

**Capital Area Chapter  
National Association of Corporate Directors**

***The Role of the Board in a Fraud Investigation***

**PANELISTS :**

**John Olson, Gibson, Dunn & Crutcher LLP  
Richard Haynes, FTI Consulting  
Suzanne Hopgood, NACD Board Advisory Services**

According to the *2008 Report to the Nation on Occupational Fraud and Abuse*, U.S. organizations lost an estimated 7% of their annual revenues to fraud. [http://www.acfe.com/documents/2008-rttn.pdf.] When allegations of fraud surface, many important decisions are made in the early days which affect the outcome. This panel will discuss the board's role in a fraud investigation, from the initial allegation to the conclusion of the investigation, including dealing with various regulators. The panel will help you understand what to do when the fraud alarm bell goes off, as well as how to navigate the "mine fields" of a fraud investigation. Our panelists will provide you with real world experience and expertise from their own unique perspectives:

- Board Member/Officer: Suzanne Hopgood – Director, NACD Board Advisory Services
- Forensic Accountant: Richard Haynes – senior managing director, FTI Consulting
- Legal expert: John Olson – partner, Gibson Dunn & Crutcher LLP

**When:** **Tuesday, February 10th, 2009 ~ 5:30 to 8:30 pm**  
**5:30 to 6:15 p.m.: Arrival and registration**  
**6:15 to 7:30 p.m.: Program**  
**7:30 to 8:30 p.m.: Reception**

**Where:** **The Capital Hilton**  
**1001 – 16<sup>th</sup> Street, NW**  
**(16<sup>th</sup> & K Streets, NW)**  
**Washington, DC 20036**  
**(202) 393-1000**

**Fees:** **\$50 NACD Members**  
**\$60 Non-members**

[Click here for Background on our distinguished panel members.](#)

## John F. Olson – Partner, Gibson Dunn & Crutcher LLP



John F. Olson, a 1964 honors graduate of the Harvard Law School, is a founding partner of of Gibson, Dunn & Crutcher's Washington, DC office. Mr. Olson has extensive experience representing organizations in matters of corporate governance, corporate securities, corporate finance, and mergers and acquisitions. He has acted as special counsel for boards of directors and board committees on governance issues and in assessing shareholder litigation, responding to business combination proposals and conducting internal investigations. He also has represented corporations, broker-dealer firms and individuals in defense of Securities and Exchange Commission and other governmental investigations

In the American Bar Association (ABA), Mr. Olson served for five years (2000 - 2005) as Chairman of the Business Law Section's Committee on Corporate Governance, and was also a member of the Presidential Task Force on Corporate Responsibility, appointed by the President of the ABA. Previously, he was Chairman of the ABA's Committee on Federal Regulation of Securities (1991-1995.) He is a member of the Executive Council of the Securities Committee of the Federal Bar Association.

Mr. Olson has been named by the International Financial Law Review as a Leading Lawyer in US Mergers & Acquisitions. He is also ranked one of the top four securities advisory attorneys in the District of Columbia by Chambers USA America's Leading Business Lawyers 2006. In 2005, he was named one of the 500 leading lawyers in America by Lawdragon and as one of the leading corporate governance practitioners in the world by both Legal Media Group and Who's Who Legal. He has been listed in the guide The Best Lawyers in America for corporate and securities work for more than twenty-five years. In 2004, Mr. Olson was identified by *Legal Times* as one of the "10 Leading Securities Attorneys" in Washington, D.C.

In addition to his law practice, Mr. Olson serves as Distinguished Visiting Professor from Practice at Georgetown University Law Center, teaching two seminar courses. He previously taught at Northwestern and Cornell Law Schools.

**Richard J. Haynes, CPA, CFE, CFF – Senior Managing Director, FTI Consulting**



Richard Haynes is a Senior Managing Director in the FTI Forensic and Litigation Consulting practice, based in Washington, DC. Mr. Haynes has over 20 years of investigative, accounting, auditing, and consulting experience including more than four years in the Enforcement Division of the Securities and Exchange Commission (SEC). His areas of expertise include internal and independent investigations, SEC enforcement proceedings, and financial reporting issues.

Mr. Haynes focuses on working with outside counsel in representing boards of directors and special committees on fact-finding investigations involving areas of complex accounting and SEC reporting issues. He also assists counsel representing individuals and corporations enmeshed in SEC enforcement proceedings and other accounting and financial reporting disputes.

While at the SEC, Mr. Haynes conducted numerous investigations of alleged financial statement reporting and disclosure violations. His responsibilities included critical evaluation of investigatory evidence used in making recommendations to the Commission. He also evaluated audits for compliance with generally accepted auditing standards. In addition, he has expertise with respect to actions brought against accounting and auditing professionals pursuant to Rule 102(e) of the SEC's Rules of Practice.

**Suzanne M. Hopgood – Director, NACD Board Advisory Services**



Suzanne Hopgood is Director of Board Advisory Services of the National Association of Corporate Directors, the only not-for-profit membership organization dedicated exclusively to serving the corporate governance needs of directors and boards. Ms. Hopgood has served on the board of nine companies, five of which are public companies and as Chairman of the Board of two. She is the President and CEO of The Hopgood Group, LLC, a business consulting firm she founded in 1985. She has also served as CEO of both public and private companies, and she is a Financial Expert.

She has assisted a variety of companies in facing difficult business, financial and legal challenges and crises, serving at various times as CEO, as chairman of the board, as chair of public company executive, nominating, governance, and audit committees as well as a member of strategic planning, compensation, and CEO search committees. She has served on the board of an Italian company and currently serves as Chair of Nominating & Governance of Acadia Realty Trust (NYSE: AKR). She previously served on the board of Point Blank Solutions, Inc (PBSO.pk), a global leader in the design, manufacture, and distribution of high performance body armor. She has twice served as a member of board slates elected in proxy contests initiated by institutional investors.

Ms. Hopgood, a member of the teaching faculty of the National Association of Corporate Directors, is an NACD Certified Director, and an active educator, facilitator and mediator for boards of a wide variety of public and private companies on behalf of the NACD. She is a frequent writer and speaker on corporate governance issues, and co-authored the award-winning *Board Leadership for the Company in Crisis*.

Prior to founding The Hopgood Group, LLC, Ms Hopgood was responsible for a \$1 billion equity real estate portfolio for Aetna Realty Investors, a subsidiary of Aetna. She has a B.S. degree in business administration.