



COMPLIANCE AND MONITORSHIPS

Better Prepared

In a world where accountability, liability and transparency are front and center and government scrutiny of corporate actions is intensifying, businesses are feeling increased pressure to bolster their compliance programs.

The skilled attorneys in Barnes & Thornburg's White Collar, Compliance and Investigations Practice Group offer guidance and real-world experience to public and private companies on developing and deploying effective compliance programs based upon the relative industry and risk environment, including antitrust, business ethics, anti-corruption, data privacy, healthcare, environmental, trade controls, product safety, and government contracts.

In addition to developing compliance programs with the desired level of tone from the top, we also advise clients in response to government inquiries, whistleblower claims, and monitorships, and are experienced across virtually all types of internal and external investigations. Whether your company operates domestically or internationally, our attorneys help clients adhere to the ever-changing and stringent regulations that companies face on numerous shores. We also have significant experience serving as interim compliance officers and compliance counsel for companies in transition.

The attorneys on our team are experienced in virtually all aspects of corporate compliance and counseling, including:

- Designing, implementing and operationalizing compliance programs within the business
- Conducting internal investigations
- Performing risk assessments and developing remediation plans
- Drafting comprehensive policies, supporting procedures, and training

White Collar, Compliance and Investigations

The stakes can be high. Attorneys on our white collar, compliance and investigations team have the experience to defend clients' interests when government investigations and disputes arise – and provide compliance guidance to help avoid potential problems before they occur. We understand why compliance keeps you up at night and work to find practical and creative solutions for your organization.

RELATED PRACTICES

Environmental Crimes and Investigations

Environmental, Social and Governance

Intellectual Property

White Collar and Investigations

materials

- Consulting on compliance department structure and function
- On-site training of management and employees
- Pre-transaction due diligence and compliance-related integration plans for new acquisitions
- Reporting out to executive leadership and boards

Our attorneys have extensive national and international experience as former in-house counsel, seasoned practitioners, former U.S. Attorneys, and government agency investigators. We learn your business so we can understand the issues you face and identify challenges before they become problems, focusing on your company as a whole and the landscape in which you operate to understand your risk profile and requirements, identify gaps in your existing program, and devise and deliver tailored compliance solutions.

Monitorships

Barnes & Thornburg attorneys have been designated by the U.S. Department of Justice, the U.S. Department of Commerce Bureau of Industry and Security, and other federal and state regulatory bodies to serve as independent monitors in connection with deferred prosecution agreements and non-prosecution agreements with companies.

Our team members have consulted in sensitive, high-profile corporate monitorship cases throughout the country.

As the independent monitor, our attorneys deliver constructive and balanced review and assessments. Specifically, our attorneys assess and monitor the company's compliance with the agreement's terms and focus on ways a company can reduce the risk of recurrence of the company's misconduct through an evaluation of the company's compliance program and company activities. Additionally, we have experience acting as a self-imposed monitor when a client believes an investigation to be imminent.

Ongoing and recent corporate monitorship roles have included:

- **ZTE** – Barnes & Thornburg partner Roscoe C. Howard Jr. was appointed by the U.S. Department of Commerce to serve as the Special Compliance Coordinator for Zhongxing Telecommunications Equipment Corporation, of Shenzhen, China and ZTE Kangxun Telecommunications Ltd. of Hi-New Shenzhen, China (collectively, ZTE). The engagement stems from the historic settlement between the Department of Commerce and ZTE that includes a \$1.761 billion fine, a 10-year probationary period, and the installation of the coordinator to conduct regular and comprehensive compliance supervision by a team answerable to the Bureau of Industry and Security.
- **Olympus** – Barnes & Thornburg partner Larry Mackey was selected by the U.S. Department of Justice to serve as an independent monitor of Olympus Corp. of the Americas (OCA) to oversee two deferred prosecution agreements. OCA, the largest distributor of

endoscopes and related equipment in the U.S., was charged with a violation of federal anti-kickback laws in the sale of its medical devices, as well as the Foreign Corrupt Practices Act in the sale of those devices by an OCA subsidiary in Latin America. To resolve the civil and criminal allegations, OCA agreed to pay a total of nearly \$646 million and implemented a number of compliance measures that were assessed by Barnes & Thornburg over a period of three years.

- **Guaranteed Returns (GRx)** – GRx is in the business of managing the return of pharmaceutical products for healthcare providers and pharmacies, in exchange for a fee based on a percentage of the return value. It is alleged that GRx, under the direction of its former chief executive officer, diverted payments due and owing to its customers, to internal GRx accounts. These customers included the federal government. In October 2014, GRx and three of its executives were indicted in the United States District Court for the Eastern District of Pennsylvania on various fraud charges. In an effort to re-establish their business with the Defense Logistics Agency, GRx agreed to appoint Roscoe C. Howard, Jr. as their independent corporate monitor to review, evaluate and provide reports on their business policies and procedures.

Compliance and Monitorships Practice Leaders



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