



## **CORPORATE GOVERNANCE AND SARBANES-OXLEY**

# **Supply And Demand**

Corporate governance evolves over the life of an enterprise. We help public companies, family businesses, high-growth companies and nonprofits navigate the legal and fiduciary obligations and rights of their varied constituents - and we'll work together to tailor solutions that provide clear lines of authority and accountability for the best possible management decisions.

We advise on such issues as:

- Director Independence
- Codes of Ethics
- Board Committee Charters
- Whistleblowers
- Executive Compensation
- Conflicts of Interest
- Fiduciary Duties
- Director Nominations and Elections
- Accounting Errors or Irregularities
- Disclosure Controls, Policies and Procedures
- Shareholder Rights and Communications

We have worked with many public companies to implement the governance standards for exchange-listed companies as they have evolved under Sarbanes-Oxley and continue to assist them on changes as they relate to market pressures and new regulations. The same knowledge base is used by our attorneys to assist private companies and nonprofits in developing the best practices that are appropriate for them.

## **Why Barnes & Thornburg?**

Finding new ways to help clients identify solutions and new business opportunities, across industries, is at our core. We are, at times, more than lawyers, we are advisers bringing new ideas to light. We understand what keeps you up at night and work collaboratively to find practical and creative solutions, at the heart of business.

## **RELATED PRACTICES**

Financial Services

Critical governance issues often arise in the midst of major corporate transactions, mergers, tender offers and contests for control. We are experienced advising boards on measures they can implement to protect their company's best interest in such circumstances. Likewise, we regularly advise board committees on matters in which management or other directors may have conflicting interests.

## **Practice Leaders**



**Anne N.  
DePrez**

Of Counsel  
(Retired)

P 317-231-7264



**Bradley J.  
Frank**

Partner

P 612-367-8720

F 612-333-6798



**Curt W.  
Hidde**

Partner

P 317-231-7707

F 317-231-7433



**David A.  
Flanigan, Jr.**

Partner

P 404-264-4020

F 404-264-4033



**David  
Gotlieb**

Partner

P 612-367-8789

F 612-333-6798



**David P.  
Hooper**

Partner

P 317-231-7333

F 317-231-7433



**Eric R. Moy**

Partner

P 317-231-7298

F 317-231-7433



**Glenn E.  
Killoren**

Of Counsel  
(Retired)

P 574-296-2549

F 574-296-2535



**Joshua P.  
Hollingsworth**

Partner

P 317-261-7854

F 317-231-7433



**Leslie J.  
Weiss**

Of Counsel  
(Retired)

P 312-214-4864



**Patrick  
Miles, Jr.**

Partner

P 616-742-3939

F 616-742-3999



**Robert R.  
Stead**

Partner

P 616-742-3995

F 616-742-3999



**Timo  
Rehbock**

Partner

P 312-214-4592  
F 312-759-5646