

October 18 & 19, 2010, Toronto

Enterprise Risk Management for Corporate Counsel

Inaugural Two-Day Event!

Workshop Included: Using ERM as a decision making tool

participating organizations

AssetCounsel Inc.

Bell Canada

Booker and Associates

Chubb Insurance Company of Canada

Ernst & Young LLP

Fraser Milner Casgrain LLP

Hugessen Consulting Inc.

IBIS Corporation

ING Canada Inc.

McCain Foods Limited

Northstar Trade Finance Inc.

Oliver Wyman

Toronto Transit Commission

who should attend

General Counsel; In-House Counsel; External Legal Advisors; Corporate Secretaries; Insurers; Law Society Insurance Administrators; Professional Liability Counsel; Lawyers; Risk Management Executives

course highlights

- Counsel's role in risk monitoring and measurement
- Evaluating the existing ERM infrastructure
- The measurement of risk concentrations
- Using ERM to limit risk exposure while adding value to the organization
- The tools required for effective litigation risk analysis
- Developing a governance and risk reporting initiative
- Promoting brand integrity and enforcing IP rights
- Defending against external access violations and attacks

Course Leader

Barry Rowland,
Ernst & Young
LLP



Derek S.T.
Baldwin,
IBIS Corporation



Georges Soaré,
Hugessen Con-
sulting Inc.



John S. Elder,
Q.C.,
Fraser Milner
Casgrain LLP



Alan Curleigh,
Northstar Trade
Finance Inc.



Françoise
Guénette,
ING Canada Inc.



Trevor
Mapplebeck,
Oliver Wyman



Pierre
Saint-Laurent,
AssetCounsel
Inc.



Fay Booker,
Booker and
Associates



Brian M. Leck,
Toronto Transit
Commission



Eleni Maroudas,
Chubb Insur-
ance Company
of Canada



Christa Wessel,
McCain Foods
Limited



as well as:

Melanie
Schweizer,
Bell Canada

FACULTY

COURSE LEADER

BARRY ROWLAND

Barry Rowland, senior partner in **Ernst & Young LLP**'s Risk Management and Compliance practice, has over 30 years of professional experience in Canada and the U.S.

CO-LECTURERS

DEREK S.T. BALDWIN

Derek S.T. Baldwin is Director of Worldwide Operations and General Counsel for **IBIS International**.

GEORGES SOARÉ

Georges Soaré of **Hugessen Consulting Inc.** is an accomplished executive and corporate director.

JOHN S. ELDER, Q.C.

John Elder of **Fraser Milner Casgrain LLP** has very broad corporate, commercial and securities experience.

ALAN CURLEIGH

Alan R. Curleigh is currently Chairing the Audit Committee for the Department of Veterans Affairs Canada. He also sits on the Board of **Northstar Trade Finance Inc.**

FRANÇOISE GUÉNETTE

Françoise Guénette has been with **ING Canada** since 1997 when she joined as Senior Vice President, Corporate and Legal Services and Secretary.

TREVOR MAPPLEBECK

Trevor Mapplebeck is a Partner with **Oliver Wyman's** Corporate Risk Consulting practice.

PIERRE SAINT-LAURENT

Pierre Saint-Laurent is president of **Asset-Counsel Inc.**, a financial services consultancy.

FAY BOOKER

Fay Booker is a Principal of **Booker & Associates**. She assists organizations in designing ERM frameworks.

BRIAN M. LECK

Brian M. Leck is the General Counsel of the Toronto Transit Commission, **Toronto Coach Terminal Inc.** and Toronto Transit Consultants Limited.

ELENI MAROUDAS

Eleni Maroudas is Corporate Counsel for **Chubb Insurance Company of Canada**.

MELANIE SCHWEIZER

Melanie Schweizer is senior litigation counsel at **Bell Canada** and is responsible jointly with one other lawyer for all Ontario litigation.

CHRISTA WESSEL

Christa C. Wessel joined **McCain Foods Limited** as its Chief Legal Officer in 2010 and is responsible for the global legal function.

COURSE PROGRAM

ERM FUNDAMENTALS & PRACTICES

After the recent economic turmoil experienced in the world markets, ERM is being considered even more critical to businesses than ever. At the same time we are witnessing the evolving role of general counsel into the areas of global enterprise risk from both operational and legal risk assessment perspectives. This session will examine all key aspects of successful ERM and the role of counsel, providing insight into the fundamental underpinnings of ERM.

- Implementing a successful ERM program: challenges
- Risk ownership, risk management and risk monitoring responsibilities
- Creation of a culture and a willingness to identify and address exposures
- The risk identification process
- Counsel's role in risk monitoring and measurement

COUNSEL & ERM IMPLEMENTATION

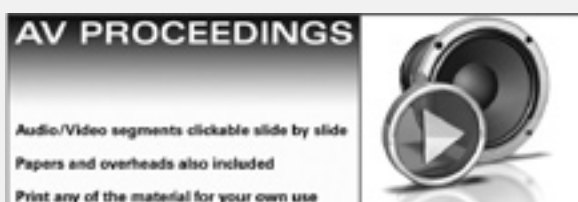
There are many ways to implement an enterprise approach to risk management. While the specifics and quality of each method may differ, counsel is becoming increasingly more responsible for the ERM implementation process. This session will look at the steps in the successful implementation of ERM from an in-house and outside legal counsel's perspective.

- Conducting a complete overview of the company's organizational risk profile
- Defining key risks that the organization faces
- Establishing the risk management vision of senior management
- Setting out controls for independent monitoring of the control processes
- Evaluating the existing ERM infrastructure

SUPPLEMENTARY COURSE MATERIAL

Federated Press is now providing delegates with access to an innovative new database containing at least 25 interactive multimedia presentations by leading experts and approximately 20 hours of lectures on the topics covered by this course, including all slides and speakers' papers. See the list of presentations on page 4.

Delegates will also receive a trial subscription to the Business Law Channel, a much broader resource representing hundreds of hours of interactive multimedia lectures on leading edge Business Law topics as delivered at our many recent Business Law conferences and courses.



QUANTIFYING OPERATIONAL & STRATEGIC RISKS

The latest techniques for measuring operational and strategic risks continue to be refined allowing for enhanced ERM, as these risks often represent more of a threat than financial risks to your organization. This session will examine the use of risk management models and measurement tools for quantifying operational and strategic risk.

- Approaches to quantifying operational and strategic risks to effectively assist in decision making
- The role of counsel in the risk quantification process
- Individual risk quantification and aggregate enterprise risk exposure
- Holistic, top-down approach to risk identification

ERM VALUE CREATION: EXPLOITING RISK

While it has normally been the role of counsel to avoid risk, there has been a changing focus within organizations from loss prevention to value creation. A large part of value creation centres on exploiting risks for those organizations that are willing to take on risks that others are not. This session will explore the implication of moving to a value creation framework and its impact on the role of general counsel.

- Balancing value creation with risk management
- The move to embracing and exploiting risk
- The impact of risk mitigation on value creation
- Using ERM to limit risk exposure while adding value to the organization

THE LITIGATION RISK MODEL

Litigation risk analysis is used to provide management with an early, concise evaluation of the risks and costs associated with potential litigation. This session will examine the litigation risk model, how it can be used to mitigate and manage litigation risk and be incorporated into the ERM process.

- Using metrical analyses to manage risk from litigation
- The tools required for effective litigation risk analysis
- Assisting general counsel to be more proactive
- Role of litigation risk analysis in the decision making process
- Incorporating the analysis in ERM: applying litigation evaluation tools and strategies across the enterprise to manage risk

RISK GOVERNANCE PRACTICES

Risk governance plays a key role in an effective ERM framework. Given the many types of risk that confront organizations, including financial, operational, technological, health & safety and others, the board needs to take a greater role in the governance of the enterprise's risk management and of senior officers' response to risk management. This session will examine the role of counsel in assisting the board in this process.

- How risk response is integrated and coordinated in the ERM process
- Defining and adopting an integrated risk governance infrastructure
- Implementing integrative risk governance frameworks
- Developing a governance and risk reporting initiative
- Defining a governance policy for ERM

PROTECTING IP & BRAND REPUTATION

With the degree of resources being invested in R&D and marketing, coupled with the potential value of IP and brand reputation, corporate counsel have been giving increased attention to the function of IP departments within their organization. This session will examine the role of counsel in defining and protecting IP and brand reputation.

- Developing a proactive IP protection strategy
- How to expand your surveillance activities
- Making strategic decisions and managing risk in a brand enforcement program
- Promoting brand integrity and enforcing IP rights
- Market monitoring techniques

REDUCING RISKS FROM ELECTRONIC DATA

The protection of electronically stored information is a growing risk to every organization. This session looks at how counsel, in the realm of ERM, can address the issues of access abuse, privacy breaches and identity theft.

- The risks associated with the preservation and processing of electronic information
- How to handle the technical, operational, economic and legal risks associated with electronic discovery
- Creating whistle-blower protection when reporting access abuse
- Defending against external access violations and attacks

RISK METRICS: MONITORING AND REPORTING STRUCTURES

In the risk management process, counsel must ask a number of clarifying questions: How does senior management identify new risks to the company and to the industry at large? Which metrics should be employed for managing risk and monitoring their impact? This presentation will look at how monitoring and reporting structures can help an organization fulfill its oversight duties.

- The various metrics used in the risk management and monitoring process
- Developing your own metrics suited to your needs
- Defining a risk oversight policy
- Testing and evaluating ERM monitoring

ERM COMMUNICATIONS

The knowledge gained through ERM needs to be communicated in a relevant form and timeframe in order to assist in decision making and enable those within the organization to carry out their responsibilities while incorporating risk management.

- Providing integrated ERM updates to management and the board
- Types of communication required
- Information that needs to be collected and conveyed
- Coordinating the flow of risk management information throughout the organization

WORKSHOP

USING ERM AS A DECISION MAKING TOOL

The implementation of an ERM process is of no value if it is not used to enhance the quality of decisions being made by those within the organization. Organizations have begun developing their risk function away from pure risk measurement and monitoring to using it to feed output into risk-based decision frameworks that directly drive performance results. This workshop will examine how ERM should be used in the decision making process.

- Counsel's role in making better decisions using ERM
- How to successfully integrate ERM processes into organizational decision making
- Best practices for improving the process
- Quantifying operational and strategic risks to enhance decision-making
- Recent developments in the field of decision making
- Risk-based decision making: developing risk-based decision frameworks

MULTIMEDIA PRESENTATIONS

Your registration includes an interactive multimedia database comprising the following presentations from recent Federated Press courses and conferences. They are presented in their entirety with complete audio or video and accompanying slides. You may also purchase the multimedia proceedings of the course which will be available on CD-ROM 60 days after the course.

Implementing an Effective Risk Management Framework

Fay Booker,
Booker and Associates Inc.

Integrating Operational Risk Self-Assessment Into ERM

James Dennison,
CIBC Mellon

Choosing the Best Risk Identification Methodologies

Scott B. Crowley,
PricewaterhouseCoopers LLP

Linking Risk Management to Business Strategy, Processes, Operations and Reporting

Aaron Konarsky,
Canada Lands Company

Strategically Aligning Internal Auditing and Other Risk Monitoring Activities with ERM

Paul Striowski,
Grant Thornton LLP

Linking Internal Audit to Build a Risk Management Culture

Yaping Jiang,
TD Bank Financial Group

Case study: Using ERM as a Management Tool at Kinross

Jeremy Weyland,
Kinross Gold Corporation

Assessing Your Risk-Management Governance Approach

Alistair E. Bryden,
PricewaterhouseCoopers LLP

Risk-Based Testing for Internal Controls

Barbara Elliott,
PricewaterhouseCoopers LLP

Oversight of Internal Controls & Risk Management

Jimmy Barbour,
Deloitte & Touche LLP

Incorporating Risk Management Into the Strategy Formation Process

Alexandra Kindbom,
Marsh Canada Limited

Modern Risk Management Identification

Margriet (Maggie) Kiel,
Meyers Norris Penny LLP

The board's Role in Assessing your Organization's Readiness for ERM

Ramnarayanan Mathilakath,
Office of the Parliamentary Budget Officer

Risk Reporting, Tracking and Monitoring Mechanisms

Brian Bost,
KPMG LLP

Evaluating & Adjusting Risk Responses to Keep Your Risk Profile Current

Andy Poprawa,
Deposit Insurance Corporation of Ontario

Leveraging Internal Audit to Build a Risk Management Culture

Glen Norton,
Meridian Credit Union

Strategically Aligning Internal Auditing and Other Risk Monitoring Activities With ERM

Hubert Huang,
Protiviti Inc.

Case Study: The Evolution of ERM at CMHC

Bruce Millar,
Canada Mortgage and Housing Corporation (CMHC)

Shaping and Assessing your Risk Management Approach from a Governance Perspective

C. L. F. (Lee) Watchorn,
Watchorn Advisory Group

Increasing Demands on Board Enterprise Risk Oversight

Monica Kowal,
Ontario Securities Commission

Establishing and Implementing Effective Enterprise Risk Management Practices: A Board Perspective

Alan R. Curleigh,
Canadian Commercial Corporation

The Board's Role in the ERM Framework

Fay Booker,
Booker & Associates

Risk Oversight Monitoring and Reporting

Palma Barbieri,
Canadian Tire Corporation, Limited

Internal Audit's Role in Enterprise Risk Management

Fayeanne Beattie,
Royal & Sun Alliance Insurance Company of Canada (RSA)

Registration: To reserve your place, call Federated Press toll-free at 1-800-363-0722. In Toronto, call (416) 665-6868 or fax to (416) 665-7733. Then mail your payment along with the registration form. Places are limited. Your reservation will be confirmed before the course.

Location: Metropolitan Hotel, 108 Chestnut Street, Toronto, Ontario, M5G 1R3

Conditions: Registration covers attendance for one person, the supplementary course material as described in this document, lunch on both days, morning coffee on both days and refreshments during all breaks. The proceedings of the course will be captured on audio or video. Multimedia proceedings with all slides and handouts can be purchased separately on a CD-ROM which will also include the course material.

Time: This course is a two-day event. Registration begins at 8:00 a.m. The morning sessions start promptly at 9:00. The second day ends at 4:00 p.m.

Cancellation: Please note that non-attendance at the course does not entitle the registrant to a refund. In the event that a registrant becomes unable to attend following the deadline for cancellation, a substitute attendee may be delegated. Please notify Federated Press of any changes as soon as possible. Federated Press assumes no liability for changes in program content or speakers. A full refund of the attendance fee will be provided upon cancellation in writing received prior to October 5, 2010. No refunds will be issued after this date. Please note that a 15% service charge will be held in case of a cancellation.

Discounts: Federated Press has special team discounts. Groups of 3 or more from the same organization receive 15%. For larger groups please call.

Payment must be received prior to October 12, 2010

Phone: 1-800-363-0722 Toronto: (416) 665-6868 Fax: (416) 665-7733

TO REGISTER FOR ENTERPRISE RISK MANAGEMENT FOR CORPORATE COUNSEL

Name _____
 Title _____ Department _____
 Approving Manager Name _____
 Approving Manager Title _____
 Organization _____
 Address _____
 City _____ Province _____ Postal Code _____
 Telephone _____ Fax _____ e-mail _____
 Please bill my credit card: AMEX VISA Mastercard
 # _____ Expiration date: ____ / ____
 Signature : _____
 Payment enclosed: Please invoice. PO Number: _____
 WHEN CALLING, PLEASE MENTION PRIORITY CODE: ERMT1010/E
 MAIL COMPLETED FORM WITH PAYMENT TO:
 Federated Press P.O. Box 4005, Station "A"
 Toronto, Ontario M5W 2Z8

REGISTRATION COSTS

NUMBER OF PARTICIPANTS:
 COURSE: \$1975
 COURSE + PROCEEDINGS CD-ROM:
 \$1975 + \$175 = \$2150
 PROCEEDINGS CD-ROM: \$599
 NOTE: Please add 5% GST to all prices.
 Proceedings CD-ROM will be available 60 days
 after the course takes place
 Enclose your cheque payable to
 Federated Press in the amount of:

 GST Reg. # R101755163
 PBN#101755163PG0001
 For additional delegates please duplicate this form
 and follow the normal registration process