FINAL AGENDA*

IN-HOUSE BENEFITS COUNSEL NETWORK (IBCN)
SIXTH NATIONAL FORUM
New York, N.Y., September 30 – October 2, 2018

SUNDAY, SEPTEMBER 30, 2018

5:00 – 8:30p.m. **Welcome Activity: High Line Stroll and Reception**
Location: Join us for a stroll along the popular Highline, NYC's rails to trail park with city views on the lower west side of Manhattan. We'll cap off our stroll with a reception (food and drinks) at the Porchlight Restaurant, 271 Eleventh Avenue. Join us for both, or just the reception, your choice! (stroll – 5pm start; reception – 6:30pm start)
(Advanced registration required to attend)

MONDAY, OCTOBER 1, 2018

Program and Networking
Location: MetLife
200 Park Avenue
New York, NY 10166
Contact: Sarah Richards, MetLife

8:30 - 9:30am **Continental Breakfast**

9:20 - 9:30am **Opening Remarks –** *Gordon Klepper, Marriott International*

9:30 - 10:30am **Legislative and Regulatory Update**
Midterm elections, impending regulatory reform, judicial challenges of agency rules, additional tax reform guidance…. How does this impact plan sponsors and in-house benefits counsel?

During this two part opening session, a top Employee Benefits Security Administration (EBSA) official and panel of distinguished attorneys from Venable LLP will share their perspectives and wealth of knowledge on recent legislative activity and regulatory developments. The discussion will cover new legislation, proposed and final rules, regulatory agenda items and updates on enforcement activity.

Topics include:
--EBSA Regulatory Update
--Recharacterization of Roth Contributions
--Relief for Improper Levies on Distributions

--Nondiscrimination Relief for Frozen Defined Benefit Plans
--Disability Claims Procedure Rule
--MHPAEA
--ACA Employer Penalties
--Wellness Programs Guidance

Speakers: Jeanne Klinefelter Wilson, Deputy Assistant Secretary for Policy for the Employee Benefits Security Administration; Lisa Tavares and Juliana Reno, Venable LLP
Organizer: Monique McDowell, Southern Company

10:30 – 11:30am **Law 502: Lessons Learned from ERISA Litigation**

Using case examples and questions for attendees, the presenters will provide insights learned from recent cases, including how to navigate ERISA litigation to minimize cost, how to avoid common pitfalls, and considerations for plan document drafting and the claims procedure process. Transport yourself back in time to your law school days. Don't worry about the Socratic method, we're talking about the 3L year when discussion-based seminars meant minimal (no?) prep work. Key topics covered will include post-*Dudenhoeffer* employer stock cases, 401(k) fee litigation, disability claim litigation (case law implications in light of the new claim procedures), and what's next for the DOL's (and the SEC's, and the states'…) fiduciary rule.

Speakers: Sarah Millar and Rick Pearl, Drinker Biddle & Reath LLP; and Charles Grandy, Eli Lilly and Company
Moderator: Jill Keblawi, Marriott International

11:30am – 12:00pm **Coffee & Networking Break; Find Your Breakout Session**

12:00pm - 1:00pm **Breakout Sessions: *Choose to attend one of the following:***

Advising the Investment and Administrative Committees – A Practical Perspective

Join this fast-paced, interactive discussion of practical fiduciary committee issues - from nuts and bolts to hot topics, you'll learn from your colleagues and expert outside counsel about best practices for membership, meetings, minutes, monitoring, and more!

Speaker: Adam Cohen, Eversheds Sutherland; and Peggy Lin, Allianz Life Insurance Company of North America
Organizer: Peggy Lin, Allianz Life Insurance Co.

Employee Disaster & Hardship Relief Programs – A Perspective

This session is an overview of relevant considerations in the implementation and operation of employee disaster and hardship relief programs, as gleaned from recent legal analyses, charity

partnership due diligence, and program implementation and operations experiences of an IBCN member company. With the devastating 2017 hurricane season still fresh in our memory, this session will provide a lively discussion of various options, hurdles and potential pitfalls which well-meaning employers should consider in advance of the next major disaster and related relief efforts.
Speakers: Johann Lee, Gordon Klepper Michelle Naggar, Marriott International
Organizers: Same

1:00pm – 2:30pm **Lunch**

1:30pm – 2:30pm **Compliance Issues for Remote Workers**
[*Lunch will continue during this session*]
This course will provide an overview of various federal and state tax issues that arise in the context of employees moving across state lines. The course will cover the taxability of reimbursements of travel and lodging expenses, sourcing of income, state tax withholding, and potential treaty claims.

Speakers: Marianna Dyson and Michael Chittenden, Covington & Burling
Organizers: Laura Lauer, Freddie Mac

2:30pm – 2:45pm **Find Your Breakout Session**

2:45pm – 3:45pm **Breakout Sessions: *Choose to attend one of the following:***

Navigating the Rapids of Private Health Care Exchanges
Increasingly, companies are exploring private health care exchanges as a mechanism for providing health care choice to employees and/or retirees, while also containing corporate costs. But what looks like calm waters can hide hazards including tricky legal issues, unexpected contracting challenges, vendor conflicts, and implementation surprises. Andy Anderson and John Hickman have worked extensively with clients implementing (and leaving) private exchanges and will share experiences to help attendees navigate even the class VI-level rapids of private exchanges.

Speakers: Andy Anderson, Morgan Lewis & Bockius; and John Hickman, Alston & Bird
Organizers: Joan Brown, CenturyLink; and Maya Crone, Freddie Mac

Life Without the 162(m) PBC Exemption
This session will offer practical advice for identifying 162(m) grandfathered arrangements/amounts and possible executive compensation design strategies that will help preserve valuable

deductions for your company. In addition, due to the repeal of performance-based pay standards embedded in the 162(m) PBC exemption requirements, our guest speaker from ISS Corporate Solutions will provide valuable insight into what investors would consider the new best practices for performance-based pay.

Speakers: Jonathan Zimmerman, Morgan Lewis & Bockius; and Peter Kimball, head of Advisory & Client Services, ISS Corporate Solutions
Organizers: Sarah Richards, MetLife; Mark Burgreen, Marriott International; and Mary Jones, Hilton

3:45pm – 4:15pm **Snack and Networking Break**

4:15pm – 5:15pm **Benefit Plan Vendor Contracting Roadmap**
Contracting with vendors to provide services for employee benefit plans has become more complicated over the last decade, from both a substantive standpoint and from the standpoint of the number of internal constituents that participate in the process. Joanna Myers and Tom Hurley will discuss some practical ways to organize your approach to benefit plan vendor contracting so that you obtain the necessary input from your team and outside advisors and achieve the best result for your benefit plans. They will also discuss a number of fundamental contract provisions and hot topics to be aware of when negotiating service contracts.

Speaker: Thomas Hurley, Harter Secrest & Emery
Organizer: Joanna Myers, Northrop Grumman

5:15 – 5:30pm **Days Wrap Up --** *Gordon Klepper, Marriott International*

6:00pm – 7:30pm **Members Cocktail Reception**
Location: Beer Bar
MetLife Building, 200 Park Avenue

7:30pm **Networking Dinners**
IBCN is planning dinner reservations at several area restaurants for group dinners. Details will be available closer to the dates of the Forum.

TUESDAY, OCTOBER 2, 2018

8:30am - 9:00am **Continental Breakfast**

9:00am – 10:00am **State of the State Laws**
This session will be a reminder of the ever-growing web of state and local laws and regulations that impact employee benefits plans and

compensation arrangements, which can seriously impact large company health, retirement and compensation plans. This robust discussion will cover state and local paid leave rules, assessments on self-insured health plans, and state retirement plans known to create compliance headaches for large companies. We will review the states that can hinder or help the ability of an employer to offer evolving benefits, like telehealth, and address rising drug costs with policies that support access to generics and biosimilar medications.

Join us for a conversation about state and local rules and how they impact large employer benefits and compensation plans.

Speakers: Annette Guarisco Fildes, ERISA Industry Committee
Organizer: Dessa Kopp, Edward Jones

10:00am – 11:00am **Hot Topics, Not Hot Takes**

Join a panel of experts for an in-depth and interactive discussion of timely topics and emerging issues in the employee benefits legal world, such as the fringe benefit landscape after the 2017 tax law, developments in HSAs, opportunities & challenges associated with new technologies (e.g., mobile access, modeling, robo-advising, blockchain), and tax liability insurance.

Speakers: Jodi Epstein and Kevin O'Brien, Ivins Phillips & Barker; and Boyd Brown, Intel
Organizer: Maya Crone, Freddie Mac

11:00am-11:30am **Networking/Coffee Break**

11:30am -12:30pm **Cybersecurity for Retirement Plan Data**

Ransomware, phishing and malware, oh my! These are tools that criminals are using every day to convert the data and assets of employee benefit plans for illegal gain. Plans are vulnerable to cyber attacks and protecting plan assets presents unique challenges. Attend this session to learn about how to meet these challenges now and into the future.

Speaker: Jenny Eller, Groom Law Group
Organizers: Sarah Richards, MetLife; Joanna Myers, Northrop Grumman; and Lori Kettering Knauer, DuPont

12:30pm – 2:00pm **Lunch**

1:00pm – 2:00pm **PBM Contracting – Are You Playing with a Full Deck?**

[*Lunch will continue during this session*]
Of all H&W vendor contracts, the PBM contract is often the most challenging to understand and negotiate. Josh Golden, a recognized

PBM industry expert, will walk you through the typical PBM contract and point out the tricky definitions, loopholes and pitfalls to be aware of in negotiating and maintaining the best PBM deal for your client. If you have ever struggled to make sense of a PBM contract, this session is for you!

Speakers: Josh Golden, PBM Consultant, Solid Benefit Guidance, a division of Arthur J. Gallgher & Co.
Organizer: Johann Lee, Marriott International

2:00pm – 3:00pm **The Good; The Bad; and The Ugly (aka - Dealing with Misrepresentations; Rumors; Confidences and Advice) - The Ethical Challenges Facing In-House Benefit Counsels**

An active conversation of ethical and strategic issues that occur when dealing with our daily issues as an Internal Benefits Counsel.

Specific questions that present challenging debate, are: (1) Who is the Client? (2) What is my legal role in a given situation? (3) What is "best practice" in my dealing with the adjudication of ERISA benefit claims? (4) What is the "proper practice" when advising my plan committees? (5) Does attorney/client privilege apply? Is there an exception? Did I or my client waive the privilege? (6) I am not comfortable with my client's actions, what are my options? (7) My client wants to "create or significantly modify" a document before producing to a specific request from a federal agency – What is my duty – how do I proceed to protect my client and the Company? (8) My client just lied to his/her boss or federal agency – what can I do – what must I do!!

Speaker: Tom Schendt, Alston & Bird
Organizer: Joan Brown, CenturyLink

3:00pm **Closing Remarks -** *Gordon Klepper, Marriott International*

*Exact days/times of these sessions may change. Also, while we don't anticipate changes, unexpected conflicts or changes in personal circumstances could lead to a change in speakers.