

■ DIRECTORS' OVERSIGHT, FIDUCIARY DUTIES AND LIABILITY ISSUES

Bracewell advises senior executives and boards of directors on corporate compliance programs, director and officer liability insurance, records retention and destruction policies, conflict of interest standards, auditor independence, and accuracy and completeness of proxies and other financial filings. We provide effective counsel in all areas of fiduciary duty and corporate compliance, including:

- Operational concerns such as responses to takeover proposals and structuring of executive compensation programs
- Implementation of internal reporting controls that comply with the Sarbanes-Oxley Act, Foreign Corrupt Practices Act, USA Patriot Act, and similar statutes
- Review of corporate policies
- Internal investigations regarding allegations of misconduct or breach of fiduciary duty.