

# Remote Courses and Programs

Customizable Webinars and Distance Learning Opportunities

I am pleased to present this course catalog as part of Ballard Spahr's commitment to supporting clients and community during a time of unprecedented challenges.

Our lawyers are closely monitoring developments across industries and have designed these programs to support your in-house team in addressing critical business issues as the effects of the COVID-19 pandemic continue to be felt in daily life and global commerce. The programs described below are specifically designed to be delivered remotely, in keeping with social distancing and other health-centric protocols.

Helping you to address the issues of today and prepare for future challenges and opportunities are central to our mission. Our hope is that these course offerings will help you to stay agile, informed, and ahead of the competition. Many courses are eligible for CLE credit.

To schedule a presentation for your team, please contact your Ballard Spahr lawyer. We would be happy to work with you to arrange and host a webinar or other remote program. If you are interested in a topic that is not listed here, let us know, and we will work to develop a program that meets your needs.

We appreciate the opportunity to collaborate with you.

A handwritten signature in black ink that reads "Mark Stewart" followed by a horizontal line.

**Mark Stewart**  
*Chair*

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# Dealing with COVID-19

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## LABOR, EMPLOYMENT, AND EMPLOYEE BENEFITS

### **Resuming Workplace Operations: The Long March Back From Pandemic Isolation**

Employers across industries face complex issues as businesses reopen and gear up following COVID-19 shutdowns. Chief among these issues is how to provide a safe and healthy working environment in the face of continued COVID-19 infections. Work resumption issues include: consideration of employee screening and testing; shifting government mandates, recommendations, and requirements; employee fears about returning to work; employee requests to continue working remotely; and difficulty recalling employees receiving enhanced unemployment benefits. Our lawyers examine these issues and how they intertwine with questions about insurance coverage, vendor relationships, and the duty to bargain over changes in workforce protocols.

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### **COVID-19: The 10 Most Critical Questions Being Asked by Employers**

Ballard Spahr Labor and Employment attorneys address the most commonly asked questions about the COVID-19 pandemic and how employers can protect themselves and support employees as this time of uncertainty continues. Topics include layoffs and furloughs; employee screening and medical inquiries; duty to bargain with unions in making workforce changes; permitting and/or forcing employees to work remotely; employee isolation considerations; pay requirements; and leave requirements.

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### **How Employers Can Be Proactive About Anticipated Employment- Related Lawsuits**

In addition to shuttered workplaces, layoffs, pay reductions, and a surge of new state and federal legislation, employers can expect to face a torrent of employment-related lawsuits flowing from the COVID-19 pandemic. From wage-and-hour violations to discrimination and whistleblower claims, from WARN Act claims to health and safety allegations and even wrongful death suits, employment litigation over COVID-19 issues will likely run the gamut. This program reviews COVID-19-related litigation to date, what the next wave might look like, and the need for employers to remain vigilant about legal compliance in this ever-changing landscape.

**Government Response and Legal Considerations for the COVID-19 Pandemic**

This session focuses on the government's response to labor, employment, and employee benefits issues following the coronavirus outbreak. Government agencies at the federal, state, and local levels took action, including some unprecedented measures, in response to the widespread workplace disruptions caused by COVID-19. Our attorneys get you up-to-date on the latest developments and how to keep employees safe and the company compliant.

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**Furloughs, Layoffs, and Related Employment and Benefits Issues**

This discussion addresses the differences between layoffs and furloughs, as well as considerations for structuring a program. We will address issues to consider, such as WARN and other notice obligations, wage-and-hour questions, duty to bargain with unions, paid leave including the Families First Coronavirus Response Act (FFCRA), and qualification for unemployment compensation. We also address implications for employee benefits, including regulatory compliance, health and retirement plan options, and how employees can pay for benefits.

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**Contingent Workers and COVID-19: A Crossroads**

Gig economy workers who deliver food, medicine, and other necessities are labeled essential to our economy. Reliance on them spiked during the COVID-19 crisis. Has that led to a reconsideration of how gig workers are treated? This discussion addresses:

- How can companies take steps to protect contingent workers in the time of COVID-19 without increasing the likelihood that they will be considered employees?
  - As the economy reopens, will giggers find themselves with more leverage to demand portable benefits, higher wages, or reclassification as employees?
  - How will courts and government agencies view work done by contingent workers beyond the pandemic?
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**The Most Pressing NLRB Issues for Employers During and After COVID-19**

Recent developments at the National Labor Relations Board were brought into sharp focus by the spread of COVID-19. This program will address the legal issues—in both union and non-union workplaces—that employers face in responding to the pandemic and other emergencies, including bargaining obligations, workplace policies, and employee complaints and protests. We will also address how COVID-19 continues to affect the NLRB's administrative processes, including new rulemaking on elections and union recognitions.

## **COVID-19 Tax Issues for Employers**

The crisis continues to present a host of challenges to employers making decisions about the workforce and taking advantage of employer-relief provisions. This program will help employers navigate these decisions and address how to claim employment tax-related credits. Topics to be covered include: legal considerations for furloughs and layoffs; leave requirements, including under the FFCRA; tax credits and incentives in the Coronavirus Aid, Relief, and Economic Security (CARES) Act and the FFCRA; and the interplay of the employment- and tax-related issues raised by the FFCRA, CARES Act, and Paycheck Protection Program (PPP) loan program.

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## **Remote Training Programs for Employers and Their Employees**

Stay-at-home orders across the country provided an opportunity for employers to develop or reinvigorate remote training programs. With so many employees still working from home, this remains an excellent time for employers to conduct online training programs for managers/supervisors, HR teams, and/or any other workers with remote capabilities. Via an interactive online platform, we can conduct group trainings on a wide variety of topics—and trainings can be recorded for future use.

- FFCRA Leave Issues
- Harassment Prevention and Response Programs
- Discrimination and EEO Policies
- ADA and FMLA
- Best Practices: Discipline and Discharge
- Affirmative Action Plans and Implementation
- Workplace Investigations
- OSHA and Health and Safety Compliance
- Pre-Employment Practices: Interviewing, Background Checks, Hiring
- Union Avoidance
- Wage-and-Hour Compliance

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## BANKING AND FINANCE

### ADA Digital Accessibility Update for Financial Institutions

With more consumers using online and mobile banking following the pandemic, regulators and plaintiffs' attorneys are scrutinizing digital platforms to ensure they are accessible to individuals with disabilities. Since 2016, the continued lack of accessibility standards from the U.S. Department of Justice under the Americans with Disabilities Act has resulted in plaintiffs' attorneys issuing demand letters and filing lawsuits against financial services companies alleging inaccessible websites and mobile applications. With no end to such litigation in sight, financial institutions need to ensure their digital platforms are accessible to individuals with disabilities. Ballard Spahr attorneys discuss website accessibility challenges, the current legal landscape, and best practices to mitigate litigation risk while making digital platforms accessible to all users.

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### Impact of COVID-19 on the Payments Ecosystem

COVID-19 dramatically affected all participants in the payment systems chain: consumers, merchants, vendors, and financial institutions. This webinar provides best practice advice for dealing with the issues, including consumer-demand trends and innovation; COVID-19 fraud and financial institution response; impact on credit cards and rewards programs; and increased risk for vendor contracts and bank mitigation efforts.

**Mortgage Banking COVID-19  
Developments: Credit Union and  
Community Banks Mortgage  
Regulatory Update**

The growing ranks and expanding market share of credit unions and community banks face special exposure to regulatory requirements and risk, so it is imperative that they stay up-to-date on origination and servicing laws and trends. With remote notarization taking new forms in the COVID-19 era, the digital mortgage origination experience is evolving, while the CARES Act and other government guidance gave rise to deferral and forbearance of mortgages, as well as credit reporting changes. This webinar addresses issues particular to these institutions, including the differences in remote notarization laws in various jurisdictions. We also discuss pandemic-related servicing considerations, including forbearances, restrictions on credit reporting, and the ultimate loan modification to address missed payments from a forbearance.

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**AML and COVID-19: Fraud Concerns  
for Financial Institutions &  
Opportunities for Non-Bank Lenders**

COVID-19 created a perfect storm for money laundering and financial fraud by those who would exploit the crisis. Financial institutions face more fraud schemes while their compliance teams are already busy with issues such as more remote transactions and employment arrangements. But the pandemic also created opportunities for non-bank lenders, who could qualify to lend under the PPP—if they enacted a sufficient Anti-Money Laundering program. This webinar addresses how financial institutions subject to the Bank Secrecy Act and related laws can guard against fraud, as well as AML steps for non-bank lenders to qualify as PPP lenders.

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**Fair Lending and UDAAP  
Considerations During the COVID-19  
Era**

As financial institutions scramble to accommodate deposit and loan customers, they should ensure quick identification and handling of fair lending risks and unfair or deceptive acts and practices. The Great Recession serves as a reminder that federal and state regulators will be on the lookout for violations of fair lending and UDAP/UDAAP laws—potentially resulting in adverse examination reports, supervisory issues, and enforcement actions. This discussion covers: lessons learned from the Great Recession; fair lending and UDAP/UDAAP risks in consumer and small business lending; key related operational areas; special mortgage lending considerations; and advice on risk mitigation.

**COVID-19 Fraud and Deposit Accounts**

Deposit account fraud can happen at any time, but is particularly likely during times of economic stress. This webinar provides an overview of COVID-19 deposit account scams and offers proactive ways financial institutions can help their customers avoid falling victim. We also address ways that financial institutions can use their platforms and existing products to help customers guard themselves against deposit fraud.

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**Guidance for Lenders Under the SBA-Guaranteed Paycheck Protection Program**

Through the Coronavirus Aid, Relief, and Economic Security (CARES) Act, Congress appropriated \$349 billion for forgivable loans under the Paycheck Protection Program (PPP). These “loans” were effectively grants to employers, including sole proprietors, independent contractors, and nonprofits with 500 or fewer employees (including affiliates). Our attorneys explain the program and answer questions about PPP loans and the related provisions of the CARES Act.

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**TCPA Developments and Impacts Due to the COVID-19 Pandemic**

Consumer Financial Services Group attorneys discuss recent developments with the Telephone Consumer Protection Act (TCPA) and the impact the coronavirus pandemic had on litigation and compliance. Topics include litigation updates; new filing updates; litigation strategies; the shift in manual dialing cases in light of the new “normal” in TCPA cases; recent circuit court decisions on the ATDS standard; and the constitutionality of the TCPA and status of the SCOTUS case *Barr*.

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**Consumer Financial Regulatory and Litigation Fallout From the COVID-19 Crisis**

Regulatory agencies including the CFPB, FTC, and state attorneys general made it clear they were closely watching the consumer financial impacts of COVID-19 and intended to take action to address them in light of the unprecedented worldwide economic stressor. In this session, Ballard Spahr financial services attorneys examine statutory and regulatory response to the crisis, as well as the types of consumer litigation that have arisen.

## **False Claims Act Implications for Lenders Making SBA Loans**

The U.S. government poured trillions into COVID-19 aid, including through the Paycheck Protection Program (PPP), a loan program administered by the U.S. Small Business Administration (SBA) to help businesses keep workforces employed during the crisis. Enforcement agencies continue to be aggressive in hunting for fraud in the high-profile program. The False Claims Act (FCA) is the federal government's primary litigation tool in combating fraud against the government and imposing liability on individuals and companies. In this session, our lawyers discuss the implications of the FCA for the PPP and how lenders and businesses can steer clear of problems.

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## **What Financial Institutions Need to Do Now as a Result of the Coronavirus Pandemic**

U.S. financial institutions faced drastic fallout from COVID-19's impact on customers and operations, as well as regulators' response to the crisis. Agencies issued rules and guidance as the situation on the ground developed, but the effects of the coronavirus on the financial services industry are evolving. In this discussion, we address both consumer financial protection and safety and soundness topics, incorporating best-practices information from government and industry perspectives.

# Dealing with COVID-19

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## BUSINESS AND TRANSACTIONS

### **Distressed M&A Primer: Opportunities in a Post-Pandemic Economy**

Attorneys from Ballard Spahr's restructuring, white collar, and private equity practices analyze likely post-pandemic opportunities for private equity firms. In particular, they examine opportunities to acquire businesses that are in distress as a result of COVID-19, with a substantial need for deleveraging, at favorable prices. We discuss the economic and transactional structure considerations for a distressed-asset acquisition; assessment of exposure risk for possible prior bad acts; and procedural considerations, including out-of-court transactions versus sales under section 363 of the Bankruptcy Code.

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### **Tax Issues in the Age of COVID-19**

The flurry of federal legislation and IRS notices created much discussion about the payroll tax credits and other payroll tax relief. The CARES Act also made other changes to the Internal Revenue Code that created opportunities for taxpayers, and the shutdown that had employees working from home creates state and local tax concerns. Join us to hear about opportunities and concerns as well as the government's response. Topics include: extended federal tax filing and payment dates; CARES Act tax changes that affect individuals and businesses; disaster relief opportunities; and state and local tax issues related to employees working remotely.

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### **Health Care Sector Distress – Causes, Cures, and Opportunities**

Attorneys from Ballard Spahr's health care, public finance, M&A, and restructuring practices discuss the myriad challenges facing the health care industry, as well as potential solutions and opportunities that may arise. This session addresses the drivers of distress in the health care sector, their impact, strategies for managing distress, including bankruptcy, and strategies for identifying and realizing opportunities.

## **Business as (Un)usual: Intellectual Property Issues During a Pandemic**

Ballard Spahr Intellectual Property attorneys discuss key aspects of the effect of COVID-19 on patent prosecution, enforcement, intellectual property commercialization, and compliance. We provide updates on trends as well as opportunities arising from the pandemic and best practices for patent owners as we navigate through the ongoing pandemic and beyond. Topics include prosecution and enforcement strategies, the potential for governmental march-in rights, how to address bankruptcy, as well as some specific programs for innovators and patent owners.

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## ***Force Majeure* and COVID-19**

This webinar addresses the implications of the COVID-19 pandemic for *force majeure* contract provisions. It includes an overview of *force majeure* provisions and best practices for assessing and responding to them. We address various ways *force majeure* provisions are drafted and interpreted by the courts, and how they can affect contract parties – including in leases, construction contracts, and financing agreements – in the face of the pandemic. We also discuss steps to take to anticipate and respond to *force majeure* issues in existing contracts, and to negotiate and draft such provisions going forward.

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## **Owner-Managed and Closely Held Businesses – Webinar Series**

The coronavirus pandemic presented special challenges for owner-managed and closely held businesses. Companies found themselves in uncharted territory relating to financing and capitalization issues, qualifying for various government loan programs, and daily operational and corporate governance concerns. This webinar series explores strategic decisions business owners and top executives are facing and how to handle them. Topics include: private and government financing issues, including credit facility restructuring and PPP funding; occupancy issues such as lease-related matters, rent deferment, and the impact of PPP on negotiations; and board governance issues, including documenting actions, remote meetings, electronic data rooms, and e-signatures.

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## **Nonprofit Considerations for PPP Loan Forgiveness, Flexibility Act Guidance, and Employment Credits**

The federal Paycheck Protection Program assisted many nonprofits with bridging the period of uncertainty caused by the COVID-19 pandemic, but not without significant challenges for nonprofits caused by ever-changing guidance. This session addresses existing guidance on forgiveness under the PPP and the PPP Flexibility Act. We also cover payroll tax credit and deferral opportunities for employers and how those opportunities interact with the PPP loan program.

## **Pennsylvania and Philadelphia Tax Responses to COVID-19**

The tax revenue departments of the Commonwealth of Pennsylvania and City of Philadelphia took action to balance tax collection needs and responsibilities with the need to provide relief to taxpayers affected by COVID-19. Tax lawyers discuss how Pennsylvania and Philadelphia responded to the crisis and what taxpayers should know. Topics include extended payment and filing deadlines and guidance on nexus and apportionment, including consequences of employees working remotely.

# Dealing with COVID-19

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## REAL ESTATE/DISTRESSED REAL ESTATE

### Tax Issues in Debt Restructurings and Loan Workouts

Learn about the tax consequences of debt restructurings, foreclosures and deeds in lieu and better understand what tax issues motivate distressed property owners.

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### Commercial Leasing Issues and Strategies

Real estate attorneys review leasing concepts and practical approaches to navigating landlord and tenant concerns that arise in connection with distressed real estate. The program addresses rent abatements, rent deferrals, lease amendments, and lease enforcement strategies.

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### Navigating Distressed Construction Projects

Course leaders present an in-depth analysis of preparing for and navigating troubled construction projects from the owner/lender perspective. The course includes a detailed discussion of drafting contracts with appropriate rights, protections, and remedies, and how to leverage them appropriately. We also examine issues such as mechanics' liens, insurance, exercise of rights under bonds and subguard insurance, warranty issues and defective work, self-help rights, alternative dispute resolution, preparing for litigation, and transitioning the project to a replacement contractor.

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### Condominium Liability

This program addresses liability issues unique to the condominium context. We discuss declarant liability, warranty obligations, fractured condominiums, and how these may be affected by distressed market conditions.

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### Hotel Workouts – An Overview

This primer addresses practical approaches to navigating investor, hotel owner, brand franchise, and third-party manager concerns that arise in connection with distressed hotel properties. The program addresses critical provisions in hotel management and franchise agreements, management fee subordination and deferrals, termination rights and non-disturbance agreements, cash management and account control security interests, receivership, and pre-bankruptcy strategies.

**Real Estate Tax Assessment Appeals: Opportunities in a Post-COVID-19 Market**

The opportunity is favorable for reducing your real estate tax burden in the current environment, through property tax appeals occasioned by market-driven shifts in property values. Following a brief review of valuation law, standards, and practices, Ballard Spahr real estate and tax lawyers examine the effect of COVID-19 on real estate property values, and present practical roadmap for successful tax assessment appeal.

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**Loan Default/Enforcement Remedies**

Refresher course for experienced asset managers and primer for new asset managers with limited loan default experience. Presenters include a mix of transactional and litigation attorneys who provide a comprehensive review of default and remedies issues.

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**Loan Workouts and Enforcement Without Judicial Access**

Program addresses pre-litigation considerations for defaults, including forbearance agreements and pre-negotiation agreements. Discussion includes how to handle limited and restricted access to courts, such as during a health crisis, court closures, and extended deadlines. Also includes overview of non-judicial foreclosures, contractual/consensual receiverships, deeds in lieu of foreclosure, note sales, and discounted payoffs without becoming a mortgagee-in-possession.

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**Lender Liability Prevention Strategies**

Lawyers discuss how to respond to borrower requests for relief, such as forbearance, modification, and partial payment. Program addresses failure-to-finance claims, including dealing with requests for advances and the application and enforcement of MAC clauses.

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***Force Majeure* and Impossibility/Impracticability of Performance**

Examination of what types of business disruptions can trigger *force majeure* clauses in contracts, as well as other defenses to non-performance. Addresses common issues that arise regarding contract language, as well as applicable case law and general principles that apply to interpreting *force majeure* clauses. Topics include common-law defenses for non-performance and issues to watch for in specific types of contracts—as well as pointers for handling them.

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**Workout and Enforcement Strategies for Specific Asset Classes**

Our Distressed Real Estate attorneys present strategies for loan workouts and enforcement for assets in specific spaces, including hotel/hospitality, student housing, seniors housing, and retail. Discussion addresses issues affecting under-construction projects, including supply chain disruption and labor shortages. Mortgagee-in-possession issues are also examined, including assignment of leases and rents and third-party management.

<b>Creditor Rights Litigation Overview</b>	Our attorneys present an overview of loan and collateral rights enforcement. Experienced bankruptcy attorneys review topics such as collateral protection actions, guaranty enforcement, intercreditor and capital stack disputes, and put-back claim disputes.
<b>Real Estate and Construction Litigation Overview</b>	General overview and primer on real estate and construction litigation topics. Includes discussion of landlord/tenant litigation, development and construction litigation, and issues surrounding partnership and limited liability company member disputes.
<b>Hiding in Plain Sight: Avoiding Traps Buried in the Boilerplate</b>	This presentation covers the impact of the frequently overlooked contractual “boilerplate” provisions on dispute resolution and litigation. Our attorneys dissect the components of a typical contract and provide recommendations to reduce risk.
<b>Securitization/Secondary Market Transactional Disputes</b>	Program considers disputes that arise in the secondary market. Review of warehouse and repurchase agreements and loan participations and potential disputes that may arise out of those arrangements. Issues with respect to disagreements between master and special servicers also discussed.
<b>Corporate Trust Litigation</b>	Session deals with disputes involving corporate fiduciaries and trustees. Includes examination of issues arising from alleged breaches of PSAs and/or related credit default swap agreements, waterfall payment disputes, trustee and trustee agent declaratory judgment actions, and trust estate court supervised liquidation cases.
<b>Tax Issues for Distressed Real Estate</b>	Tax lawyers review tax issues that may arise in connection with distressed real estate assets. Includes a discussion of cancellation of indebtedness income, loan modifications, foreclosures, and deeds in lieu.
<b>Managing the Capital Stack</b>	Program covers key issues surrounding mezzanine lenders, preferred equity investors, and joint venture partners that may arise during workouts and enforcement proceedings. Includes a discussion of intercreditor arrangements and an overview of relevant structures and document provisions.
<b>Coronavirus-Related Insurance Developments in the Real Estate Context</b>	Ballard Spahr Insurance and Real Estate lawyers examine coronavirus-related insurance developments in the real estate industry. Topics include an unbiased discussion of insurance coverage issues in the real estate context; an update of litigation, regulatory, and legislative approaches and initiatives; and advice for preserving and presenting a claim.

# Dealing with COVID-19

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## BANKRUPTCY AND BUSINESS REORGANIZATION

### Preparing for the Coming Wave of Small Business Bankruptcy Cases

In this webinar, Ballard Spahr attorneys explain the Small Business Reorganization Act and the legal rules and standards that will govern the wave of small business bankruptcy cases expected to continue in the wake of COVID-19 and the increase of the debt limit for eligibility to file as a small business debtor to \$7.5 million under the CARES Act. The discussion can be tailored to emphasize material helpful to debtors and/or creditors.

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### The Changing Landscape: Commercial Landlord Litigation & Bankruptcy – With an Emphasis on COVID-19

In these uncertain times, landlords and management companies that operate shopping centers, offices, and other commercial facilities face a multitude of issues from distressed tenants. This remote program provides guidance on:

- handling tenants that are unable or unwilling to pay rent or continue leases;
- the potential implications of lease workouts and amendments;
- litigation and bankruptcy in the COVID-19 era;
- applicability of *force majeure*, impossibility, or frustration of purpose; and
- the future economic outlook for landlords.

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### Nuts and Bolts of Consumer Bankruptcy

The ravages of COVID-19—on health, welfare, and personal finance worldwide spurred more consumers in debt to seek relief from the courts. Ballard's Spahr Bankruptcy, Reorganization and Capital Recovery Group attorneys provide an overview of consumer bankruptcy, including distinctions between Chapter 7 and Chapter 13 cases, understanding the timeline for both types, and insights to help creditors in consumer bankruptcy cases.

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## LITIGATION

### Loss Recovery in Times of Economic Stress

Ballard Spahr attorneys will provide an overview on the basics of loss recovery/affirmative litigation, and discuss emerging loss recovery opportunities due to the current crisis in the areas of insurance, distressed real estate, commercial litigation, environmental law, and bankruptcy.

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### Antitrust and Competition in the Time of COVID-19: Pricing Issues and Dealing With Competitors

In this program on antitrust issues confronting businesses and organization during the COVID-19 pandemic, we examine the laws on price gouging and considerations when pricing products and services. Topics include guidance on avoiding price-fixing charges while navigating the new normal, and deciding how to re-price offerings. We also explore the evolving guidance on trade association compliance issues and competitor collaborations.

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### Criminal Antitrust Prosecutions: Who Brings Them, How to Avoid Them, and How to Deal With Them

Ballard Spahr lawyers examine the DOJ's Antitrust Division and its focus on investigating and prosecuting alleged anticompetitive conduct. We discuss the types of cases and industries the Division has traditionally zeroed in on and review significant recent Division matters and policy changes, including in response to COVID-19. Topics include criminal antitrust prosecutions and recent matters that highlight the distinction between *per se* violations of antitrust law and violations based on the Rule of Reason.

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### Aftermath of PPP Lending: Lender Compliance, Risk and Enforcement

Lending through the Paycheck Protection Program (PPP) ended on May 31, 2021. Since that time, nearly 5,500 lenders made almost 12 million loans totaling \$8 billion through two rounds of PPP lending. While lenders pivot to the forgiveness process of the PPP, Congress, regulators, and enforcement agencies have been actively investigating the extent to which fraudulent borrowers exploited the PPP and how disadvantaged borrowers failed to benefit from it. We provide an overview of the PPP, discuss compliance challenges lenders face in both its prior lending decisions and ongoing forgiveness framework, and cover current and future trends that have emerged.

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## MEDIA AND ENTERTAINMENT

### HIPAA's Impact on Newsgathering During COVID-19

As news organizations turned their attention and resources to covering the COVID-19 crisis, one particular law—the Health and Insurance Portability and Accountability Act of 1996, or HIPAA—has emerged as an obstacle to their reporting. This webinar aims to help clients understand that law and its limits. Our speakers will discuss HIPAA's basic structure and requirements, what impact the law has had on news reporting during the pandemic, and how news organizations should navigate those issues.

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## GOVERNMENT RELATIONS AND PUBLIC POLICY

### Congressional Investigations: Preparing for the Unknown

In today's politically charged environment, congressional investigations can arise for myriad reasons, with little or no warning. Corporations, nonprofits, and individuals can find themselves in Congress' crosshairs and must be prepared to respond to short deadlines under murky rules that vary depending on the committee of jurisdiction—potentially including the CARES Act oversight committee. Beyond legal issues, an effective investigation response strategy must consider the political calculus, reputational risks, and potential impact on parallel government investigations. Our lawyers share insights on different types of congressional investigations; how they arise; how to respond; and how to deal with politics and public relations.

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## EDUCATION

### **COVID-19 and the Education Industry – Pressing Issues Facing Every Institution**

This three-part program addresses potential litigation risks and liability facing educational institutions whether or not they reopen, major issues related to reopening safely, and the obligations and liability relating to what information an institution must disclose to the public.

Part I covers liability of two types: liability arising out of tuition and experience-related claims, and liability arising out of health and safety claims when campuses reopen. Part II addresses reopening issues related to employment, health and safety, community relations, and student experience, and practical advice for developing, implementing, and enforcing appropriate policies and practices during the pandemic. Part III covers obligations and liability related to what the institution must disclose, and what it must allow others to say.

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### **COVID-19: Changing the Landscape of Student Housing**

Ballard Spahr Education, Real Estate, and Finance lawyers address critical questions for universities, students, and housing providers resulting from widespread closures due to COVID-19. Topics include the implications of housing closures and students who remain; reimbursement for room and board costs; disclosure issues; how the new normal will look.

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# Accessibility

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## **Fair Housing Requirements for Owners/Managers/Developers**

This course provides an overview of the fair housing requirements applicable to multifamily housing, including accessible design, reasonable accommodation requests, and nondiscrimination against protected classes.

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## **Accessible Websites and Effective Communications: A Guide to Understanding and Responding to Obligations Under the Americans with Disabilities Act**

The federal government has issued guidance to ensure that interactions with the public are accessible to people with disabilities. That includes websites and mobile applications, written communications with the public, and call center and customer service communications. Plaintiffs' firms have begun issuing demand letters and filing civil actions. We will discuss the legal issues and practical considerations for managing risk.

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## **Digital Accessibility: Lessons Learned From Recent Litigation and Emerging Best Practices**

The federal government has articulated expectations for digital accessibility. Businesses offering goods and services to the public should begin making online and mobile activities more accessible to people with disabilities. We will explore the legal issues involved in online and mobile accessibility, enforcement activity, and best practices for developing digital accessibility policies and procedures.

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## **Balancing Processes and Protections: Student Conduct Processes and Disabilities Accommodations**

In this session, the firm's authorities on education accessibility discuss timely issues in this high-profile area of law and regulation. We address the interplay of Section 504 of the Rehabilitation Act and Title IX and how to respond to requests for accommodations in the disciplinary process while ensuring fairness and equity. The course also covers handling requests for accommodation for conditions and disabilities caused by alleged misconduct, common issues that arise when students with disabilities interface with conduct processes, and distinctions between interim measures and accommodations.

# Antitrust and Competition

## **Common Sales Practices that Present Antitrust Problems**

Certain sales practices can land your company in hot water. We will discuss how to tell if your company is a victim of anti-competitive behavior and how to determine if you have an antitrust claim. We also examine the civil and criminal implications of allocating customers, bundling, and exclusionary conduct.

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## **Antitrust Issues in Hiring and Compensation Decisions**

Employee-related antitrust enforcement is on the rise. We will review current antitrust hiring and compensation issues, such as no-poaching agreements, wage-fixing, non-solicitation agreements, and the exchange of salary and compensation information.

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## **Common Ethical Issues for In-House Antitrust Counsel**

In-house counsel can face ethical challenges during antitrust investigations and litigation. This program examines privilege issues and disclosure obligations when communicating with employees, addressing conflicts and concerns involving governmental subpoenas and interviews, and managing ethical dilemmas during discovery.

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## **Back to the Future: Antitrust Basics, the Evolution of Antitrust Law, and Ethical Pitfalls**

Refresh your knowledge of antitrust basics, analyze current developments, and take a look into the future of antitrust law and enforcement. This program provides information that every in-house lawyer should know about antitrust law—from litigation to corporate transactions and general business. Topics include: the intersection of patent law and antitrust, compliance programs, privilege and ethical issues, initiating or defending against litigation, responding to government inquiries, and the antitrust implications of mergers and acquisitions.

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## **Exclusionary Practices Cases: Lessons Learned for Plaintiffs and Defendants**

Companies with large market share can face antitrust litigation based on claims of exclusionary practices—and companies harmed by these practices can bring their own cases. We examine the issue from both sides, using insight gained from experience handling these suits for clients as both plaintiff and defendant, including the victorious jury trial that resulted in a \$500 million settlement for plaintiffs in *ZF Meritor v. Eaton*.

**Keeping a Watchful Eye: Unique Aspects of the DOJ’s Antitrust Division**

The DOJ’s Antitrust Division has become more active in bringing criminal prosecutions across a range of industries—resulting in prison sentences and fines far exceeding those historically associated with antitrust prosecutions. We examine the unique aspects of investigations and prosecutions by the Division as well as advocacy before it. Topics include: how the Division decides whether to investigate; how the “rule of reason” factors in; avoiding claims of misconduct and responding to inquiries; self-reporting; and volume of commerce.

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**Where are we on Class Certification? Examples from Health Care and Pharmaceutical Cases**

Drawing on our experience working for plaintiffs and defendants in class certification issues in the health care and pharmaceutical markets, we discuss current class certification law, related policies issues, current standards, and strategic considerations.

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**Dealmaking in an Era of Increased Antitrust Enforcement**

It is important to consider antitrust implications during a merger or acquisition. We discuss merger enforcement, premerger filings, recent enforcement activities, and ways you can avoid problems through post-closure planning.

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**Let’s Make A Deal – Public and Private Antitrust Challenges to Health Care Combinations**

Health care reform has spurred new transactions and affiliations between health systems, hospitals, physician groups, and other providers. That uptick has been accompanied by increased antitrust scrutiny from the FTC and state attorneys general—and spotlights the importance of proactively assessing antitrust risks. We review current federal and state challenges and provide practical advice on the antitrust issues facing health care providers as they—and their competitors—consider consolidation.

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**False Advertising Litigation 101: Some Like It Misleading**

Our attorneys cover the ins and outs of Lanham Act false advertising litigation and related antitrust claims.

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**Antitrust Direct Actions: To Opt Out or Not to Opt Out**

This program explores options to pursue an antitrust direct action as a plaintiff, individually, or in a group, as opposed to being a member of a putative class. Topics include: whether plaintiffs with substantial antitrust claims are better able to pursue their claims and protect their interests by proceeding with counsel of their own choosing, asserting the nature and scope of their claims as they deem appropriate, and controlling settlement decisions.

# Bankruptcy and Reorganization

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## **Navigating Chapter 11's Rough Waters: What Every Creditor Needs to Know About Insolvency, Out-of-Court Workouts, and Bankruptcy**

This program is an overview of concepts and practices for potential creditors in a bankruptcy case, including lenders and those who extend business credit in other forms. We provide a timeline approach to a financially distressed credit case, from the identification and triage of troubled accounts or assets through collection, workout, and bankruptcy.

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## **Bankruptcy 101: An Overview of the Bankruptcy Process for Creditors**

This orientation program for loan officers and asset managers at banks, credit unions, and other originating lending institutions examines the rights of creditors and debtors under the various chapters of the Bankruptcy Code. This entry-level training class is for those not familiar with the bankruptcy laws and process.

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## **Franchisor Rights in Bankruptcy – An Overview of Protecting Franchisor Rights and IP Rights in a Franchisee Chapter 11 Case**

Franchises are the most prevalent forms of small business ownership in this country. When a franchisee is in financial distress or files for bankruptcy protection, the rights and interests of the franchisor, the secured lender, unsecured trade creditors, and commercial landlords intersect. This presentation discusses the rights and responsibilities of each player.

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## **Loss Prevention in Bankruptcy Cases for Consumer Credit Companies – How to Prevent Loss and Sanctions When Dealing with Consumer Debtor Collections**

Courts have begun awarding compensatory and punitive damages far exceeding the amount of the actual debt against consumer lenders who violate the automatic stay protections that shield a debtor from creditor actions in an individual bankruptcy case. We discuss the basis for these awards and some basic risk prevention practices that can be used to protect against them.

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## **Effective Use of Outside Counsel – How to Maximize Value and Control Costs When Using Outside Counsel**

Hiring outside counsel is an expensive proposition. It's important to get the most bang for your buck. We discuss best practices for the proper use of outside counsel and ways that outside counsel can most effectively interact with in-house legal departments and business representatives.

# BASE: Ballard Academy for Student Entrepreneurs

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## **Formation: Laying a Good Foundation for Your Venture**

In this session, participants learn about the pertinent issues associated with forming a new entity. Topics include: choice of entity, state of incorporation, and tax considerations.

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## **Hiring, Firing, and Being a Boss**

For entrepreneurs thinking about hiring employees, consultants, or interns, it's never too early to start engaging in sound HR practices. Led by professionals with specific startup legal and business experience, this course addresses labor and employment issues that plague young businesses and how to avoid the pitfalls of being a boss.

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## **Selling Your Story: How to Brand and Market Your Venture**

Authorities on branding discuss pertinent issues associated with identifying, developing, and protecting your company's brand and intellectual property. This session focuses on best practices gleaned from experience across industries, including fashion, life sciences, and technology.

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## **Building a Board**

This session examines the purpose and functions of a board of directors or advisory board. In addition, participants learn the attributes of an effective board member and how to get the right people on the board.

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## **Accounting**

Ballard Spahr finance attorneys team with professional accountants who bring their startup and venture capital expertise to this primer course on accounting issues for the prospective and emerging company. Together, the presenters address issues from the standpoint of both legal compliance and effective business operation.

## **Pitch Workshop**

Participants in this workshop will learn to hone their pitches with the help of entrepreneurs who have accomplished successful exit transactions and attorneys who advise startups on mergers and acquisitions. Presenters' pitch experience spans industry sectors from medical research to industrial manufacturing.

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## **Need Capital? Get the Skinny From Angels and Venture Capitalists**

In this workshop, emerging entrepreneurs learn about valuing their businesses, seeking and obtaining investments from local angel investors and venture capitalists, and using the capital to grow their venture. Topics include effective approaches to negotiating, structuring, and documenting investment transactions.

# Business and Transactions

## **Representations and Warranties Insurance in M&A**

Representations and warranties (R&W) insurance for mergers and acquisitions allows a seller to close a deal with limited or no indemnity and can make a buyer's bid more attractive. A buyer-side R&W insurance policy may enhance a buyer's potential for recovery rather than simply replacing the typical seller indemnity. In this course, we examine important considerations for making decisions about R&W insurance, discuss considerations for buyers and sellers in deals involving R&W insurance, and analyze how the purchase agreement changes as a result.

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## **Wellness Incentives and the EEOC Rules**

This session examines how federal nondiscrimination rules under HIPAA, the Affordable Care Act, the Americans with Disabilities Act, and the Genetic Information Nondiscrimination Act apply to different types of employer-sponsored wellness programs and the incentives that might be given to encourage participation.

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## **Employers at Risk: Avoiding Fiduciary Liability While Managing 401(k) and Other Retirement Plans**

Fiduciary liability related to retirement benefit plans can put a company at risk if not managed properly. In this course, our authorities on employee benefits provide an overview of the roles and responsibilities of the employer, trustee, plan administrator, and other internal and third-party professionals in 401(k), 403(b), ESOP, and other retirement plans. Topics include the duties of the fiduciary, the types of fiduciaries typically targeted in lawsuits, common challenges and problems, the consequences of a breach of fiduciary duties, and highlights of recent cases and the impact they may have.

**Hot Topics in Health Care: Potential Legal Implications of the Opioid Crisis**

The opioid crisis has driven unprecedented scrutiny of the production and distribution of these drugs, resulting in a spate of civil lawsuits and DOJ prosecutions. This course is designed to provide practical information about these issues to pharmaceutical companies, pharmacies, hospitals and health systems, manufacturers, distributors, wholesalers, and doctors. The Food, Drug, and Cosmetic Act (FDCA) imposes a duty not only to seek out and remedy violations when they occur, but—primarily—a duty to implement measures to ensure violations don't occur. We cover topics such as the Responsible Corporate Officer (RCO) doctrine, which the government can use to prosecute management for subordinates' violations of the FDCA; the DOJ's evaluation of corporate compliance programs; and practical tips to avoid management liability for opioid diversion.

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**Health Care Reform – Decisions for Employers**

It is important to consider how the Affordable Care Act affects your housing authority, business, or nonprofit agency. We discuss health care reform, upcoming compliance changes, and strategic decisions that can help employers mitigate penalties.

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**Regulation FD Update**

This presentation is an overview of the Securities and Exchange Commission's Regulation FD (Fair Disclosure). We discuss when disclosure is required, what is considered material information, how and where to make the disclosure, and the potential consequences of violations.

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**Corporate Governance Meets Sustainability**

Boards of directors often are called upon to address the issue of sustainability. This program provides an overview of today's sustainability landscape and its convergence with corporate governance. We discuss key corporate sustainability drivers and the role the board of directors has in governance and oversight of sustainability.

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**Crowdfunding 101 – The Role of Intermediaries and Regulators**

The SEC permits companies to raise up to \$1 million using a crowdfunding portal in securities offerings to accredited and non-accredited investors. We will discuss the role of the intermediaries—such as funding portals or broker-dealers—as well as regulators, particularly FINRA, in this capital-raising arena.

**New Opportunities and Challenges  
for Raising Capital**

This program explores planning the capital raise for the long term, private financing alternatives, avoiding general solicitation, the particular problems for smaller issuers, the changing role of private placement brokers, and the current state of IPOs.

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**Intellectual Property Issues in M&A  
Transactions**

A company's most valuable assets are often its intellectual property. This program outlines how to handle transactions involving patents, copyrights, trademarks, and trade secrets. Topics include: structuring transactions involving IP, IP due diligence, IP issues in M&A agreements, secured lending transactions and bankruptcy issues, and valuation.

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**Political and Election Law: A Meeting  
at the Corner of Law and Politics**

Given the increasingly complex web of federal, state, and local government rules governing political activity, it is imperative that those engaging in the political process be attentive to the laws governing their behavior. We will discuss the issues corporations, labor organizations, trade associations, and political committees should consider.

# Client Value and Innovation

## **Applying Business Principles to In-House Legal Departments: Lessons Learned from the DuPont Model**

Join us for a discussion with Tom Sager, former General Counsel and Senior Vice President at DuPont, about applying business principles to in-house legal departments. Mr. Sager discusses the DuPont Convergence and Law Firm Partnering Program (a.k.a. the DuPont Legal Model), which has become an industry benchmark on how companies and their outside law firms can measure success, increase efficiency, and encourage creativity and collaboration. We also share best practices on topics including how to develop meaningful working relationships with your C-suite and board of directors, how to assemble and manage your outside counsel team, and tips for creating an in-house profit center through a Loss Recovery Program.

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## **Acquiring the Attributes That Impress Your C-Suite: How In-House Lawyers at all Levels can Better Prepare for Current Business Crises and Threats**

Our presenters walk through several real-life examples of crises they have handled in tandem with our clients and preventative measures that will impress your C-suite and create value for your role in the legal department and organization. We will discuss practical steps you can take to better prepare your company and legal department for non-catastrophic issues, such as identifying potential disputes, liabilities, and issues related to your customer base; protecting your company against customer and vendor bankruptcies; anticipating risks that may attract government regulatory scrutiny; prelitigation and e-discovery and how to work more effectively with your outside counsel; and best practices for handling tricky employment matters such as reductions in force and workplace investigations, as well as drafting and enforcing restrictive covenants and noncompete agreements.

# Consumer Financial Services

## **How to Ace Your CFPB Exam**

Preparation is key in navigating a Consumer Financial Protection Bureau examination. Get valuable insights into best practices for managing your relationship with the CFPB, minimizing scrutiny, and responding to alleged violations.

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## **Navigating Compliance Audit Pitfalls: How to Prepare Compliance and Audit Reports Without Providing a Road Map to Adversaries**

Required compliance and audit reviews can reveal litigation opportunities to adversaries. We will discuss best practices for meeting compliance obligations and mitigating the risk of exposure.

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## **Plaintiff and Defense Perspectives on the TCPA**

We discuss different perspectives on Telephone Consumer Protection Act (TCPA) issues and developments, including the law's statutory purposes, requirements, and civil damages provisions; the definition of "automatic telephone dialing system," including the current efforts by the FCC to interpret the phrase, and the latest case law interpretations; the definition of "prior express consent," and the latest judicial and regulatory guidance on how such consent may be revoked; treatment of calls to reassigned wireless numbers; potential vicarious liability for TCPA violations by third parties; and amenability of TCPA claims to class litigation.

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## **What's Next in Marketplace Lending—Our Predictions for Regulation, Enforcement, and Litigation**

We will discuss the likelihood of new legislation and regulation, possible licensing enforcement actions, bank partnership development issues, which regulators might bring enforcement actions, and class action risks.

**Perspectives on Consumer Financial Services Litigation – Today and Tomorrow**

The consumer finance litigation environment is constantly evolving. This course addresses shifts in TCPA litigation trends and what to expect in the future, as well as Fair Credit Reporting Act (FCRA) cases and current and emerging theories of liability in this rapidly growing area. We also address Fair Debt Collection Practices Act (FDCPA) litigation, including emerging areas of liability and risks; the potential impact of CFPB rulemaking; privacy as an emerging litigation area; the impact of arbitration on class action litigation; and what the litigation environment may look like during the next economic downturn.

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**Plaintiff and Defense Perspectives on the FCRA**

This course examines FCRA issues and developments from a variety of viewpoints. Instructors lay a foundation by reviewing the FCRA's statutory purposes, requirements, and civil damages provisions. They then address evolving definitions of what constitutes a "consumer reporting agency," the Supreme Court's *Spokeo* decision and how it has affected arguments and decisions about standing, and new jurisdictional considerations for nationwide class actions. Discussion topics also include the evolution of Safeco's "objectively unreasonable" defense to claims for a willful FCRA violation and plaintiffs' attempts to use the FCRA as a vehicle for data breach claims.

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**The Use of Data Aggregation and Artificial Intelligence in the Consumer Financial Services Industry**

Starting with basic descriptions of how data aggregation, artificial intelligence, and machine learning work, we explore various uses for these technologies and related potential regulatory issues. Use of aggregation and AI is expanding throughout the consumer finance industry to provide insights on consumer behaviors and preferences to drive improvements in everything from marketing to underwriting to collections performance. But the technologies implicate a host of legal uncertainties and risks, including compliance with the FCRA, liability for unauthorized transactions under Regulation E, and avoiding unfair, deceptive, or abusive acts or practices. This course will address managing fair lending and discrimination risks, delivering adverse action notices, handling of data sharing and data security risks, and more.

### **Online Advertising for Consumer Financial Products: Fair Lending Issues and Risks**

Financial services companies often face complicated and nuanced fair lending issues when launching online advertising campaigns. They must decide how to review and test their data and models for fair lending risk and how to proceed when using proprietary products from third-party vendors—against a backdrop where technology has evolved much more quickly than the regulatory guidance. In this session, we unpack the issues facing Fintechs, banks, and nonbanks as they navigate an uncertain legal environment, including issues specific to mortgage and small business lenders. Topics include fair lending laws for online marketing, risks that arise from using alternative data and algorithms in targeted marketing campaigns, and strategies for developing marketing models to control for disparate impact risks and minimize regulatory, litigation, and public enforcement exposure.

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### **Hot and Emerging Issues in Auto Finance and Leasing**

This session covers the latest issues affecting the auto finance industry, focusing on areas of current and emerging regulatory interest at the federal and state levels. We identify and discuss the practices that appear to be of greatest interest to regulators and recommend action steps for mitigating risk. Topics include collections and repossessions, fair lending issues involving dealer pricing and underwriting, recent attention focused on collateral protection insurance, potential emerging issues in auto leasing, and focus areas related to ancillary products, including sales practices and cancellation.

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### **Student Loan Servicing Developments and Regulatory/Legislative Update**

Join us as we identify the key legal challenges facing student loan originators, servicers, and collectors. This session addresses what to expect in the way of supervision and enforcement from the Department of Education, the CFPB, and the FTC, as well as from state regulators and state attorneys general. We will also discuss what to expect in the way of private litigation against originators, servicers, and collectors.

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### **Debt Collection: Hot Topics for Federal and State Regulation and Private Litigation**

Debt collection continues to present constantly changing legal and regulatory challenges for both first-party and third-party collectors. We will discuss recent trends and how they can be expected to affect the legal and regulatory environment, particularly in light of states' regulatory focus. This session addresses topics including recent cases and decisions, enhanced enforcement of state licensing and registration requirements, 1099C issuance and disclosure, collecting charged-off and time-barred debt, and TCPA consent and revocation issues.

# Diversity, Equity, and Inclusion (DEI)

## **Diversity, Equity, and Inclusion (DEI) in a Changing Corporate Environment**

We take a look at what you need to understand about the design and implementation of diversity, equity, and inclusion programs. We explore the business and ethics case for having a DEI program; the legal framework for implementing DEI initiatives; and litigation stemming from challenges to corporate decisions about DEI programs.

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## **Fair Housing Requirements for Owners/Managers/Developers**

This course provides an overview of the fair housing requirements applicable to multifamily housing, including accessible design, reasonable accommodation requests, and nondiscrimination against protected classes.

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## **Work and Worship: Religion in the Workplace**

What happens when religious beliefs and practices affect employee behavior at work, or conflict with employer policies? We review the regulations governing religious expression in the workplace and discuss recent cases that address issues such as reasonable religious accommodations, dress codes, and the ACA's contraceptive mandate.

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## **Best Practices for Addressing Sexual Harassment and Sexual Misconduct**

This session explores common issues in addressing sexual harassment and misconduct, including federal and state law requirements; confidentiality; consent; the role of those responsible for receiving, investigating, and adjudicating reports; interacting with law enforcement; and the role of social media. We also explore critical issues in investigating and making determinations.

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## **Employment Law Traps in Diversity Programs**

Legal administrative professionals who work to promote diversity often encounter scenarios that implicate employment laws because of their work with and on behalf of protected classes. Diversity initiatives can raise legal questions surrounding the use of demographic data in employment decisions. In this session, we discuss the legal principles that should guide diversity and inclusion programs, what type of conduct qualifies as discrimination or harassment, how self-identification data should be used, and best practices for mitigating risk when discussing diversity in the workplace.

# Education

## **Hot Topics in Education: Privacy and Cybersecurity**

Privacy and cybersecurity issues abound in higher education—from complying with federal, state, and international data security laws to responding to incidents of hacking, data theft, digital fraud, and disruptive cyberattacks. Ballard Spahr attorneys presenting this course discuss the hot digital topics on campus and how best to address them.

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## **General Counsel Issues in Higher Education**

In this session, a multidisciplinary group of attorneys addresses important issues facing general counsel of higher education institutions. We assess the threat of litigation and government investigations facing educational institutions over the accessibility of their websites, course materials, and learning management systems. We also outline steps colleges and universities can take to address all-important cybersecurity and privacy issues. This course additionally covers ERISA fiduciary rules and their application to the retirement plans of higher education institutions, as well as best practices to minimize breach of fiduciary duty exposure.

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## **Leveraging Energy and Infrastructure as a Strategic Asset in Education**

Ballard Spahr lawyers lead a discussion of performance-driven energy solutions for education institutions, including the underlying financial and infrastructure options available and tips for undertaking and managing the process. Topics also include alternative financing solutions addressing deferred maintenance, the value of supply- and demand-side energy options, and the challenges of a budget-neutral approach to achieving campus sustainability goals.

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## **Higher Education Finance: Income Share Agreements**

Income share agreements (ISAs) are a cutting-edge product in higher education finance that provide for students to make payments based on a fixed percentage of their post-education salaries (and sometimes other income as well) over a set number of years, typically subject to a minimum salary level and a maximum repayment cap. In this course, we compare ISAs to other education finance offerings, explore the legal and regulatory landscape for ISAs, and provide insights on the latest ISA program innovations.

## **Diversity Issues in Education**

Topics of diversity, inclusion, and equity in higher education have become a top priority for schools across the country. This course will look at the underlying legal framework that drives diversity and inclusion on campus and what to anticipate in the future. We review ways the education community is tackling opportunities and challenges such as recruiting and retaining a diverse faculty, programming to support and celebrate diversity within the student body, and responding to campus incidents directed at diverse students. Course leaders also discuss the role of diversity in the admissions process and examine federal regulations and guidance on the issue.

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## **Balancing Process and Protections: Student Conduct Processes and Disabilities Accommodations**

In this session, the firm's authorities on education accessibility discuss timely issues in this high-profile area of law and regulation. We address the interplay of Section 504 of the Rehabilitation Act and Title IX and how to respond to requests for accommodations in the disciplinary process while ensuring fairness and equity. The course will also cover handling requests for accommodation for conditions and disabilities caused by alleged misconduct, common issues that arise when students with disabilities interface with conduct processes, and distinctions between interim measures and accommodations.

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## **Fiscal Headwinds and Workouts in Higher Education**

Delving into the fiscal challenges facing higher education institutions, our lawyers in this session discuss the sustainability of the traditional business model, as well as challenges and complexities involved with workout situations, including strategic alliances, closures, and bankruptcies. Topics include demographic factors, net tuition discounting, governmental support, curriculum reform, student loan delinquencies, workouts, and dissolutions.

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## **Paying it Right the First Time: Tiptoeing Your Way Through the Wage and Hour Minefield**

Few things are more difficult than ensuring that employees are being paid correctly. This session covers the hottest topics in wage and hour law, including: independent contractors, exempt versus non-exempt employees, tracking time, work off-the-clock, bonuses and commissions, self-audit best practices, correcting errors, and more.

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## **Improving Institutional Responses to Sexual Abuse Allegations: Lessons Learned From Recent Events**

Shocking allegations of sexual abuse have repeatedly made headlines over the last few years. We examine recent matters involving serial sexual abuse to identify common themes and discuss the failures of institutional responses. We also address how institutions can learn from past errors and create and communicate a meaningful response plan to restore confidence. This presentation is led by Ballard Spahr partner Jill Steinberg, who has more than fifteen years of experience as a state and federal prosecutor handling white collar and violent crime matters, including in particular sexual abuse cases, and served as Associate Deputy Attorney General and the most senior Justice Department official on child exploitation and human trafficking issues.

# Intellectual Property

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## **Almost Everything You Need to Know About Patent and Trade Secret Law**

This presentation has been used to introduce incoming attorneys to IP practice and also to teach international law students to spot IP issues. It contains case studies of the various ways that retail products, written material, and even sounds can be infringing.

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## **Post-Grant Review Procedures Before the Patent Trial and Appeal Board**

Under new proceedings, the validity of an issued patent can be challenged before the PTAB. Many litigants are choosing to stay their cases and challenge patent validity with the PTAB, as the burden of proof is lower, and the judges are technical experts. Experienced practitioners discuss these proceedings and what they have learned.

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## **A Place for My Stuff: Taking Care of IP in Contracts**

A well-crafted contract must contemplate intellectual property issues. We talk about how to dot all the i's and cross all the t's with this discussion on the finer points of licensing, confidentiality agreements, indemnification and limits in liability, consultant agreements, and social media contracts.

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## **Enforcing Your Marks: Trademark Watches and How to Use Them**

Trademark watches are a critical way to enforce your marks. We will outline the four steps: determining which marks to watch, knowing your mark, screening marks and engaging in the watch, and developing a strategy.

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## **Seven Tricky Marketing Ideas and What to Do About Them**

This presentation provides guidance on common IP-related marketing challenges, including social media contests and ads, mark clearance and registration at home and abroad, data privacy considerations, and ad claim substantiation.

# Labor and Employment

## **Sexual Harassment in the #MeToo Era**

The session is organized around a hypothetical sexual harassment complaint in the #MeToo era. Presenters will speak about how they would handle the situation and encourage audience participation.

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## **HR's Role in Managing Information and Cybersecurity Risks**

Employees are the top cause of reported data incidents. Human resources professionals and in-house lawyers are often the first responders when cyber incidents occur and a key first line of defense in prevention. We will review what HR professionals and their counsel should do if they receive that call, and what they can do to help prevent incidents from occurring.

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## **Leaves of Absence: Navigating the FMLA, ADA, and State/Local Laws**

Using interactive case studies, commiserate with your HR colleagues as we find the most effective way to work through difficult leave-of-absence scenarios.

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## **FLSA Risks: Audits and Fixes**

Workplace rules are constantly evolving. Court decisions and guidance from government agencies have changed how labor and employment laws are interpreted and enforced. This program will keep you up to date on the latest developments, help you anticipate potential problems, and show you how to react if issues arise.

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## **Paying it Right the First Time: Tiptoeing Your Way Through the Wage and Hour Minefield**

Few things are more difficult than ensuring that employees are being paid correctly. This session covers the hottest topics in wage and hour law, including: independent contractors, exempt versus non-exempt employees, tracking time, work off-the-clock, bonuses and commissions, self-audit best practices, correcting errors, and more.

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## **Hiring Land Mines: How Employers Can Protect Themselves During the Hiring Process**

Employers must manage the dual imperative of vetting candidates thoroughly while navigating restrictions on screening practices and avoiding unlawful conduct and questioning. We will discuss the legal land mines for employers and how to avoid them. Topics include credit and criminal background checks, drug and medical screenings, and the use of social media.

### **Discipline and Discharge:**

## Best Practices for HR

Dreading that meeting with an employee who has been habitually late for the past few months? Can't remember the last time you drafted a performance improvement plan? Facing another performance review cycle? If so, this is the session for you. Best practices for discipline and discharge start long before discipline is dispensed or the discharge decision is made. We will discuss the importance of proper documentation, how to have difficult conversations with employees, how to educate managers on these issues, and why these issues are important from a legal perspective.

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### **The Girl With the Doggone Tattoo: Regulating Employee Conduct in the Workplace**

Regulating employee conduct—from tattoos and texting to Facebook and office romance—has become more challenging. This session will address what you can (and cannot) do when faced with issues ranging from political speech to Girl Scout cookies.

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### **Managing Divisive Politics in the Workplace**

National politics are a topic of daily workplace conversation. Employers are faced with maintaining productivity and a workplace free from interpersonal conflicts that can sometimes lead to harassment and discrimination complaints. They also must seek to foster cooperation among employees and an environment that respects workers who choose to be active citizens. This program will cover how employers can balance their interests in achieving these organizational goals with the employees' desire to engage in political activism, either individually or together. Areas addressed include mitigating conflicts, avoiding potential liability, and how to handle organized events that take place during the workday or involve absence from work.

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### **The Future of Human Resources: Cutting-Edge Issues for Every Employer**

This series may be delivered in a day-long full program or divided into singular training sessions based on client interest. Each program discusses prominent and trending concerns faced by in-house employment counsel and HR professionals. Topics include:

- AI, Automation, and the Workforce of Tomorrow – Today!
- Impact of Pharmaceuticals in the Workplace: From Cannabis to Cognition Enhancement
- Rise of the Gig Economy: Legal Issues all Companies Should Know About Flexible and Contingent Staffing
- The Aging Workforce
- Workplace Equity
- Employee-Experience Focused Workplace

**Collaborative Partnerships: HR, the Business, and the Law**

HR professionals should be aware of significant changes over the past year across the spectrum of labor and employment law. In light of major developments from the courts, the National Labor Relations Board, the EEOC, and other federal and state agencies, HR professionals must remain vigilant in this complex legal and regulatory environment. This session will review the most significant changes in labor and employment law from the past year and, more importantly, how HR professionals can be prepared to educate and interact with their business partners across the organization to develop strategies to address these developments. The session will also discuss the outlook for future changes in labor and employment law, so that HR professionals can interface proactively with the business.

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**Mind Your (Pay) Gap: What Employers Need to Know About Pay Equity**

Recent legislation, regulatory changes, and increased social pressure have made pay equity an even bigger issue for employers. In this session, we will discuss data-reporting requirements, recent case law and legislation aimed at addressing the pay gap, and best practices for employers in executing a pay-equity audit.

# Litigation

## **We Wish We Hadn't Posted That! Legal Risks Associated with Your Public-Facing Communications**

In this presentation we provide an introduction to the most common legal issues that arise from companies' social media, marketing, and other published content: defamation, invasion of privacy, intellectual property infringement, and unfair competition. As lawyers for the media—an industry with an entire business model based on publishing content—we share our hands-on perspective. We will examine the special considerations that apply to social media and website content, best practices for reducing the risks inherent in publishing content, and other related issues.

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## **What Every Corporate Counsel Needs to Know About Attorney- Client Privilege, Work Product, and Investigations**

This presentation examines current standards and provides practical guidance on privilege issues faced by in-house counsel—from day-to-day activity and protecting privilege during internal investigations and communications with federal agencies and company executives to issues that can arise during litigation or regulatory action. Topics include the scope of attorney-client privilege and work product doctrine, jurisdiction, avoiding waivers, and the privilege issues unique to in-house counsel.

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## **What is it Worth? An Inside Look at Business Valuation Litigation**

This program provides executives and their advisers with a better understanding of the legal and practical issues and choices faced in litigation proceedings that turn on business valuation. Topics include stockholder challenges to board approval of mergers; acquisitions and other major transactions; statutory proceedings to value the interests of stockholders who dissent to the merger price; and dissolutions.

**Statutory Damages Claims: Potential Consequences of a Supreme Court Ruling in *Spokeo v. Robins***

In *Spokeo, Inc. v. Robins*, the U.S. Supreme Court ruled that the plaintiff—who alleged violations of the Fair Credit Reporting Act (FCRA)—did not have Article III standing unless he could show that he suffered real harm. But the ruling’s impact extends far beyond FCRA litigation to other statutes used by the plaintiffs’ class action bar to obtain recoveries in class actions based on alleged technical violations that did not cause harm. This program examines the decision, which federal statutes allow recovery of statutory damages, and the potential impact for damages claims.

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**The Merits of Selecting a Delaware Forum for Material Contract Disputes**

This program will focus on the benefits of litigating major disputes in Delaware’s Chancery Court, particularly in terms of efficiency and predictability. We also will discuss the advantages and disadvantages of contractual provisions requiring that disputes be submitted to mediation or arbitration through the Chancery Court.

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**Topics in Delaware Business Entity Governance Law**

Delaware business entity law governs not only the internal affairs of Delaware-chartered entities, but also is frequently used as persuasive authority by courts in other states. This program will focus on key issues in entity governance including: identifying potential conflicts of interest of key decision-makers; the use of special committees and stockholder ratification to expunge conflicts; curing technical flaws in corporate actions; and best practices for the review and authorization of fundamental entity transactions.

# Privacy and Data Security

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## **Cybersecurity Across the Board (of Directors): Key Considerations and Practical Steps**

With the increase in high-profile data security breaches, cybersecurity has become a focus of corporate governance. Senior business executives are expected to play a fundamental role in ensuring that a company has appropriate procedures in place to address risks associated with information security and respond to cyberattacks. This program explores the practical steps advisers and company executives can take to satisfy heightened regulatory expectations and help reduce the likelihood and scope of security incidents.

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## **The FTC as the De Facto Privacy Regulator: 10 Things You Need to Know**

The FTC has not yet promulgated formal regulations governing data security and privacy. It regulates by consent decree. So it is critical for companies with a significant online presence to understand the agency's current views on this issue. We will discuss the FTC's role in regulating data privacy and security, review relevant enforcement decisions, and provide a legal assessment of the current risk environment.

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## **The European Union Data Protection Framework: Issues Facing Multinational Companies**

The General Data Protection Regulation (GDPR) imposes significant data protection obligations on financial institutions that provide products or services to EU residents and process related personal information—from requirements for transferring personal data to the U.S. to data breach notifications. There are significant fines and penalties for failing to comply. We will discuss what financial institutions need to do in light of the GDPR.

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## **Best Practices for Preparing and Responding to Data Breaches**

The response to a data breach can be make or break for a company. In this program, we will examine a series of data breach incidents taken from real-world events and discuss the proper steps for preparing for and responding to those incidents.

**Keeping Fintech Secure – Data Privacy and Security in the Digital World**

Drawing on our prior in-house and government experience, we will provide a comprehensive view of data privacy and security in the Fintech industry. Topics include: developing and executing a data breach response plan, building a data security-sensitive compliance culture, and notification and coordination with law enforcement.

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**HIPAA-Ventilate – New Privacy and Information Security Concerns in Health Care in the U.S. and Beyond**

This program explores privacy and information security concerns in the health care industry. We will look at the cyber threats posed by nation-states, malicious outsiders, partners, and employees and what to do before and after an information security incident.

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**Lessons Learned from the Target and Anthem Data Breaches: Current Trends in Data Privacy Litigation and FTC Enforcement**

We will review recent major data breaches, focusing on emerging damages theories and lessons learned for corporate America. There will be a focus on developments in pending litigation that may affect the FTC's authority to regulate data security.

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**Cybersecurity – From Advanced Threat Awareness to Preparedness: Creating a Security-Aware Corporate Culture**

The federal Cybersecurity Executive Order encourages all companies to develop a comprehensive approach to protecting against risks to critical business systems, personally identifiable data, intellectual property, and other proprietary information. We will examine the latest intelligence, the NIST Standards Development process, and current legislation. We also will discuss developing a cyber incident response plan and data security risk management strategies, working with law enforcement in the event of an incident, and maintaining security in the face of data storage limitations and increased employee mobility.

# Real Estate

## **Fair Housing Requirements for Owners/Managers/Developers**

This course provides an overview of the fair housing requirements applicable to multifamily housing, including accessible design, reasonable accommodation requests, and nondiscrimination against protected classes.

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## **Loan Closing Process and Title and Survey Review**

This program was designed to help our lender clients understand the legal work necessary to close a real estate loan and the issues that can arise at different stages of the process. It walks you through the loan closing process from start to finish to post-closing delivery and covers both loans intended to be retained on the balance sheet and those that are originated for purchase or insurance by Fannie Mae, Freddie Mac, and HUD. We also will examine the review of title and survey, including common issues that arise during review.

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## **Chapter 11 Single Asset Real Estate Cases – An Overview of Protecting Secured Creditor Rights in a Real Estate Case**

Chapter 11 debtors whose business consists of the ownership of a single income-producing real estate asset—such as a hotel, office building, shopping center, or apartment complex—are subject to specialized treatment under the Bankruptcy Code. Lenders dealing with these assets in a distressed situation, before and after loan default, must understand those rights and obligations to properly navigate the Chapter 11 process. This program is a tutorial in that process.

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## **SmartCondo 2.0: Current Issues, Trends, and Opportunities for Condominium and Mixed-Use Developments**

This program addresses important developments in the condo and mixed-use industry, including recent legislation, court decisions, and consumer preferences. Topics include: the Interstate Land Sales Full Disclosure Act, land use considerations, EB-5 and other financing options, accommodating retail tenants, and right of first refusal strategies. We also will show you how to minimize risk and maximize value during development.

**Exploring the Implications of the  
Tenant Opportunity to Purchase Act  
(TOPA)**

This program will be particularly useful to real estate companies with properties in the District of Columbia. TOPA requires that residential tenants in the District be given the opportunity to purchase their rental property before it is sold to a third party. This program discusses the requirements and complexities of the TOPA process and explores strategies for title insurers, developers, and tenant representatives in navigating the law.

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**Tax Aspects of Workouts**

This is a discussion of the tax aspects of real estate workouts from both the debt holder's and the borrower's perspectives, including potential gain or loss recognized by the holder, cancellation of indebtedness issues for the borrower, and issues related to debt modifications.

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**Leveraging Public-Private  
Partnerships for Real Estate  
Development: Beyond Bridges and  
Roads**

Public-private partnerships are an increasingly common way to finance significant real estate projects. In this presentation, we will show you how to identify new project opportunities, structure deals, and navigate the procurement and financing processes.

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**Loan Documentation and Credit  
Agreements**

This discussion includes key topics to consider in commercial real estate loan documentation (for a mortgage loan) and negotiation of key terms of a credit agreement.

# Tax

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## **Qualified Opportunity Zones**

This federal program was created to encourage capital investment in more than 8,700 areas, known as Qualified Opportunity Zones, selected by each of the states, the District of Columbia, and U.S. possessions. The QOZ program has the potential to provide investors with deferral of tax on gains rolled over into a Qualified Opportunity Fund and potential elimination of tax on the appreciation on an investment. This session covers establishing and qualifying a fund, structuring investments, positioning a business or property to be eligible, and combining the benefits of a QOF with other federal tax programs, such as Low Income Housing Tax Credits (LIHTC), Historic Tax Credits, and New Markets Tax Credits.

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## **Tax Reform Under the Tax Cuts and Jobs Act**

The Tax Cuts and Jobs Act is the biggest tax overhaul in three decades. It affects virtually every sector of the economy, from nonprofit organizations and developers to municipal governments and private companies. In this session, our tax law authorities analyze the sweeping legislation and the effect on taxpayers of the many changes the law brought about, from lower corporate tax rates to new rules for everything from deductions and expenses to pass-through income and capital gains.

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## **Taxation of Mutual Funds and Their Investors**

The title says it all. This program discusses the U.S. federal income taxation of mutual funds and their investors.

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## **Tax Aspects of Workouts**

This is a discussion of the tax aspects of real estate workouts from both the debt holder's and the borrower's perspective, including potential gain or loss recognized by the holder, cancellation of indebtedness issues for the borrower, and issues related to debt modifications.

**Demystifying Tax Provisions of LLC and Partnership Agreements**

In this presentation, we will explore the differences between shares of stock and LLC units, capital accounts and how they affect deals, the importance of allocation provisions, the difference between a profits interest and a capital interest, the unintended consequences of a capital shift, and when debt can be included in a member's basis.

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**Granting Profits Interests, Phantom Equity, and Other Interests in LLCs and Partnerships – Key Tax Considerations**

Topics covered include the use of W-2 and K-1 forms, what constitutes a profits interest and how to draft the LLC/partnership agreement, the impact of new partnership audit rules on recipients, and the use of phantom equity rather than equity in LLCs and partnership.

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**Top Tax Issues Everyone Working with StartUps Should Know**

This program examines key tax issues relevant to most startup companies. We will look at which entity best serves your business goals and when a Qualified Small Business is the right option, minimizing employment taxes for owners, granting equity interests to employees in a tax-efficient way, and the benefits of using an offshore vehicle.

# White Collar Defense

## **Insider Trading: A Simple Concept – in Theory**

Insider trading is a term we hear all the time, but what does it really mean? It's a simple idea—but insider trading law is anything but easy to understand. What advantages are really illegal? Who do the laws apply to? When is insider trading a federal crime, and when is it solely an SEC issue? This program will explore the complexities of insider trading law, the theories of insider trading liability, tipping liability, implications of recent cases, methods of detection, and compliance programs that companies can implement to minimize the risk of employee insider trading.

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## **Coordinated AML/OFAC Enforcement is Kicked Up a Notch**

The record \$1.92 billion in fines and penalties levied against HSBC serve as a strict reminder of Anti-Money Laundering (AML) and Office of Foreign Assets Control enforcement. In this program, we will discuss lessons to be learned by banks and others with AML compliance responsibilities, key SAR detection and reporting points, and the enforcement landscape.

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## **Internal Investigations – Lessons Learned from the Rutgers Basketball Case**

Remember the fallout from events involving the men's basketball program at Rutgers University? The case underscores the importance of effective workplace investigations in helping employers preserve their reputation and protect the organization in times of crisis. We will use the case to explore the investigation process and outline best practices for handling sensitive investigations, from responding to reported incidents and conducting an effective inquiry to determining an appropriate response.

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## **Understanding the Impact of Individual Accountability in a Post-Yates Memo World**

The Yates Memo outlined the DOJ's increasing focus on individual accountability in alleged corporate wrongdoing. It has had a major impact on the way companies conduct internal investigations and approach cooperation. This presentation explores some of the consequences of the memo, including: how to protect attorney-client and work product privilege and still receive cooperation credit with the government, the impact on D&O liability insurance, and the effect on employment issues.

For more information and resources, visit Ballard Spahr's [COVID-19 Resource Center](#)

Featuring the Ballard360 State and Federal Legislative Trackers