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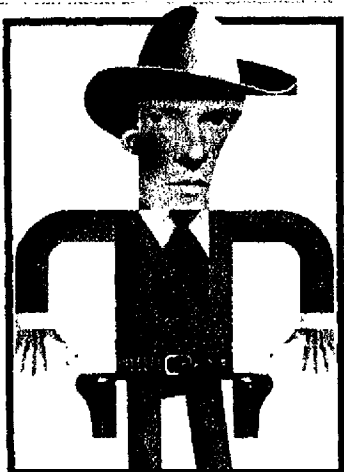
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*Alfred  
Signal*

# CONTENT

NOVEMBER 2004



**21** In a surprise move, gun makers and sellers back down.



**89** Online ethics programs teach virtue virtually.



**98** When choosing outside counsel, GCs stick with who they know.

The Business Magazine For The Chief Legal Officer

**12 Editor's Note**

**16 Letters**

**18 Contributors**

## IN THE NEWS

**21 High Noon** For the first time, the firearms industry has settled suits brought by victims of gun violence.

**24 It Ain't Over Till It's Over** Does Sarbanes-Oxley's extension of the statute of limitations for fraud claims apply retroactively?

**32 Taking the Fall** Former Computer Associates GC Steven Woghin pleads guilty to securities fraud and obstruction of justice.

## DEALS & SUITS

**47 Wheeling, Dealing, and Suing** Harrah's bets on Caesars; Mylan takes a dose of King; Italian authorities target Parmalat's auditors.

## ON THE JOB

**65 Moves: Cola Wars** PepsiCo gets a new GC—a former partner at Coca-Cola's longtime outside counsel; Dell Corporation grabs NBC Universal's top lawyer; and an acting GC at BellSouth jumps ship to Tyson Foods.

**65 Profile: Code Warrior** The Open Source Development Lab, leader of the Linux community, adds a GC to the team.

**79 Compensation: Carpe per Diem** Assured Guaranty Ltd.'s GC, James Michener, not only gets to work in Bermuda, he has a lavish employment contract to boot. BY CATHERINE AMAN

**81 Legal Manager: What Color Is Your Collar?** Companies must ensure that their payrolls comply with the Labor Department's final rules on overtime. BY WILLIAM P. SCHURGIN AND CAMILLE A. OLSON

**89 In-House Tech: Culturing Compliance** Businesses hope to stay out of trouble with online ethics programs. BY ANTHONY PAONITA

## D.C. WATCH

**93 The Hammer's Nails** Tom DeLay's former staffers have become among the most powerful lobbyists in Washington. BY KATE ACKLEY

## COVER: WHO REPRESENTS AMERICA'S BIGGEST COMPANIES?

**98 The Usual Suspects** This year's survey shows that companies prefer to stick with the Am Law 200 firms they already know. BY ANTHONY PAONITA

**102 You're Fired** After hiring a new GC, and streamlining its business strategy, Albertson's overhauled its outside counsel roster. BY ERIQ GARDNER

**108 The Law Firms of Choice** America's largest companies name their go-to firms in five top practice areas. BY KATRINA RUDMIN

## CORPORATE GOVERNANCE

**138 Measuring Up** In just a few weeks, all companies on the NYSE must conduct board self-evaluations. Are you ready? BY ANNE STUART

# The Usual Suspects

By Anthony Paonita

**W**HEN FORD MOTOR Company spun off its components division in 2000, one of the first tasks for the new company's general counsel, Stacy Fox, was to find outside law firms to do a range of legal work—defend the company in lawsuits, file patents, and handle regulatory filings. Visteon Corporation, a \$17.7 billion Van Buren, Michigan-based business, has only 11 in-house lawyers on its payroll.

A former corporate counsel at rival parts manufacturer Johnson Controls, Inc., Fox turned to lawyers she already knew. She contacted a handful of firms she had worked closely with at the Milwaukee-based company. After six months of meetings and phone calls, Visteon had its primary counsel: Dickinson Wright and Mintz, Levin, Cohn, Ferris, Glovsky and Popeo for litigation; Foley & Lardner for litigation, corporate transactions, corporate governance, and labor and employment; and Brinks Hofer Gilson & Lione for intellectual property work. Four years later, those firms are still working for Visteon.

Staying with the outside counsel you know is the theme of *Corporate Counsel's* third annual Who Represents America's Biggest Companies survey. While some in-house lawyers say they are eager to break long-standing ties with firms in exchange for outside counsel with more attractive fee arrangements, most GCs stick with the large firms they know and

**Forget the brave new law department. When it comes to big-ticket legal work, America's largest companies turn to the same familiar outside counsel.**

trust. "It's like the old Joe Isuzu ads," says Newport Beach, California, legal consultant Peter Zeughauser. "General counsel may say one thing, but they often do the opposite."

In our annual survey, we ask the Fortune 250 law departments which law firms they rely on the most. The same Am Law 200 firms have turned up at the head of the list, with little variation, in the three years that we've compiled the survey. "There's a certain degree of comfort in the big names," says Rees Morrison, a principal at the Somerset, New Jersey-based legal consultant firm Hildebrandt International, Inc. "And companies feel they're burnishing their reputation by associating with a Skadden or a Kirkland Ellis," he adds.

We ask which firms businesses use as their "primary" counsel in a few practice areas: litigation, corporate transactions, labor and employment, and intellectual property. This year we added a

new area, corporate governance, to get a sense of the post Sarbanes-Oxley law firm market. The 133 companies that supplied law firm data named 397 firms overall. (In previous years some corporations gave us more than a dozen firms

## Most Mentions Overall

Davis Polk is the new all-around leader, representing the most companies on our list in five practice areas. Last year Skadden led the pack.

| Firm                | Mentions |
|---------------------|----------|
| Davis Polk          | 35       |
| Jones Day           | 32       |
| Skadden             | 32       |
| Kirkland & Ellis    | 31       |
| Morgan, Lewis       | 28       |
| Littler Mendelson   | 27       |
| Sidley Austin       | 26       |
| Baker Botts         | 21       |
| King & Spalding     | 21       |
| Mayer, Brown        | 21       |
| Seyfarth Shaw       | 20       |
| Winston & Strawn    | 20       |
| Hunton & Williams   | 19       |
| Simpson Thacher     | 19       |
| Gibson, Dunn        | 17       |
| Covington & Burling | 16       |
| Cravath             | 16       |
| Howrey              | 16       |
| O'Melveny & Myers   | 16       |

ILLUSTRATIONS BY PAUL MARYPORT

# WHO REPRESENTS AMERICA'S BIGGEST COMPANIES

| 2003<br>Revenue<br>(millions) | Company<br>(# of Lawyers)                | Top Legal<br>Officer and Title                                      | Primary Outside Counsel                                                                                                                    |                                                                                                                                 |                                                            |                                                                                                                                           |                                                                                                                                           |
|-------------------------------|------------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------|
|                               |                                          |                                                                     | Litigation                                                                                                                                 | Corporate<br>Transactions                                                                                                       | Corporate<br>Governance                                    | Labor and<br>Employment                                                                                                                   | Intellectual<br>Property                                                                                                                  |
| \$24,474                      | Wachovia<br>Corporation (169)            | Mark Treanor,<br>SEVP, GC, Sec'y                                    | Will not disclose                                                                                                                          | Will not disclose                                                                                                               | Will not disclose                                          | Will not disclose                                                                                                                         | Will not disclose                                                                                                                         |
| 24,549                        | Tyson Foods, Inc.<br>(15)                | Alberto Gonzalez-<br>Pita, EVP, GC                                  | Akin Gump; Bassett<br>Law Firm; Dickstein<br>Shapiro; Kutak<br>Rock; Sidley Austin                                                         | Kutak Rock; Sidley<br>Austin                                                                                                    | Kutak Rock; Sidley<br>Austin                               | Akin Gump; Bassett<br>Law Firm                                                                                                            | Blackwell Sanders;<br>Fellers, Snider                                                                                                     |
| 23,623                        | The Goldman Sachs<br>Group, Inc. (WND)   | Gregory Palm and<br>Esta Stecher,<br>EVPs, GCs,<br>Coheads of Legal | Company did not<br>respond by press<br>time                                                                                                | Company did not<br>respond by press<br>time                                                                                     | Company did not<br>respond by press<br>time                | Company did not<br>respond by press<br>time                                                                                               | Company did not<br>respond by press<br>time                                                                                               |
| 23,483                        | Duke Energy<br>Corporation (76)          | Martha Wyruch,<br>Group VP, GC,<br>Sec'y                            | Dickstein Shapiro;<br>Fulbright &<br>Jaworski                                                                                              | Chadbourne &<br>Parke; Robinson,<br>Bradshaw; Vinson &<br>Elkins                                                                | None                                                       | Alston & Bird                                                                                                                             | Kennedy Covington                                                                                                                         |
| 23,103                        | Honeywell Interna-<br>tional, Inc. (110) | Peter Kreindler,<br>SVP, GC                                         | Arnold & Porter;<br>Jenner & Block;<br>King & Spalding;<br>Kirkland & Ellis;<br>McDermott, Will;<br>Sidley Austin                          | Davis Polk; Fried,<br>Frank; Skadden                                                                                            | Cleary, Gottlieb                                           | Morgan, Lewis;<br>Ogletree, Deakins;<br>Steptoe & Johnson                                                                                 | Alston & Bird;<br>Kirkland & Ellis;<br>Robins, Kaplan                                                                                     |
| 22,763                        | Caterpillar Inc.<br>(125)                | James Buda, VP,<br>GC, Sec'y                                        | Howrey; Mayer,<br>Brown; Seyfarth<br>Shaw                                                                                                  | Howrey; Simpson<br>Thacher                                                                                                      | Gibson, Dunn                                               | Seyfarth Shaw;<br>Winston & Strawn                                                                                                        | Finnegan, Hender-<br>son; Howrey                                                                                                          |
| 22,673                        | Best Buy Co., Inc.<br>(30)               | Joseph Joyce, SVP,<br>GC                                            | Robins, Kaplan                                                                                                                             | Robins, Kaplan                                                                                                                  | Robins, Kaplan                                             | Robins, Kaplan                                                                                                                            | Beck & Tysver;<br>Robins, Kaplan                                                                                                          |
| 22,646                        | Johnson Controls,<br>Inc. (25)           | John Kennedy,<br>SVP, GC, Sec'y                                     | Foley & Lardner;<br>Sachnoff & Weaver                                                                                                      | None                                                                                                                            | Foley & Lardner                                            | Foley & Lardner                                                                                                                           | Foley & Lardner                                                                                                                           |
| 22,635                        | BellSouth<br>Corporation (110)           | Marc Gary & J.<br>Alberto Gonzalez-<br>Pita, Acting GCs             | Alston & Bird;<br>Gordon Hargrove;<br>Holland & Knight;<br>Kilpatrick Stockton;<br>Kirkland & Ellis;<br>Mayer, Brown;<br>Robbins, Russell* | Fried, Frank;<br>Kilpatrick Stockton;<br>Mayer, Brown                                                                           | Gibson, Dunn;<br>Hunton & Williams;<br>Kilpatrick Stockton | Constangy, Brooks;<br>Gordon Hargrove;<br>Kilpatrick Stockton;<br>Lehr Middlebrooks;<br>Maynard, Cooper;<br>Morgan, Lewis                 | Cantor Colburn;<br>Jones Day;<br>Kilpatrick Stockton;<br>Kirkpatrick & Lock-<br>hart, Merchant &<br>Gould; Myers Bigel;<br>Thomas, Kayden |
| 22,613                        | Ingram Micro Inc.<br>(18)                | Larry Boyd, SVP,<br>GC, Sec'y                                       | Bingham<br>McCutchen; Houser<br>& Allison                                                                                                  | Davis Polk                                                                                                                      | Davis Polk                                                 | Curiale Dellaverson;<br>Schroder, Joseph                                                                                                  | Knobbe, Martens                                                                                                                           |
| 22,487                        | FedEx Corporation<br>(109)               | Kenneth<br>Masterson, EVP,<br>GC, Sec'y                             | Cohen Mohr; Friday,<br>Eldredge; Lewis<br>Fisher; Spotswood                                                                                | Davis Polk; Steptoe<br>& Johnson                                                                                                | Davis Polk                                                 | None                                                                                                                                      | Baker & McKenzie                                                                                                                          |
| 22,486                        | Merck & Co., Inc.<br>(148)               | Kenneth Frazier,<br>SVP, GC                                         | None                                                                                                                                       | Covington &<br>Burling; Fried, Frank                                                                                            | Fried, Frank                                               | Morgan, Lewis;<br>Seyfarth Shaw                                                                                                           | Fitzpatrick, Cella;<br>Greenberg Traurig;<br>Howrey                                                                                       |
| 22,053                        | ConAgra Foods, Inc.                      | No legal<br>department                                              | N/A                                                                                                                                        | N/A                                                                                                                             | N/A                                                        | N/A                                                                                                                                       | N/A                                                                                                                                       |
| 21,808                        | HCA Inc. (43)                            | Robert Waterman,<br>SVP, GC                                         | Bass, Berry; Bowen,<br>Riley; Fowler, White;<br>Latham & Watkins;<br>Locke Liddell;<br>O'Melveny & Myers;<br>Vinson & Elkins               | Bass, Berry; Waller<br>Lansden                                                                                                  | Bass, Berry                                                | Baker & Hostetler;<br>Bell Nunnally;<br>Carlton Fields;<br>Constangy, Brooks;<br>Ford & Harrison;<br>Ogletree, Deakins;<br>Trenam, Kemker | Middleton<br>Reutlinger; Waddey<br>& Patterson                                                                                            |
| 21,728                        | Alcoa Inc. (75)                          | Lawrence Purtell,<br>EVP, GC                                        | Cleary, Gottlieb;<br>Cravath; Kirkpatrick<br>& Lockhart;<br>LeBoeuf, Lamb;<br>Skadden                                                      | Baker & McKenzie;<br>Cleary, Gottlieb;<br>Cravath; Crowell &<br>Moring; Kirkpatrick<br>& Lockhart;<br>LeBoeuf, Lamb;<br>Skadden | Cravath; Skadden                                           | LeBoeuf, Lamb                                                                                                                             | Cravath; Eckert<br>Seamans; LeBoeuf,<br>Lamb; Winston &<br>Strawn                                                                         |

WND = Will not disclose

\*The company provided more than seven firms in this practice area, but had to limit the number to adhere to our methodology.