



## 2016 Finance & Contract Administration Council

May 11-12  
Chicago, Illinois



Water & Wastewater Equipment  
Manufacturers Association  
540 Fort Evans Road, #304  
Leesburg, VA 20176-3379  
(703) 444-1777  
[www.wwema.org](http://www.wwema.org)



# Schedule of Events

## Tuesday, May 10

7:00 - 9:00 p.m.

### Networking Get Together at Stocks and Blondes

## Wednesday, May 11

8:30 - 9:00 a.m.

### Registration and Continental Breakfast

Law Offices of Barnes and Thornburg

9:00 - 9:15 a.m.

### Welcome and Introductions

9:15 - 11:30 a.m.

### Negotiating Skills

Alan Fishel

Attorney and negotiations trainer Alan Fishel is a top-rated speaker at the F&CA Council events. In this year's highly interactive session, he will share proven negotiation tactics and lead teams through an exercise where they will put those skills and techniques to use.



**Alan Fishel** is a Partner at Arent Fox, Washington, D.C. He practices regularly in front of the Federal Communications Commission and is nationally recognized for his advocacy and transactional skills. He also provides seminars to in-house counsel, including for a chapter of the American Association of Corporate Counsel, regarding how to most effectively negotiate agreements.

11:30 a.m. - 12:15 p.m.

### Joint Ventures

Jeff Gray and Paul Olszowka

Attorneys Jeff Gray and Paul Olszowka will discuss potential legal pitfalls when forming joint ventures. If your company is considering teaming up with partnering manufacturers, contractors, or other entities to form a joint venture or to put together a bidding team, you'll want to understand the ramifications of issues such as antitrust, control, revenue sharing, taxes, and more.



**Jeff Gray** is a Partner in Barnes & Thornburg LLP's Chicago office and a member of the firm's Corporate Department. He assists clients with all aspects of asset, stock, merger, and reorganization transactions, and coordination of property acquisition, development, and divestiture. In addition, he negotiates and drafts construction, architectural, acquisition, lease, joint

venture, and divestiture agreements for real estate development and investment transactions.



**Paul Olszowka** is a Partner in Barnes & Thornburg LLP's Chicago office and is a member of the firm's Litigation Department as well as its Antitrust, Commercial Litigation, and Electronic Discovery practice groups. He has substantial experience in antitrust and commercial litigation, internal investigations, and document management. In addition to his client work, he is an adjunct law professor for both Northwestern University and DePaul University, where he teaches trial practice and commercial contract counseling.

12:15 - 1:15 p.m.

### Networking Lunch

1:15 - 3:15 p.m.

### Panel Discussion: Terms and Conditions

Panelists: Jeff Mayou, Jim Brown, Phil Beck

Our panel will take an in-depth look at some of the most contentious terms and conditions for water and wastewater projects, sharing why and how each party approaches them as they do.



**Jeff Mayou** has been the Operator-in-Charge for the City of Peshtigo (Wisconsin) Wastewater Facility since January 2014. He also is Lead Laboratory Technician, operating and maintaining compliance as a licensed State of Wisconsin Registered Laboratory. Jeff also serves in the same manner at the Village of Wausaukee's Wastewater Treatment Plant. Prior to his employment with the City of Peshtigo, he previously held the position of Lead Wastewater Laboratory Technician/Industrial Pretreatment Coordinator for the City of Marinette for 25 years. In 2013, he was nominated by the State of Wisconsin for Registered Laboratory of the Year by his Laboratory Auditor.



**Jim Brown** is Corporate Counsel for SUEZ environnement Treatment Solutions. He is active with ConsensusDocs and is a member of the Finance & Contract Administration Council Planning Committee. He received his bachelor's degree in general engineering from the U.S. Military Academy at West Point and his juris doctorate from George Mason University School of Law.



**Phil Beck** is a Partner in the Atlanta, Georgia, office of Smith, Currie & Hancock LLP, with a practice focusing on construction law, government contracts, and commercial litigation. He has represented contractors, owners, and manufacturers. A member of the Associated General Contractors of America (AGC) Board of Governors, he is a Past Chairman of that organization's Service and Supply Council and a past member of its Executive Board. He currently serves as the Immediate Past Chairman of the AGC Contract Documents Forum.

3:15 - 3:30 p.m.

### Break

3:30 - 4:15 p.m.

### CMAR: What It Means for Manufacturers

*Phil Beck*

More and more frequently, water and wastewater projects are being completed using the Construction Manager at Risk (CMAR) delivery method. This typically entails a commitment by the construction manager to deliver the project within a guaranteed maximum price. In this session, attorney Phil Beck will examine how this trend can affect project management, equipment purchasing decisions, bid processes, risk allocation, contracts, and more.

4:15 - 5:00 p.m.

### Facilitated Discussion:

#### “How Does Your Company Handle This?”

At this event, you'll be surrounded by colleagues who face the same daily questions and challenges as you. We'll take advantage of this braintrust with a facilitated discussion on how people handle specific aspects of their jobs and the many tough decisions that must be made each day. Bring your questions, as well as any contract language that you and your team struggle with!

5:30 - 7:00 p.m.

### Dinner: Lloyd's Chicago

*Included with your registration.*

## Thursday, May 12

9:00 a.m. - 12:00 noon

### “Mistakes Were Made”

*Mike Zito, Mark Anstoetter, Paul Williams*

You be the jury! Attorney Mike Zito and his colleagues from Shook, Hardy & Bacon will stage a mock trial where you will have the opportunity to determine who is at fault in a breach of contract lawsuit involving warranty disputes. Among the factors you'll be asked to consider: What constitutes the contract? Which forms are valid and binding? What about verbal and e-mail exchanges, both pre- and post-agreement? Is the claim actually covered

by the warranty? And can there also be a claim for late delivery of conforming goods?



**Mike Zito** is a Partner in the Business Litigation and Corporate Services Division at the Washington, D.C., office of Shook, Hardy & Bacon. He manages the firm's commercial receivables litigation group, which provides clients with a centralized management system for financial recovery actions. He has expertise in complex commercial litigation, asset investigation and judgment enforcement, strategic litigation management, and alternative fee arrangements; counterclaim defense; and bankruptcy proceedings. He was named a “Client Service All-Star” in the 2014 *BTI Client Service All-Star Team for Law Firms*.



**Mark Anstoetter** is a Partner at the Kansas City office of Shook, Hardy & Bacon and serves as lead counsel in defending against citizen group and government enforcement actions under federal and state environmental statutes, including the Clean Air Act, Clean Water Act, and the Comprehensive Environmental Response, Compensation and Liability Act. In this capacity, he has successfully litigated and resolved environmental enforcement matters in state and federal court as well as with the Environmental Protection Agency, Department of Justice, and state agencies. He holds a bachelor of science in engineering and worked as an engineer for a gas and electric utility company for seven years prior to his legal career.



**Paul Williams** is a Partner at the Kansas City and Denver offices of Shook, Hardy & Bacon and focuses his trial practice on complex litigation and trial practice management. He has extensive experience representing companies in numerous industries in cases involving commercial, product liability, and injury claims in individual, multi-plaintiff, and class action litigation. He also counsels clients on product safety and minimizing risk and exposure in claims and litigation. In addition, he advises clients regarding Consumer Product Safety Commission issues and product recalls.



## 2016 Finance & Contract Administration Council Planning Committee

**Jim Brown**

*SUEZ environnement Treatment Solutions*

**Susan Button**

*Xylem Inc.*

**Jon Forrest**

*Fortech Inc.*

**Brian Harrell**

*Hydro International*

**Charles Jenkins**

*Heyward Inc.*

**Deb Heasley**

*Aqua-Aerobic Systems*

**Dean LaFleur**

*Xylem Inc.*

**Cathy Ross**

*Xylem Inc.*

## Meeting Locations

**Barnes & Thornburg**

*Educational Sessions*

1 N. Wacker Dr., Ste. 4400  
Chicago, IL 60606

**La Quinta Inn & Suites**

*Hotel*

1 South Franklin  
Chicago, IL 60606

**Stocks and Blondes**

*Tuesday Get-Together*

40 N Wells St.  
Chicago, IL 60606

**Lloyd's of Chicago**

*Wednesday Dinner*

1 S. Wacker Dr.  
Chicago, IL 60606

## WWEMA Antitrust Policy

The WWEMA Board of Directors has made clear its unequivocal support for the policy of competition served by the antitrust laws, as well as its uncompromising intent to comply strictly in all respects with those laws. To that end, the following will not be discussed at meetings:

- Current or future prices.
- What constitutes a "fair" profit level.
- Possible increases or decreases in prices.
- Standardization or stabilization of prices.
- Pricing procedures.
- Cash discounts.
- Credit terms.
- Control of sales.
- Allocation of markets or geographical division of markets.
- Refusal to deal with a corporation because of its pricing or distribution practices.
- Whether or not the pricing practices of any industry member are unethical or constitute an unfair trade practice.
- Plans to bid or refrain from bidding or submit pricing to bidders on future public projects.

Compliance with these guidelines involves not only avoidance of antitrust violation, but avoidance of any behavior which might be considered improper. Antitrust laws are complex and far reaching. This statement is not a complete summary of all applicable laws. It is intended to highlight and emphasize certain basic precautions designed to avoid antitrust problems.

In case of doubt, seek the guidance of staff, management, or the organization's counsel or your own corporate counsel should antitrust questions arise.