsel

CONGRATULATIONS

Avanir Pharmaceuticals congratulates Aneta Ferguson, J.D., Vice president, General counsel, on her nomination for **2022 General Counsel of the Year**. Aneta leads Avanir's Legal Department and is a guiding force within the executive leadership team. Throughout her time at Avanir, Aneta has successfully led several major initiatives and navigated complex issues while ensuring the company's core values remain at the forefront of every discussion. Aneta earned a Master of Law from the University of Silesia in Poland and a Juris Doctorate from the University of California, Los Angeles. Additionally, Aneta is a UCLA LL.M. ambassador where, as an alum, she acts as a mentor and shares insights with current students.

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and are proud to support our many clients who
were nominated for this prestigious recognition.

2022 General Counsel Bios

transactions in the company. The mission of her team includes engaging with partners and customers to enable their digital transformation journey, using technology as a tool to propel their businesses forward in an increasingly competitive landscape. All this is accomplished with a view on managing risk, ethics, and compliance in a quickly evolving technology space. Mutura is a member of the Ontario Bar and the State Bar of California.



Vanessa Novak, Corporate Counsel

Synoptek LLC, Irvine

As the sole in-house counsel at Synoptek, a multi-state and international information technology managed services and consulting company, Vanessa Novak leads the legal and contracts departments, comprised of herself, a contracts director and a contracts manager, who contributed to Synoptek's closing of 251 new customer contracts in the 2021 calendar year, and 84 new customer contracts in the 2022 calendar year to date (mid-August). In the Spring of 2020, Ms. Novak negotiated and closed the largest customer transaction in Synoptek's history followed by the second largest customer transaction in the Spring of 2021. In addition to consulting with and advising the corporate officers of Synoptek, Ms. Novak advises internal leaders and stakeholders in the company's U.S., Canada, and India locations and across all of the company's various management teams, including sales, finance, human resources, operations, information security, and customer advisory.



Candace Novell, Vice President, Deputy General Counsel

Taylor Morrison, Irvine

Candace Novell has been on the forefront of her company's efforts through multiple mergers and acquisitions, all the while maintaining excellent legal support with respect to her organization's day-to-day operations. Throughout these mergers and acquisitions she has been extremely flexible, seeing her role expand from 10 separate company divisions across seven states in the areas of real estate and transactional law to all-encompassing legal responsibilities for six divisions across four states. Novell has effectively balanced operational desires and legal necessities to facilitate the efficient growth of her company.



Maria D. O'Leary, Senior Vice President & General Counsel

Mitsubishi Electric US, Cypress

Maria D. O'Leary serves as the senior vice president and general counsel in the Legal, Compliance & IP Department of Mitsubishi Electric US. In her role, she is responsible for overseeing the legal services for the seven U.S. Mitsubishi Electric Group companies including litigation, regulatory matters, transactional matters, and training; managing the legal compliance function and serving as regional compliance officer for the Americas; acting as corporate secretary for the group; and overseeing the cybersecurity compliance function. O'Leary's team includes U.S.-based lawyers and intellectual property specialists from Japan, and she acts as the primary liaison with the in-house legal team at Mitsubishi Electric Corporate in Japan. O'Leary manages all U.S. legal department professionals, including lawyers, the department paralegal, and the Manager of Intellectual Property Affairs. In this capacity, she reviews, negotiates, and drafts commercial contracts for Mitsubishi Electric US. O'Leary also provides advice and counsel in corporate law, legal compliance, commercial contracts, employment law, and employee benefits as well as manages any litigation in which any U.S. Mitsubishi Electric Group company is a party or a subject or a target of an investigation, including overseeing outside counsel. O'Leary's most significant accomplishments over the last two years include helping Mitsubishi Electric navigate and articulate its internal and external positions on recent social justice issues.



Linda Park, Senior Vice President, Associate General Counsel & Corporate Secretary

Edwards Lifesciences Corporation, Irvine

After starting her legal career at Gibson, Dunn & Crutcher in 2003, Linda Park has continuously demonstrated her exceptional ability to understand complicated legal issues while serving as a trusted business advisor to senior leadership at some of the county's largest companies. Before making the transition to an in-house counsel role in 2013, Park spent a decade working at some of the country's most prominent law firms. In July of 2013, Park started her first in-house counsel position as Assistant General Counsel at Western Digital Corporation, one of Orange County's largest companies. In October 2017, Linda joined Edwards Lifesciences Corporation as vice president, associate general counsel and corporate secretary, where she is responsible for a broad range of legal operational issues at the company, including SEC regulatory compliance and disclosure matters; oversight for all Board and Committee issues; M&A and corporate development activities; capital raising and finance-related



activities; global contracting, corporate secretarial functions, including all foreign and domestic subsidiaries; and many others.

Aaron Pettit, General Counsel & Chief Compliance Officer

Axonics Inc., Irvine

Aaron Pettit serves as the general counsel and chief compliance officer of Axonics, Inc., a medical technology company dedicated to providing innovative therapies to improve the quality of life of adults suffering from incontinence. Axonics' products include sacral neuromodulation devices that treat overactive bladder and fecal incontinence and Bulkamid®, which is a urethral bulking hydrogel designed to treat female stress urinary incontinence. Pettit has demonstrated excellence by providing outstanding leadership at Axonics and throughout his legal career. With more than 20 years of experience managing the diverse and complex issues facing medical technology companies, Pettit advises management on a wide range of legal and business matters including compliance, regulatory, privacy and information security, corporate development, risk management, litigation, employment, and intellectual property. During Pettit's tenure, Axonics has experienced rapid growth, from about 350 to 600 employees in over 40 states. He has overall responsibility for Axonics' intellectual property program, which includes a worldwide portfolio of over 300 patents and 50 trademarks. Pettit is responsible for the ground-up implementation of a compliance program at Axonics to manage legal and compliance risk arising out of interactions with healthcare professionals (HCPs).



Jeffrey Plumer, General Counsel

Evolus Inc., Newport Beach

Jeff Plumer began his career at Evolus after its IPO in 2018, having served as the vice president of legal to Evolus' sole stockholder from 2014 to early 2018 and was promoted to general counsel of Evolus in October 2020. Earlier in his career, Plumer practiced as a corporate securities and mergers & acquisitions attorney at K&L Gates LLP. He has been a critical ingredient to Evolus' success from inception to FDA approval to ITC cases and beyond. Plumer oversees all legal and compliance matters for the company, including work which resulted in the US Food and Drug Administration's 2019 approval of Evolus' s Jeuveau™ (prabotulinumtoxinA-xvfs), the first and only neurotoxin dedicated exclusively to aesthetics and manufactured in a state-of-the-art facility using Hi-Pure™ technology. In all areas, Plumer is known for his impeccable integrity and he embodies Evolus' culture of transparency and impact.



Jeffrey Riel, General Counsel

Orange County Department of Education, Costa Mesa

As general counsel for the Orange County Department of Education, Jeffrey Riel advises 28 local school districts, four community college districts and the Orange County superintendent of schools on all matters of education law. In this role, he leads a team that includes four highly regarded attorneys and a paralegal. Riel arrived at OCDE in 2018 after providing legal services for the Anaheim Union High School for about 14 years. He quickly solidified his reputation as an expert in education law who deeply understood the unique needs and challenges of schools and districts. Then came the arrival of COVID-19, and his value within the Orange County education community expanded beyond measure. It has become clear over the years that one of Riel's signature strengths is that he continually examines the law from all angles based on an innate intellectual curiosity that is boundless. He understands that there may be aspects of the California Education Code that differ from the current operational understanding or past practices, and he does not allow political considerations or trends to cloud his legal judgment. His work ethic and keen insight are further reflected in his team, which is responsible for advising schools on a wide array of complex topics, including special education regulations, collective bargaining agreements, workplace guidelines, charter school oversight, public procurement, contract compliance, and general administrative procedures.



Michelle Sayer, General Counsel

Maxlinear Inc., Irvine

Michelle Sayer is a seasoned general counsel and joined MaxLinear eight months ago as their General Counsel, where she leads all aspects of their legal function. Prior to that, she spent more than 10 years at Broadcom, most recently as their deputy general counsel. She led the M&A transactions at Broadcom, including through the sale to Avago. Sayer is an exceptional lawyer and wonderful person. She has broad legal experience including in M&A, divestitures, investments, corporate and commercial transactions and complex negotiations, licensing and technology transactions, management of global purchasing and other G&A transactions, insurance, cyber security, IT, and global real estate (managed and negotiated land purchase for corporate campus and construction). Experienced in corporate initiatives such as risk management, contracts management system design and process, business continuity planning, and managed a team of attorneys and legal professionals.



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2022 General Counsel Bios

Experience also includes serving as the lead business unit attorney for multi-billion dollar business units.

Peter Schneider, Chief Sciences Counsel

University of California, Irvine, Orange

Joining in 2001 as the University of California, Irvine's first in-house healthcare lawyer, Peter Schneider has built an essential function within UCI Health and has become a staple of the organization. He provides legal advice regarding all aspects of healthcare law. Amongst his many business accomplishments, starting in 2008 Mr. Schneider played a large role in building an affiliation between the University and the Children's Hospital of Orange County and contributed significantly to its ultimate success. The UCI School of Medicine/CHOC Children's Hospital of Orange County (UCI-CHOC) pediatric residency program is a fully accredited, university-based program with access to two free-standing children's hospitals. Mr. Schneider was at the helm of several leadership and management transitions within the university over the past 20 years and has helped to adapt his team during major shifts within the organization, such as CEO and COO changeovers, all while cultivating a growing legal team. Despite constant change, he has built the organization while developing and maintaining the trust of his cohorts as they oversaw major transactions of all varieties.



Neil Sitron, General Counsel

Rivian Automotive LLC, Irvine

Neil Sitron joined Rivian as GC in 2018 and built the legal team from scratch to over 100 people, including over 30 located in Orange County and LA. While Rivian was a private company, Sitron led the fundraising efforts that totaled more than \$10.5 billion. In 2021, Sitron spearheaded the legal support for taking the company through the biggest IPO since Facebook in 2014. In addition, Sitron oversaw and supported the creative and efficient solutions to all of the legal hurdles related to starting production of three vehicles in 2021.



Michelle Smith, General Counsel

REALM IDx Inc., Aliso Viejo

Michelle Smith is general counsel and corporate secretary of REALM IDx, Inc. ("REALM") and its wholly-owned subsidiary, Ambry Genetics Corporation ("Ambry"). Smith's tenure as general counsel of Ambry began in 2017 where she initially oversaw a three person department. Later that year, she successfully guided Ambry's sale to Konica Minolta and has since continued in that role post-acquisition in addition to taking on ever-expanding responsibilities in the new management structure, including being responsible for Ambry's compliance function. In 2020, Smith played an instrumental role in Ambry's acquisition of GenomeSmart, Inc., as well as Ambry's response to the COVID-19 pandemic both internally and externally, including providing legal advice regarding Ambry's COVID-19 test offerings, which included a partnership with the Orange County Health Care Agency to provide testing to Orange County residents. In August 2021, Smith was appointed as general counsel of REALM, expanding her responsibilities to serve the corporate family. Under Smith's leadership, REALM's legal and compliance department has matured into a ten person team. Smith and her team oversee legal and compliance matters for REALM and its subsidiaries, including providing guidance to the board of directors and executive management team on a diverse array of matters spanning M&A, commercial transactions, employment law, corporate governance, intellectual property, regulatory compliance, and managing litigation.



Ardelle St. George, General Counsel

ST.GEORGE & CARNEGIE, Newport Beach

Founded in 1994, the law firm of ST.GEORGE & CARNEGIE is based on the needs of clients. The firm's attorneys have served and currently serve as In-House Counsel and General Counsel for companies and organizations, have practiced with international law firms and can effectively manage your legal requirements relating to intellectual property, technology and business. Through the Intellectual property/corporate law firm, ST.GEORGE & CARNEGIE, handles all types of transactional and intellectual property matters. They have added a new aspect to their services by offering international licensing through our licensing company, NAUTILUS GLOBAL SOLUTIONS, LLC (d.b.a. Nautilus Licensing), from technology to entertainment. We are now also offering a novel dimension with THE WAVE CONNECTION® Innovation Marketplace, a Showcase of sustainable products and services, to complete the innovation cycle.



Serafin Tagarao, Counsel, Labor and Employment

Rivian Automotive LLC, Newport Beach

As one of the first attorneys in Rivian's Employment Practices Group pre-IPO, Serafin Tagarao collaborated closely with



human resources and other cross-functional stakeholders, including executives, to draft company-wide policies, procedures, and agreements to more than quadruple our workforce through the challenges of COVID and remote work. In 2022, given the tightening in the global capital markets, he provided advice and counsel on federal and state WARN compliance to executives and drafted requisite notices to government officials and the affected workforce.

Franco Tenerelli, EVP & Chief Legal Officer

Landsea Homes, Newport Beach

At Landsea Homes, Franco Tenerelli—along with the company's CEO, COO and CFO—is a member of the executive team. This team is behind the explosive growth of the company which started from appx. \$40 million in revenue in 2016 to over a billion in 2021. With little policies and procedures in place when Mr. Tenerelli joined the company in 2016, one of his key undertakings was to spearhead getting the company IPO-ready. Mr. Tenerelli's hard work and years of preparation culminated with Landsea Homes going public in 2021, a process which Mr. Tenerelli oversaw and managed. As one of the earliest employees at Landsea Homes, Mr. Tenerelli helped take the company from a startup to a national public homebuilder in just five years. According to Home Builder Executive, Landsea Homes' growth from 2019 to 2020 (156%) was nearly double that of its nearest competitor. Recently, Landsea Homes was announced the 2022 winner of the prestigious Builder of the Year award, presented by BUILDER magazine.



Richard Tilley, Chief Legal Officer

Foundation Building Materials, Santa Ana

Ric Tilley has led the legal department at FBM since April 2016. The company has completed 50 acquisitions since inception, and many of these were under the leadership of Ric. Ric not only leads all legal diligence for the acquisitions, but he is heavily involved with the integration of operations after the purchase. Tilley has seen the company through several ownership changes, including an IPO and a subsequent acquisition by a PE firm who took the company private. While the company was public, Tilley also ensured compliance with all SEC rules and reporting requirements. Tilley participates heavily in the oversight and management of FBM's Risk Management and HR departments. He is also directly responsible for all real estate transactions and agreements. Tilley and his team draft and review all legal contracts for FBM.



Darren Veracruz, General Counsel for Compliance & Regulatory Affairs

Lutheran Social Services of Southern California, Orange

Over the last ten years, Darren Veracruz's extensive legal experience has not only helped him to successfully represent clients across the country but also establish himself as an organizational leader throughout his career. Despite his successful litigation and estate planning work for firms including The Ngunonly Law Group and Veracruz Legal Corporation, Veracruz found working in public advocacy for vulnerable community members as one of the most rewarding experiences. Driven by his commitment to social justice concerns, Veracruz dedicated countless hours to pro bono advocacy work including projects, internships, and fellowships at The Innocence Project, the Unemployment Action Center (NYU School of Law), Queens Legal Services, Elder Law & Disability Rights Center, and The Public Law Center. In 2020, Veracruz joined Lutheran Social Services of Southern California as an Executive Vice-President, not only contributing to the overall organizational strategy and vision but also providing counsel for all legal and contractual operations in the agency.



Bryan Wahl, General Counsel & Head of Business Development

Tarsus Pharmaceuticals Inc., Irvine

Dr. Bryan Wahl has 17 years of legal experience and 22 years of medical experience as both a practicing attorney and physician, respectively. His unique combination of legal and medical expertise and breadth of experience in strategic transactions and intellectual property (IP) have been invaluable to Tarsus, as the company has successfully expanded its innovative product pipeline. Dr. Wahl joined Tarsus in January 2021 as general counsel and head of business development, and in this role, has expanded Tarsus' IP portfolio, led contract negotiation, compliance, and corporate governance legal functions, and partnered with the finance team on public company SEC filings. He also leads business development at Tarsus, including the evaluation of external and internal innovation and pipeline opportunities, out-licensing, and corporate strategy.



Jason Weintraub, Chief Legal Officer & General Counsel

Jacuzzi Inc., Irvine

Jason Weintraub led the deal team for two significant completed acquisitions in the past 15 months: (1) With acquisition of Baths for Less, allowed Jacuzzi Group to enter the bath remodel business. This is now the company's fastest growing



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Orange County Business Journal's 2022 General Counsel of the Year Award Winners and Nominees

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2022 General Counsel Bios

segment, with revenue having increased by over 6X since the closing date. (2) Acquired Vortex Leisure, the largest spa manufacturer and retailer in Australia/New Zealand, the third largest spa market in the world. This acquisition allowed Jacuzzi Group to increase its global spa retail footprint by over 60%, while adding 2 global spa brands to its portfolio. In addition, Weintraub directly generated or enabled over \$200 million in new revenue through M&A, new business development, licensing deals, and affirmative recovery revenue, representing ~20% of Jacuzzi Group's total revenue.



David Colberg, Vice President, Global Government Affairs and Public Policy
Alison Cubre, Senior Director, Employment
Jennifer Davide, Senior Director, Privacy and Product
Michael Splaver, Vice President, Commercial Counsel
Shawn Tan, Director, Legal Counsel
Christina Whittaker, Senior Director, Legal Affairs

Christina Whittaker, Senior Director, Legal Affairs
Alteryx, Irvine

Christina Whittaker led three acquisitions totaling nearly \$450 million in the aggregate over the course of 6 months, including the Alteryx's largest acquisition. She is responsible for all SEC reporting and has significantly enhanced public disclosures, taking them from a black and white proxy statement to a full color, stylized proxy statement and leading the company's first corporate social responsibility disclosures. Whittaker has transitioned from managing one individual in 2021 to managing a team of four (soon-to-be five) in all areas of corporate responsibility, including SEC reporting, M&A, stock administration and legal ops.



In addition to day-to-day work, she actively involved in projects to streamline operations, including by contributing to the company's first Global Impact Report, driving rollouts of the employee stock purchase plan to 12 new countries, developing internal playbooks for M&A and integration activities and preparing for board and committee meetings.

Alex Wilson, General Counsel & Corporate Secretary
AEON Biopharma, Irvine

Mr. Wilson is a key member of the Aeon Biopharma executive team, who, in addition to the abundant and challenging day-to-day legal efforts of a department of one, Mr. Wilson was instrumental in legal settlements with disputes between battling foreign companies over the use of our product. This settlement allowed for continued development of Aeon Biopharma's proprietary botulinum toxin avoiding a multi-year product disruption while ensuring an unceasing flow of external investment. Mr. Wilson joined the company just prior to a potential Initial Public Offering, completing Aeon's S-1 and clearing all SEC comments before market conditions required a shift to private funding. After that strategic decision, Mr. Wilson was instrumental in the execution of eight convertible note financings and seven distinct debts restructuring and extensions...all since Dec 2021. Many of these debt restructuring required corporate charter amendments and shareholder approvals which Mr. Wilson spear-headed.



Anthony Zand, General Counsel
Pacific Hospitality Group, Irvine

Anthony Zand serves as general counsel and corporate secretary of Pacific Hospitality Group and its affiliated hotel properties. He oversees the company's legal affairs including corporate governance, labor and employment law, litigation, negotiations, risk management, real estate, securities, and regulatory compliance. Zand works closely with the executive team providing counsel across all disciplines in order to advance company interests and maximize investor returns. Since joining the company in 2014 Zand has worked with PHG's development team and the Busch Firm on over \$1 billion in acquisitions and dispositions, debt restructuring, and refinancing while actively collaborating on new opportunities.



Mark Ziebell, General Counsel
Avid Bioservices, Tustin

Mark Ziebell has served as vice president and general counsel since June 2012. Prior to joining the organization, Mr. Ziebell was a partner at Snell & Wilmer LLP, a law firm based in Orange County, California where his practice specialized in securities law, mergers and acquisitions, corporate governance and general corporate law representing companies in a broad range of industries including the biopharmaceutical and technology sectors. Prior to Snell & Wilmer, he was a partner at the law firm of Falk, Shaff & Ziebell where he was part of the Corporate and Securities practice area. Prior to that Mr. Ziebell has held positions of increasing responsibility within the accounting and legal sectors.



Alteryx has grown significantly in the last year, with 1,000 employees joining, revenue increasing 50% and annual recurring revenue increasing 30% from June 2021 to June 2022. The Alteryx Legal team has been instrumental in the company's transformation efforts during this time of accelerated growth while continuing to support the evolving needs of the company, including in M&A, corporate governance, compliance, privacy, employment, real estate, government affairs and intellectual property. So far in 2022, the Alteryx Legal team has completed over 2,000 separate matters from across the company, submitted via a Legal intake system, while also spearheading and supporting several transformational projects, paving the way for increased revenue, streamlined operations, cross-functional collaboration and an empowered and diverse employee population. In the past year, the Alteryx Legal team negotiated three important corporate acquisitions and investments, helped launch Alteryx's first cloud-based products and advanced our diversity, equity, inclusion and belonging ("DEI&B") efforts across the organization.



Smile Brands, Irvine

Victoria Harvey, Esq., SVP & Chief Legal Officer
Nick Chang, VP - Deputy General Counsel
Joseph Hernandez, Director of Compliance
Brian Kim, Corporate Counsel
Melanie Gomez, Senior Risk Manager
Allison Campbell, Legal & Professional Services Manager

The Smile Brands Inc. Legal team takes pride in making sure that it's responsive, and expedient, with internal



clients' requests. In providing service, team members always take the organization's G3® (greeting, guiding and gratitude) service platform to heart, as they deliver smiles to their colleagues, and strive to reflect the department's motto - Culture Drives Compliance. The team contributes to the organization's bottom line by handling most matters internally, such as smaller acquisitions, contracts and lease review, corporate governance and maintenance of over 100 legal entities, investigations, and pre-litigation matters. With the acquisition of Midwest Dental, the team added three new members in Wisconsin. The in-house Legal team also effectively manages risk management, workers' compensation and litigation costs, including successfully dismissing several frivolous class actions prior to filing responsive pleadings, and prosecuting various actions to enforce contractual arrangements with suppliers and former employees, which has contributed to actually bringing in funds, versus being a cost center.

Toshiba America Electronic Components Inc., Irvine

Suzy Lee, Vice President & General Counsel
Joseph Cockman, Managing Counsel
Timothy Vink, Senior Counsel
Margaret Jenkins, Senior Counsel
Ulima Gebauer, Legal Administrator
Roy Kwong, Senior Trade Compliance Manager
Daniel Tan, Senior Trade Compliance Administrator
Michelle Lord, Trade Compliance Research Administrator
Arin Kenyon, Trade Compliance Administrator

After spin off of the TAEC flash drive business, TAEC Legal led the reestablishment of several staff functions, including Legal, HR, and Purchasing. TAEC Legal also established two new functions: Ethics & Compliance and Trade Compliance. TAEC Legal has resolved 21 litigation matters in the past four years. TAEC Legal leads the Corporate Social Responsibility function, supporting and donating to various nonprofit and charitable organizations, such as Engineers without Borders. In addition, TAEC Legal helps to organize Exploravision on an annual basis. Exploravision is a science and technology innovation competition for students, K-12 in the U.S. and Canada.



2022 In-House Legal Team Bios

Alteryx Inc., Irvine

Christopher Lal, Chief Legal Officer
Raphael Bailly, Senior Director, Legal Counsel
Kim Callahan, Vice President, Strategic Transactions

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The logo for Troutman Pepper, featuring the word "troutman" in a blue sans-serif font and "pepper" in a purple sans-serif font. A stylized graphic element resembling a fish tail or a set of scales is positioned to the right of the word "troutman".

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Congratulations 2022 Nominees

The 13th annual General Counsel Awards will be presented at a gala dinner celebration for GC's who have made a significant contribution to the success of their companies.

AEON Biopharma / **Alex Wilson**
Alteryx Inc. / **Christina Whittaker**
Arbonne / **Bernadette Chala**
Automobile Club of Southern California /
John K. Beckley
Avanir Pharmaceuticals Inc. / **Aneta Ferguson**
Avid Bioservices Inc. / **Mark Ziebell**
Axonics Inc. / **Aaron Pettit**
Edwards Lifesciences / **Ryan Lindsey**
Edwards Lifesciences Corporation / **Linda Park**
Evolus Inc. / **Jeffrey Plumer**
Foundation Building Materials / **Richard Tilley**
Hybrid Apparel / **Joni Gaudes**
Hyperice Inc. / **Jon Howell**
Jacuzzi Inc. / **Jason Weintraub**
Landsea Homes / **Franco Tenerelli**
Landsea Homes Corporation / **James Hultz**
Lutheran Social Services of Southern California /
Darren Veracruz
Maxlinear Inc. / **Michelle Sayer**
MBK Real Estate Companies / **Anita Hsu**
Microsoft Corporation / **Njeri Mutura**
Mitsubishi Electric US / **Maria O'Leary**
Monster Beverage Corporation / **Paul Dechary**
Montrose Environmental Group Inc. / **Nasym Afsari**
New American Funding / **Ken Block**
Obagi Cosmeceuticals / **Sue Collins**
Orange County Department of Education / **Jeffrey Riel**

Ossur Americas / **Alex Coffin**
P&P Imports LLC / **Casey Kempner**
Pacific Hospitality Group / **Anthony Zand**
Pacific Sotheby's International Realty / **Victoria Boynton**
Petalfast / **Arun Kurichety**
Prospera Hotels / **Wendy Huang**
Providence / **Yemi Adeyanju**
REALM IDx Inc. / **Michelle Smith**
Rivian Automotive LLC / **Neil Sitron**
Rivian Automotive LLC / **Serafin Tagarao**
SmartStop Self Storage REIT Inc. / **Nicholas Look**
ST. GEORGE & CARNEGIE / **Ardelle St. George**
Super73 Inc. / **Joseph Geisman**
Synoptek LLC / **Vanessa Novak**
Targus International LLC / **Melodie Grace**
Tarsus Pharmaceuticals Inc. / **Bryan Wahl, MD, JD**
Taylor Morrison / **Candace Novell**
University of California, Irvine / **George Choriatis**
University of California, Irvine / **Peter Schneider**
West Coast University/American Career College /
Scott Casanover

Legal Team

Alteryx Inc.
Smile Brands Inc.
Toshiba America Electronic Components Inc.

Dinner Gala & Awards Program

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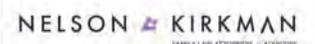
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