



THE 2ND ANNUAL

Hotel & Lodging Legal Summit

THURSDAY & FRIDAY, OCTOBER 24-25, 2013

GEORGETOWN UNIVERSITY LAW CENTER, WASHINGTON, DC



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9.75 CLE credit hours (based on a 60-minute credit hour) including 1.25 hours of ethics / 11.70 CLE credit hours (based on a 50-minute credit hour), including 1.5 hours of ethics

Summit Schedule

Thursday, October 24

8:15–8:45 am

Registration & Continental Breakfast

Sponsored by Holland & Knight

8:45–9:00 am

Welcome & Overview

Lawrence J. Center

Assistant Dean for Academic Conferences and Continuing Legal Education, Georgetown Law

Katherine Lugar

President and Chief Executive Officer, American Hotel & Lodging Association

9:00–10:30 am

“Privacy Please!” An Overview of How Data Privacy Law Governs Hotels’ Collection and Use of Guests’ Information

Hotels collect a considerable amount of information from their guests for marketing purposes and to provide better customer service. Meanwhile, a body of data privacy laws has developed, which seeks to ensure that businesses collecting and using customers’ information do not infringe on customers’ privacy. Every hotel operator should understand data privacy laws regulating the collection and use of a guest’s information. This panel of data privacy experts will provide an overview of these laws and offer practical advice on maintaining compliance and responding to allegations of noncompliance.

Moderator

Chris Zoladz, Founder, Navigate LLC

Panelists

Harvey Kellman, Vice President & Assistant General Counsel, Marriott International, Inc.

Douglas H. Meal, Ropes & Gray LLP

Kevin Moriarty, U.S. Federal Trade Commission

Cynthia O’Donoghue, Reed Smith LLP

Kim E. Richman, Reese Richman LLP

10:30–11:00 am

Networking Break

Sponsored by Arent Fox LLP

11:00 am–12:00 pm

Current Legal Issues in Hotel Financing

Join this panel of experienced finance attorneys as they discuss and analyze the latest legal trends, developments, and case law impacting the financing of hotel developments in the United States. They will consider the viewpoints of owners, lenders, and brands. Topics will include the latest developments in cash management and lockbox usage, carve-outs to nonrecourse debt, the use of SNDAs, CMBS lender concerns, syndicated loans and multilender complications, issues in dealing with special servicers, and the financing of renovations and property improvement plans. Our experts will also address new debt and equity capital sources, including EB-5 and tax credits, mezzanine debt, and intercreditor arrangements.

Moderator

Christopher J. Hart, Locke Lord LLP

Panelists

David L. Buckley, Senior Vice President and Assistant General Counsel, Host Hotels & Resorts, Inc.

Gerard Leval, Arent Fox LLP

Susan Peter, Counsel, Real Estate, Hilton Worldwide, Inc.

Russell C. Savrann, Sandman Savrann

12:00–1:30 pm

Luncheon Address: The U.S. Travel Industry: A Washington Perspective

Sponsored by First American Title

Speaker:

Roger Dow, President & CEO, U.S. Travel Association

1:30–2:45 pm

Residential and Mixed-Use Projects: Lessons Learned from the Crash

The good, the bad, and the ugly: all apply to lessons learned from the market’s latest crash. This panel of specialized attorneys will focus on residential and mixed-use projects, and explore the vast array of issues, challenges, and successes raised by these complex developments before, during, and since the recession. Panelists reflecting both developer and operator perspectives will share their recent transaction experience and identify the challenges faced and solutions achieved. You will be able to take their tips back to your office and use them immediately.

Moderator

David M. Klein, Dentons

Panelists

Anne Bertsch, Vice President & Assistant General Counsel, Marriott International, Inc.

Margaret C. Egan, Senior Vice President & Associate Counsel, Hyatt Hotels Corporation

Lauren Giovannone, Paul Hastings LLP

Stuart M. Saft, Holland & Knight LLP

2:45–3:15 pm

Networking Break

Sponsored by Dentons

3:15–4:45 pm

Midnight Raid 2.0: Hotel Management Agreements Under Siege

The “midnight raid” technique for abrupt replacement of hotel management gained popularity last year. Case law has continued to develop since this topic was discussed at last year’s conference. The subject of owner termination-at-will and without notice or cause continues to be highly debated. During this session, you will receive an up-to-the-minute review of events that have transpired

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since last year. Our panelists will give you insights into current cases and consider the potential long-term implications of these cases on owners, managers, and the hospitality industry overall.

Moderator

Nelson F. Migdal, Greenberg Traurig LLP

Panelists

Terence P. Badour, Executive Vice President, Law & Administration, Fairmont Raffles Hotels International

David A. Handzo, Jenner & Block LLP

Michael C. Shindler, Executive Vice President – Hotels & Casinos, Hard Rock International

4:45–6:00 pm

Cocktail Reception Including Speed Networking

Sponsored by Locke Lord LLP

Friday, October 25

8:00–8:30 am

Continental Breakfast

Sponsored by Goodwin Procter LLP

8:30–9:45 am

Real Ethics of Hotel Country

Using audience-interactive technology and insights from ethics experts, this session will explore “real life” ethics scenarios actually encountered by hotel counsel. Can you avoid the divided loyalties that occur when an attorney employed by a parent company is asked to represent a subsidiary adverse to the parent? What attorney-client privilege attaches to a disgruntled employee’s communications sent from the company email? Can an attorney’s advice to the controlling member of a joint venture inadvertently become advice to the other members of the venture? Is there a limit on communications with a represented adverse party for an in-house attorney who fills a non-legal role? Explore these and other questions relevant to practice within the hotel industry, including applications of ABA Model Rules of Professional Conduct 1.6, 1.7, 1.8, 1.13, 4.2, and 4.3.

Moderator

Jared Gamer, Associate General Counsel, Americas, Carlson Rezidor Hotel Group



About the American Hotel & Lodging Association

Serving the hospitality industry for more than a century, AH&LA is the sole national association representing all sectors and stakeholders in the lodging industry, including individual hotel property members, hotel companies, students and faculty members, and industry suppliers. Headquartered in Washington, DC, AH&LA provides members with national advocacy on Capitol Hill, public relations and image management, education, research and information, and other value-added services to provide bottom-line savings and ensure a positive business climate for the lodging industry.



Panelists

Banks Brown, General Counsel, American Hotel & Lodging Association; McDermott, Will & Emery LLP

Michael L. Chapman, General Counsel, Holland & Knight LLP

Raymond E. LaDriere II, Deputy General Counsel, Locke Lord LLP

Michael W. Robinson, Member, Virginia State Bar Ethics Committee; Venable LLP

Kimberly Wachen, Chair, Hospitality Industry Practice Group, Arent Fox LLP

9:45–10:15 am

Networking Break

Sponsored by Venable LLP

10:15–11:30 am

CONCURRENT SESSIONS

Session A

Making Timeshare a Meaningful Component of Mixed-Use Hotel Projects: Opportunities and Issues

This panel, composed of seasoned timeshare and hotel practitioners (representing owners, operators, brands, and developers), will explore many of the unique issues that arise in the context of mixed-use hotel projects that include a timeshare component. The group will explore some of the differing perspectives on timeshare use and issues in structuring, developing, and operating these types of projects as well as benefits that a timeshare component can bring to a project. The goal of the panel is to provide lodging attorneys practical legal advice on timeshares and the structuring, development, operation, ownership, and financing of mixed-use hotel projects with timeshare components.

Moderator

James H. Hunter, Executive Vice President and General Counsel, Marriott Vacations Worldwide Corporation

Panelists

Andy Bullard, Vice President and Assistant General Counsel, Host Hotels & Resorts, Inc.

William C. Guthrie, Foley & Lardner LLP

Amy Sinelli, Vice President, Legal Department, Wyndham Vacation Resorts, Inc.

Rebecca Sloan, Senior Vice President & General Counsel, Hilton Grand Vacations Company, LLC

Session B

Labor & Employment Law

Panel 1: 10:15–10:50 am

Is It Time for Mandatory Arbitration Agreements with Class Action Waivers?

With an increase in class action lawsuits and recent pro-employee decisions by the U.S. Supreme Court, is it time to implement mandatory arbitration agreements with class action waivers for all employees? Panelists will provide an overview of the rising causes of action in employment law and debate whether general counsels should follow the lead of several prominent hospitality employers and implement mandatory arbitration agreements.

Moderator

Professor David Sherwyn, John and Melissa Ceriale Professor of Hospitality Human Resources, Cornell University School of Hotel Administration

Panelists

Gregg A. Gilman, Davis & Gilbert LLP

Carolyn D. Richmond, Fox Rothschild LLP

David B. Ritter, Barnes & Thornburg LLP

Panel 2: 10:50–11:30 am

Can the New Hilton Contract “Modernize” Union Hotels?

This year, UNITE HERE and Hilton Worldwide, Inc. reached a long-term collective bargaining agreement that will apply to employees at Hilton-managed hotels in six cities in North America. UNITE HERE is now using that contract as a prototype for other union agreements. What are the features of the Hilton contract that make it attractive or unattractive for employers? How have the several circuit opinions overturning NLRB rulings affected the law and employer behavior for union and non-union employers? Panelists will discuss the Hilton contract, debate its effect, and analyze the state of the NLRB and labor relations law in the Obama era.

Moderator

Professor David Sherwyn, John and Melissa Ceriale Professor of Hospitality Human Resources, Cornell University School of Hotel Administration

Panelists

Paul Ades, Senior Vice President of Labor Relations, Hilton Worldwide, Inc.

Greg Smith, Executive Vice President, People Services, Commune Hotels & Resorts

Paul E. Wagner, Stokes, Roberts & Wagner

11:35 am–12:35 pm

Unique Franchise Issues Arising in the Lodging Industry

Franchising in the lodging industry continues to grow in both volume and prominence.

From economy and select service properties in small towns in the United States to 3,000-room casino hotels and ultraluxury properties in commercial centers around the world, franchising touches virtually every segment of the industry. Many legal issues arise in hotel franchising that do not (or rarely) arise in franchising in other industries. This panel of experienced in-house and outside hospitality lawyers will focus on issues unique to franchising in the lodging industry, including managed-to-franchised “flips”; franchise disclosure challenges affecting sophisticated enterprises; vicarious liability issues; Americans with Disabilities Act compliance; Consumer Products Safety Commission actions and inquiries related to the Virginia Graeme Baker Pool & Spa Safety Act (VGBA); and challenges in international development, including diligence and disclosure.

Moderator

Nancy Gourley, Vice President, Franchise Legal, LaQuinta Inns & Suites

Panelists

Jane LaFranchi, Vice President & Assistant General Counsel, Marriott International, Inc.

Karen Satterlee, Vice President & Senior Counsel, Hilton Worldwide, Inc.

Chris Wallace, Vice President and Assistant General Counsel, Franchising, Choice Hotels International, Inc.

Will K. Woods, Baker Botts LLP

12:35–1:50 pm

Networking Lunch

Sponsored by Hogan Lovells

2:00–3:00 pm

CONCURRENT SESSIONS

Session A

Solving Those Tough Insurance Problems: Best Practices for In-House Counsel

Insurance is one of the most persistent and complex subjects confronting counsel within the hotel industry. However, most attorneys have received no technical training in this area. During this session, you will obtain proven strategies from risk-management and insurance experts. They will tackle two hypothetical insurance scenarios designed to present issues that frequently challenge hotel and lodging companies. Through an analysis of these fact patterns, you will learn to identify the risk-management challenges facing each party, including the insured, additional insureds, the insurer, and the broker. The panel will assess the best way to avoid the most common pitfalls and offer tips on best practices to resolve insurance-related issues in this industry. You will also receive up-to-the-minute pointers on new insurance coverages available to hospitality companies, including those for wage and hour, FCPA, and cyber-liability.

Moderator

Kathleen T. Barlow, Senior Vice President, Marsh, Inc.

Panelists

Hector A. Mastrapa, Vice President, Safety & Security-Americas, Marriott International, Inc.

Mary Helen Medina, Former Senior Vice President & General Counsel, Revel Entertainment Group, LLC

Mark E. Miller, Miller Friel, PLLC

Session B

Navigating Antitrust Issues Arising from the Online Distribution World

Today a significant percentage of hotel bookings are made through third-party-operated online travel agencies that concurrently serve multiple competing hotel brands. This panel will discuss current federal, state and EU antitrust laws pertaining to pricing and non-pricing contractual relationships in the online world, including the implications of “MFNs” and “Best Available Rate” pricing provisions.



About Georgetown Law CLE

Georgetown Law CLE has an established tradition with over 30 years of experience providing the legal community high-quality programs. Our programs are developed with the profession’s ever-changing needs in mind, while at the same time meeting the mandatory CLE requirements of various state bars. Located in the heart of the nation’s capital, we feature the country’s leading officials, judges, and practitioners.

Moderator

Ian Simmons, O'Melveny & Myers LLP

Panelists

Michael Martinez, Senior Vice President and Associate General Counsel, Dispute Resolution, Marriott International, Inc.

Hal J. Singer, PhD, Managing Director and Principal, Navigant Economics

Willard K. Tom, Former General Counsel, U.S. Federal Trade Commission; Partner, Morgan, Lewis & Bockius LLP

3:00–3:30 pm

Networking Break

Sponsored by Greenberg Traurig LLP

3:30–5:00 pm

General Counsels Roundtable

This panel, comprised of general counsels from leading hotel owners and brand companies, will discuss the most pressing legal issues confronting the hotel and lodging industry.

Moderator

Scott G. McLester, Executive Vice President and General Counsel, Wyndham Worldwide Corporation

Panelists

Michael W. Andrew Jr., General Counsel, Americas, Carlson Rezidor Hotel Group

Paula Maggio, Senior Vice President, Secretary & General Counsel, Strategic Hotels & Resorts, Inc.

Jonathan H. Yellen, Executive Vice President, General Counsel and Secretary, FelCor Lodging Trust

Simone Wu, Senior Vice President, General Counsel & Corporate Secretary, Choice Hotels International, Inc.

5:00 pm

Adjournment



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Laura B. Mutterperl, Starwood Hotels and Resorts Worldwide, Inc., White Plains, NY

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Rena Hozore Reiss, Hyatt Hotels Corporation, Chicago, IL

Edward A. Ryan, Marriott International, Inc., Bethesda, MD

Russell C. Savrann, Sandman Savrann PLLC, Guilford, CT

Steven W. Smith, InterContinental Hotels Group, Atlanta, GA

William J. Tennis, DiamondRock Hospitality Company, Bethesda, MD

Kimberly A. Wachen, Arent Fox LLP, Washington, DC

Simone Wu, Choice Hotels International, Inc., Silver Spring, MD

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Course Materials

As part of Georgetown Law's efforts to go green, all course materials will be provided to you by email prior to the program. Please note you will not receive a hard-copy book or CD-ROM including the materials. Additionally, there will not be a printer available onsite for printing. We encourage you to download the course materials and preprint any materials you would like to reference during the program. Please consider the environment before printing your materials.

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CLE Credits

Accreditation has been or will be requested for this program from states with mandatory Continuing Legal Education requirements for 9.75 CLE credits (based on a 60-minute hour), including 1.25 hours of ethics and 11.70 CLE credits (based on a 50-minute hour), including 1.5 hours of ethics. Georgetown University Law Center is an accredited CLE provider in most MCLE states. Georgetown Law CLE is a State Bar of California-approved MCLE provider. Some states require nominal accreditation fees. You will be asked to submit payment at the program's conclusion.

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Hotel & Lodging Legal Summit (October 24-25, 2013)

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Hotel & Lodging Legal Summit

13 Reasons Why You Should Attend

GEORGETOWN UNIVERSITY LAW CENTER, WASHINGTON, DC

1. Review relevant privacy statutes, receive practical tips on how to comply, and learn what to do when confronted with a noncompliance incident.

2. Discuss and analyze the latest legal trends, developments, and case law affecting the financing of hotel developments in the United States.

3. Explore the many challenges and successes raised by mixed-use projects before, during, and since the recession.

4. Receive an update on the case law and events related to “midnight raids” that have developed in the past year.

5. Examine “real life” ethics scenarios encountered by hotel counsel, then vote on your preferred response using audience polling technology.

6. Assess the most pressing legal issues confronting the timeshare industry from the perspectives of developers, owners, and operators.

7. Review the most popular causes of action arising in employment cases and debate the feasibility of mandatory arbitration agreements.

8. Consider the new Hilton collective bargaining agreement with UNITE HERE, debate its effect, and analyze the state of the NLRB and labor-relations law today.

9. Explore all sides of the many unique franchising issues arising in the lodging industry.

10. Obtain best practices in risk management and insurance, learning to avoid the most common pitfalls and learning from the successes of colleagues.

11. Discuss the state of federal, state, and EU antitrust law affecting pricing and non-pricing contractual relationships in the online hospitality world.

12. Listen and participate as general counsels from leading owner and brand companies analyze their most pressing issues and how to resolve them.

13. Network with colleagues from across North America and abroad and learn as much outside the “classroom” as you do inside.