

American Conference Institute *presents*

FIDUCIARY LIABILITY

ENSURING COMPLIANCE AND MINIMIZING LEGAL RISK IN PENSION PLANS

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Take Advantage of the June 20th
Interactive Pre-Conference Workshops:

A Pension Plan
Risk Management

B ERISA Boot Camp

Featuring an in-depth analysis of new developments in:

- Excess fees litigation: Is the risk real for your 401(k) plan?
- Compliance strategies resulting from cash balance litigation
- Rights of shareholders and executive compensation
- Interplay of company stock drops and fiduciary responsibilities
- PPA changes to ERISA requirements

A distinguished faculty of leading fiduciary liability professionals working with pension benefit plans will provide their expert insights on:

- New theories of liability being advanced by plaintiffs' attorneys and defensive counterarguments
- The impact of recent judicial decisions on pension benefit plans and fiduciary liability remedies
- Overcoming substantive and procedural obstacles in fiduciary liability class actions
- New developments regarding potential discrimination claims arising out of benefit plans
- Tips to ease the Pension Protection Act's new 401(k) rules
- Practical considerations related to insurance coverage and litigation settlement
- Conducting a self-assessment of pension benefit plans



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Have you implemented the best pension benefit policies and procedures to avoid fiduciary liability while minimizing unnecessary time and expense?

In recent years, there has been a tremendous increase in pension benefits litigation asserting a breach of fiduciary duty – both in number and size of claims. Recent corporate scandals, major bankruptcies, and a volatile stock market have resulted in billions of dollars in retirement plan losses – all contributing to mounting discontent by employees and a corresponding increase in scrutiny by the plaintiff's bar and government regulators.

The stakes involved are exceptionally high. Companies regularly find themselves facing millions of dollars in potential liability and some recent cases have involved claims of as much as \$1 billion. Those affected by fiduciary liability litigation related to pension benefits goes beyond the company and affected employees. Plan fiduciaries, sponsors, administrators, advisors and insurers are all facing increased litigation risk.

To make matters more complicated, ERISA is one of the most complex pieces of federal legislation, making a detailed and thorough knowledge of its nuances absolutely necessary to be successful in avoiding litigation. However, the relatively scant legal precedent and frequent legislative developments have made this knowledge difficult to obtain. Pension benefits lawsuits alleging a breach of fiduciary duties often involve novel and untested legal theories (potentially creating new responsibilities and liabilities), making it even more important for those involved to know the law and most recent business developments to craft a creative and effective case.

American Conference Institute has developed this **Fiduciary Liability** conference to provide you with practical strategies for handling complex pension benefits questions to circumvent fiduciary liability litigation. Whether you represent employers, benefit plans, trustees, fiduciaries, administrators, insurers, advisors or plaintiffs, you are sure to benefit from our expert faculty's insights. We've assembled some of the most successful ERISA specialists in the country, who will provide their insights on established and new theories of liability, as well as tactics on how to successfully represent your client in this high-stakes arena.

Take this opportunity to get answers to your most pressing questions and to get the tools you need to untangle the myriad of issues raised by recent case law and prepare for what is on the horizon. All attendees will also benefit from the comprehensive written materials prepared especially for this event, which will provide a useful reference source after the conference has ended. Reserve your spot at this valuable event by registering now. Call 1-888-224-2480, fax your registration for to 1-877-927-1563, or register online at www.americanconference.com/fiduciary today!

WHO SHOULD ATTEND

- Attorneys specializing in:
 - Employee pension benefit plans
 - Benefit plan sponsors
 - ERISA fiduciaries
 - ERISA service providers
 - Insurers who write policies for ERISA-related risks
- Executives and decision makers whose actions could result in employee benefits litigation
- Corporate Counsel handling employee benefits and compensation
- Trustees
- Actuaries
- Benefits Managers
- Plan Administrators
- Head of Human Resources
- Treasurers
- Insurance professionals
 - Underwriters
 - Claims Managers
 - Brokers
 - Product Leaders
 - Risk Managers

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Accreditation will be sought in those jurisdictions requested by the registrants which have continuing education requirements. This *transitional* course is appropriate for both experienced and newly admitted attorneys.

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CPE ACCREDITATION

ACI will apply for Continuing Professional Education credits for all conference attendees who request credit.

There are no pre-requisites and advance preparation is not required to attend this conference.

Course objective: Pension plan compliance under new regulations.
Recommended CPE Credit: 14.0 hours and 3.5 hours for workshop.

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8:00 Continental Breakfast and Registration 

8:45 Chairs' Opening Remarks

H. Douglas Hinson, Partner, Alston & Bird (Atlanta)

Howard Pianko, Member of the Firm
Epstein Becker & Green, P.C. (New York)

9:00 Excessive Fees Litigation: Reevaluating 401(k) Plan Procedures

Kelli Christenson, Senior Counsel, Benefits
Kraft Foods Global, Inc. (Northfield, IL)

Ian H. Morrison, Partner, Seyfarth Shaw LLP (Chicago)

Martha Spano, Divisional Practice Leader
Watson Wyatt Investment Consulting (Universal City, CA)

- Determining if fees charged to clients are "reasonable"
- Supervision and compliance obligations: closing loopholes
- Case update
 - H&R Block
 - Status of plaintiffs' class actions
- What can plan administrators be held responsible for?
- Unique considerations for broker-dealers: obligations created as a result of advertising services
- Disclosure when the fee structures are set up stating what portion are disclosed to participants, and other revenue sharing fees that might be involved
- Effective defenses for excessive/hidden fee suits
- Implementing mechanisms to ensure appropriate fees going forward
- Fiduciary investment practices for pre-selecting 401(k) service providers
- Demonstrating due diligence in disclosure of plan fees, payments, and other loads/non-loads
- DOL view on hidden fees and participant knowledge regarding fees
- Examining underlying fees and expenses of vendor

10:30 Morning Coffee Break 

10:45 A Roadmap to Avoid Fiduciary Liability Exposure Under New PPA Requirements

Thomas McDonagh, System Director Retirement and HR Operations, Providence Health & Services (Seattle)

David L. Wolfe, Partner, Drinker Biddle (Chicago)

Jose M. Jara, Human Resource Services
PricewaterhouseCoopers LLP (New York)

- How effective is automatic enrollment in 401(k) and 403(b) plans in shielding employers from fiduciary liability
 - Nondiscrimination rules and safe harbor regulations
 - Choosing default investment types: "life cycle" or "targeted retirement date" fund
 - Weighing exposure in making investment strategy: consideration of demographics and income of plan participants in establishing investor segments
 - Restrictions on employees' default investments
- Heightened notice requirements: what's now required?
- Meeting complicated employee stock diversification rules: strategies for offering investment options
- Ensuring appropriate controls for individual investment advice under the PPA:
 - Independent third-party providers v. HR professionals
 - Computer modeling
 - Counseling to pin point investments when self directing, and managing portfolio
 - Protections when recommending own funds
- Plan funding
 - Vesting of matching or nonelective employer contributions
 - Dealing with accelerated vesting provisions
 - Using current actuarial assumptions as a comparison
 - Multi- v. single-employer funds after PPA
- Enabling procedures for distribution of prospectuses and proxy voting materials
- Horizon time changes for single employer v. multi employer

- What balance of offering investment choices with materially different risk and return characteristics to satisfy Section 401
- Divesting company stock without using insider information or affecting share price
- Under what circumstances is phased retirement a disqualifying event under PPA?
- PPA impact on third party pension plan administrator: calculation of actuarial equivalent lump sum
- Additional guidance from the DOL
 - Final regulations on fiduciary responsibility and liability for automatic enrollment
 - Clarifying PPA ambiguities
 - Timeline for definitive rules from DOL?

12:15 Networking Lunch for Speakers and Delegates 

1:30 Fiduciary Liability Insurance and Indemnification for Employee Benefit Plan-Related Obligations

Evan J. Rosenberg, Senior Vice President
Chubb Specialty Insurance (Warren, NJ)

Steve Shappell, Managing Director of Legal and Claims Practice
Aon Financial Services Group (Denver)

Scott C. Hecht, Partner, Stinson Morrison Hecker LLP (Kansas City, MO)

Timothy W. Burns, Partner, Neal, Gerber & Eisenberg, LLP (Chicago)

- The ERISA fidelity bond: purpose and compliance
 - Purpose and scope of fidelity bond coverage: protecting the plan against theft of assets, fraud, and other dishonesty
 - Compliance with ERISA requirements for fidelity bond coverage
 - Considerations in selecting and paying for ERISA fidelity bond coverage
 - Distinction between fidelity bond coverage and fiduciary liability insurance coverage
- Indemnification and liability insurance coverage for ERISA fiduciaries
 - ERISA's limits on indemnification of fiduciaries
 - ERISA's limitations on fiduciary liability insurance
 - Purpose and scope of ERISA fiduciary liability insurance
- Common coverage issues under ERISA fiduciary liability insurance
 - Did the insured suffer an insurable "loss," or is the fiduciary being asked to return ill-gotten gains?
 - Is coverage for the insured's "loss" excluded as "benefits due?"
 - Is coverage for the insured's "loss" excluded as a "related claim" or barred by a "prior and pending litigation" exclusion?
 - Is coverage for the insured's "loss" compromised by late notice of a "claim?"
- ERISA fiduciary liability insurance coverage for cases of current interest
 - Tag-along/stock drop cases
 - Excessive fee cases
 - Cash-balance conversion cases
- ERISA fiduciary liability insurance negotiation, placement and underwriting issues
 - Market leaders and current pricing climate
 - Choosing between stand-alone or comprehensive coverage
 - Issues concerning dedicated or shared limits
 - Interaction between fiduciary liability insurance with D&O Side A only and sides A, B, and C coverage
 - Policyholder-friendly features
 - Working with product managers
 - Underwriters' determination of which insureds present higher risks
 - Impact of claims on underwriting

2:30 Conducting a Self-Assessment of Your Pension Practices

Martha Spano, Divisional Practice Leader
Watson Wyatt Investment Consulting (Universal City, CA)

David L. Wolfe, Partner, Drinker Biddle (Chicago)

- Examine your assumptions by plan design
 - Patterns of retirement
 - Mortality table assumptions
 - Turnover assumptions
- The role of the actuary
- Leaving off the third party administrator from the pension committee to oversee administration of the plan

- Documenting the financials of the company
- Corporate strategies for fiduciary issues to comply with SOX
- Implementing a series of controls to independently monitor investments
- Operational compliance
 - Establishing proper internal controls
 - Periodic reviews of vendor processes
 - Internal processes that interface with the vendor
 - Fee benchmarking
- Separation of payroll from other functions that interface with the plan
- Providing services having their own pension committee and pension administrator
- Strategic asset allocation and liability-driven investing
- Handling under funded plans
 - What happens when PBGC takes over a DB plan after bankruptcy?
 - Reconciling various methods of calculating underfunded plans for decision-making purposes
 - Liability found after PBGC audits bankrupt plan
 - Who is the trustee?
 - Standard termination of under funded plan

3:15 Refreshment Break

3:30 Fiduciary Governance for Defined Contribution Plans

Gregory C. Braden, Partner, Alston & Bird (Atlanta)

*Wayne H. Miller, Chief Executive Officer
Denali Fiduciary Management (Seattle)*

Moderator:

H. Douglas Hinson, Partner, Alston & Bird (Atlanta)

- Upgrading your system of controls to ensure a prudent procedural and substantive process for managing the plan
 - Complications associated with multiple commitments as a trustee
- Integrating favorable features of defined benefit plans in to DC plans
- Creating an effective governance strategy to demonstrating due diligence
 - Factors that influence the investment menu
 - Providing financial education to plan participants
- Special considerations in administering DC plans
- PPA impact on DC Plans
 - Automatic enrollment
 - Qualified Default Investment Alternative (QDIA)
 - Plan sponsor initiatives
 - Selection of fiduciary advisors in the aftermath of the PPA

5:00 Conference Adjourns for the Day

DAY TWO • FRIDAY, JUNE 22, 2007

8:00 Continental Breakfast

8:30 Recap and Remarks from Conference Chairs

8:45 Cash Balance Plans: Keeping Pace With the Changing Requirements

*Shawn Koch, Corporate Benefits Manager
Louisiana-Pacific Corporation (Portland)*

H. Douglas Hinson, Partner, Alston & Bird (Atlanta)

*Chris J. Rillo, Attorney
Groom Law Group, Chartered (Washington, D.C.)*

- PPA modifications: analysis of whether employers have additional protection from cash balance litigation
- M&A issues
- Why *Cooper v. IBM Personal Pension Plan* has not ended the issue
- What is the future of cash balance plans for the employer?
- Case law overview
- Strategies to minimize risk of breaching fiduciary duty for cash balance plans with employees
- May cash balance plans be sold in the retirement marketplace?

9:45

ERISA Claims in Connection with Stock Drops: Litigation Prospects and Untangling Liabilities

*David M. Abbey, Vice President and Associate Legal Counsel
T. Rowe Price Associates, Inc. (Baltimore)*

James P. Baker, Partner, Jones Day (San Francisco)

*William L. Belanger, Director
Towers Perrin Professional Development Institute (Philadelphia)*

*Norman P. Goldberg, Managing Director
United States Trust Company, N.A. (Washington, DC)*

- Breach of fiduciary duty as a distinct claim from violation of securities violation
- Failure to remove a fund as constituting breach?
- Minimum standards of disclosure to shift burden
- Defending plan processes and policies
- Employing prudent procedures: gaining leverage with 404(c)
- Distinguishing between individual and institutional shareholder rights
- Compliance with ERISA fiduciary disclosure requirements
- Defining "fiduciary" status for lawyers and accountants
- When to issue a financial restatement
- Avoiding the Enron problem and encouraging diversification in 401(k)
- Influence of option backdating litigation and regulatory enforcement
- Implied fiduciary obligations if approaching bankruptcy
- Where stock litigation is going
- Standing to sue: reconciling the circuits' standard
- *Electronic Data Systems*: a case study
- Lessons from *Di Felice v. US Air* for board members

11:00 Morning Coffee Break

11:15 Working with and Responding to DOL Enforcement and Oversight of Pension Plans

R. Bradford Huss, Attorney, Trucker Huss, APC (San Francisco)

*Jose M. Jara, Human Resource Services
PricewaterhouseCoopers LLP (New York)*

*Former Investigator and Senior Pension Law Specialist with
U.S. Department of Labor*

- DOL enforcement priorities for pension plan oversight
- GAO report on EBSA: planning and preparing for increased pension plan enforcement
- What to expect during a DOL investigation
- Documentation that will aid in establishing fiduciary compliance
- DOL penalties
- DOL and SEC on the consultant "pay-to-play" issues
- Refresher on fiduciary responsibilities for employee contributions

12:30 Networking Lunch for Speakers and Delegates

1:30 Ensuring Ethical "Best Practices" in Pension Plan Governance

*Ann Longmore, Senior Vice President, Executive Risks
Account Services, Willis Executive Risks Practice (New York)*

*Susan Mangiero, President & CEO
Pension Governance LLC (Trumbull, CT)*

Beth J. Dickstein, Partner, Sidley Austin (Chicago)

- Proactive considerations for pension fund investing in company stock
 - Company policies concerning back dating
 - Reviewing executive compensation to avoid SEC investigation
 - Cross-company analysis of divvying up company stock in pension plan
 - Steps to avoid indirect or direct investment loss
 - Undermining the duty to monitor claims
- Implementing prudent pension plan governance
 - Fiduciary investment education and training
 - Fiduciary selection and compensation
 - Fiduciary conflicts of interest
 - Plan committee structure
 - Understanding the scope of responsibility: increased susceptibility to a suit as a board member

- Emphasizing process over results
- Constructing and revising the investment policy statement
- Use of derivatives and investing in hedge funds
- Investment manager oversight
- Vendor search
- The changing roles for HR, CEOs, and CFOs to sustain ERISA compliance
- Coordinating legal and top officers working in tandem to develop a plan
- Document retention issues in striving to comply with SOX

2:45

ERISA Liability for Professional Services Providers: Staying out of Harm's Way

Daniel Aronowitz, President
Ulico Insurance Group (Washington, DC)

Lori Wiese, Partner, Powers & Frost, L.L.P. (Houston)

- Knowing when you are a fiduciary and understanding your ERISA fiduciary duties
 - "Services providers" as distinct from "fiduciary" yet liable for allegations of breach of fiduciary duty
 - Liability for compensation of fiduciary plan advisors?
- Defining what acting exclusively in the interest of plan beneficiaries means

- Tips to act prudently
 - Adequately informing participants
 - Identifying risky transactions
 - Fees and revenue sharing
 - Conflicts of interest
 - Diversifying plan investments
 - CFP certification and liability
 - Duty to oversee investments
 - Counseling fiduciaries regarding their roles under ERISA
- Stock broker, consultant, and insurance agents' considerations
 - Diversifying plan investments
 - Compensation: paid by the plan or the sponsor versus charging an asset-based fee
 - CFP certification and liability
- CPA and Attorney considerations
 - Duty to oversee investments
 - Counseling fiduciaries regarding their roles under ERISA
- Identifying a "party in interest"
- Remedies for a prohibited transaction
 - Undoing a transaction
 - Putting the plan back in its original position
 - Withdrawing from engagement where there is the risk of being deemed to participate in a transaction involving a conflict

3:30

Conference Concludes

PRE-CONFERENCE INTERACTIVE WORKSHOPS • WEDNESDAY, JUNE 20, 2007

A

Pension Plan Risk Management

9:30 a.m. – 12:45 p.m.

Miles R. Afsharnik, Vice President, Director
National Claims and Legal Resource Executive Liability Advisors
Wachovia Insurance Services (New York)

Gregg Levinson, Director
Buck Consultants LLC, an ACS Company (Berwyn, PA)

- Analyzing the allegations for breach of fiduciary duty
- Grasping what actions can lead to personal liability
- Common myths and misconceptions about liability
- Identifying common fiduciary liability claims
- Sorting out claim trends
- Corporate Indemnification: what it means to and why it's important
- Covering the FAQ's of fiduciary liability insurance
 - Coverages and exclusions
 - Underwriting factors
 - Pricing
- Avoiding liability through accurate calculation of pension benefits
- Sponsor organization duties in calculating plan benefit
- Providing pension calculation of employees' retirement funds
- Preparing for a shift in stock value
- Making sure money coming in to the fund is properly received
- Implementing proper collection procedures
- Documentation requirements
 - Collection procedures
 - Late contribution policies
 - Making sure information is secure for issues of privacy
 - Special considerations for protecting records in New York City
- Audit procedures in preparing for a DOL visit to show due diligence
 - Remittance is in accordance with collective bargaining agreement?
 - Documentation outlining audit procedures
 - Documentation for what rights you have as a fund
 - Reevaluation of records
 - Crosschecking the fund with actuaries
 - Timely vendor payments?
- New PPA requirements
 - Notifications to employers and employees
 - Reporting deadlines
 - Filings with the IRS, and penalties for failure to timely file
 - Updating records
 - Changes in vesting period
- Ensuring not paying pensioners after death
- Multi- versus single-employer considerations
- Knowing what questions to ask
- Changing the funding or investment strategy

B

ERISA Boot Camp

2:00 p.m. – 5:15 p.m.

R. Bradford Huss, Attorney
Trucker Huss, APC (San Francisco)

Chris J. Rillo, Attorney
Groom Law Group, Chartered (Washington, D.C.)

Working with pension benefits matters governed by ERISA can be a daunting task. Whether you are new to ERISA or your practice regularly involves pension claims or benefits, you must have a fundamental understanding of this complex federal law. Arriving a day early for this exclusive pre-conference workshop, will give you the vital insights you'll need on all fronts involving pension benefits and ERISA.

- Fiduciary concepts and requirements under ERISA
 - Who is a fiduciary?
 - What actions are fiduciary in nature?
 - Understanding fiduciary duties to meet ERISA standard of performance
 - Monitoring fiduciary decisions
 - Penalties for violating fiduciary obligations
- Review of key U.S. Department of Labor regulations
- Flushing out the Pension Protection Act (PPA) of 2006
- Working within the legal landscape: an update on pension benefits case law interpreting and applying ERISA
 - Understanding litigation trends from securities class actions to ERISA "add-on" cases
 - Dissecting ERISA pension benefits claims: from the filing to litigation
 - Interplay of plan administrators investment decisions and the risk of breaching fiduciary duties
- Practical strategies to minimize vulnerability to an ERISA pension benefits lawsuit for fiduciaries

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