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Welcome old and new friends to the first edition of LockedIn – the Firm’s alumni newsletter – since the merger of Locke Lord and Edwards Wildman back in January. It’s been an exciting 10 months since we officially combined the two firms, so there’s a good bit of information in the following pages that will bring you up to date on many of the happenings at Locke Lord.

In this edition of LockedIn, we provide you with an overview of how the merger has enhanced and broadened our client service capabilities: more offices – particularly in New England; more lawyers in key practice areas; and a larger global footprint. The spirit of collaboration through stronger practice areas and offices infused the Firm even before we were officially merged.

We also recount Morristown, N.J. Partner Paulette Brown becoming President of the American Bar Association. It’s a richly deserved honor for Paulette. In media interviews since her inauguration, Paulette makes it clear she plans to promote diversity and inclusion in the profession through a newly created Commission on Diversity and Inclusion 360, which will review and analyze diversity not only in the legal profession, but the judicial system and the ABA during her 12-month term in office.

In an alumni Q&A feature, we interview Joseph Maher Jr., General Counsel of Steward Health Care System, about the health care industry and his time with the Firm. Joe previously served as the Partner-in-Charge of Edwards & Angell’s (a Locke Lord predecessor firm) Boston office and also chaired the Firm’s Health Care and Governmental Affairs practices. And through his role as GC at Steward, Joe continues to work with Firm lawyers on a variety of matters.

We also share with you a brief conversation with Bruce LaBoon – one of the Firm’s guiding lights in its formative years and a named Partner for many of those years – who celebrates 50 years with the Firm this year, who still plays an important role for us as a practicing lawyer, and who I continue to turn to for sage advice.

You can also read about a CLE program launched in Houston this spring – Managing Financial Distress in the Energy Sector – and presented in Boston this summer. It has earned rave reviews, which means it could be reproduced in other key markets in 2016.

Finally, to showcase how the Firm is committed to contributing significantly to the communities in which we live and work, there is a brief review of what many of our offices are doing in the way of charitable, volunteer or community service efforts.

As this issue of LockedIn shows, there is great energy at Locke Lord today, and we invite you to follow us as we continue to build for the future. Our latest happenings are available on LinkedIn – either the Firm or Alumni pages – and on Twitter. All of our announcements, QuickStudy articles and other topics are posted frequently to these social media sites.

Please keep in touch. Send us your story ideas and let us know where your career is taking you.

Until the next issue of LockedIn, take care.

Jerry Clements
Locke Lord Firm Chair

As oil prices dropped during the past year, Locke Lord lawyers pulled together a comprehensive CLE program for energy sector clients that focused on how to deal with the changing financial dynamics in the industry.

The CLE “Financial Distress in the Energy Sector” premiered in Houston in March to a crowded conference room and went on the road to Boston in late July where it received strong reviews. The program covers many of the complex issues companies immersed in the energy sector face today particularly on the mergers and acquisitions, private equity, bankruptcy and tax fronts.

Bill Swanstrom, Co-Chair of Locke Lord’s Energy Practice and Vice Chair of the Firm, noted in his Boston presentation, that there are signs of an increase in “seller capitulation” – an uptick in bankruptcy filings, increased concerns about liquidity and access to capital, continued pricing pressure – that are motivating potential sellers to unload assets or businesses in order to pay down debt and increase liquidity.

Coverage of the Houston and Boston events is available at LockeLord.com/newsandevents and features Q&As with Bill and Matt McTygue, Managing Partner of the Boston office; Boston Partner Karl Fryzel, who Co-Chairs the Firm’s Tax Department; and Partners Rick Kuebel (New Orleans) and Jonathan Young (Boston) who deal with bankruptcy issues on a daily basis.
A Deep Rooted History, A Strong Merged Future

A product of many successful mergers, the Locke Lord that exists today is only successful because of our long and rich history dating back to 1887 when Storey Thorndike & Hoar opened in Boston (later becoming Palmer & Dodge); 1891 when Maurice Locke started practicing law in Dallas; 1894 when Edwards & Angell began in Providence, R.I.; 1914 when Donald Richberg, Harold Ickes and John Lord formed the basis of our Chicago office; and in 1916 when the Houston office opened as Huggins & Kayser.

The point being that while we always look forward, we never forget from where we came. And we are grateful for our alumni who have played such an important part of our Firms and who have helped us maintain our culture.

When Locke Lord and Edwards Wildman merged in January 2015, we created a Firm with 23 cities around the world with a combined history of more than 125 years. This merger transforms Locke Lord into a stronger Firm with a broader legal platform and enhanced client service opportunities, and makes us a middle market leader.

We advise clients in strategic national and international markets across a broad spectrum of industries including energy, insurance and reinsurance, private equity, telecommunications, technology, real estate, financial services, health care and life sciences, while providing a wealth of experience through its complex litigation, regulatory, intellectual property and fund formation teams.

Leveraging this expanded platform, Locke Lord lawyers also have enhanced capabilities across practice areas and offices to counsel clients on high-profile deals. Through September, Firm lawyers were involved in transactions valued at more than $23 billion, including the following deals:

- Provided legal counsel for the Conflicts Committee of Crestwood Equity Partners LP in the merger of Crestwood Equity Partners with Crestwood Midstream Partners LP into a single publicly-traded partnership on May 6, 2015. Crestwood Equity purchased Crestwood Midstream for $3.5 billion. The merger had an enterprise value of $7.5 billion and closed on September 30, 2015. The Locke Lord team included Bill Swanstrom, David Taylor, Michelle Earley and Vince Cangolosi.

- Provided counsel to Enterprise Products Operating, LLC in its $2.15 billion purchase of the EFS Midstream, the Eagle Ford Shale midstream business of Pioneer Natural Resources Company and Reliance Holding USA, Inc. The transaction is still subject to regulatory approvals and normal closing adjustments. The deal was announced on June 1, 2015 and closed on July 8, 2015. The team of Locke Lord lawyers was led by Terry Radney and included Joe Perillo, Dale Smith, Hunter Summerford and Walker Clarke.

- Provided legal counsel to NextEra Energy Partners, LP on its $2.1 billion acquisition of NET Midstream, a private company that owns long-term contracted gas pipelines in Texas, including pipelines running to the Mexican border. The team of Locke Lord lawyers were led by Bill Swanstrom, Greg Hill and Scott Arrington.

- Served as counsel to Great Hill Partners, the private equity sponsor, in the sale of Latisys Holdings LLC to fiber networker Zayo Holdings, LLC for $675 million. The deal closed on February 24, 2015. A team of Stephen Meredith, Michael Newquist, Robert Baute, Karl Fryzel, Ben Ferrucci and David Rodgers represented Great Hill in the deal.

- Represented Firestone Financial Corp. in a definitive agreement for it to be acquired by Berkshire Hills Bancorp, Inc. and operated as a subsidiary of Berkshire Bank. The Locke Lord team representing Firestone Financial included John Whitlock, Chris Graham, Gene McDermott and Michael Serra, with assistance from Karl Fryzel, Ben Ferrucci and Rebecca Melaas.

The merger also brought about the elevation of the Firm’s highly-regarded global Tax Practice into our fifth Firm-wide department with Partners Mitch Tiras (Houston) and Karl Fryzel (Boston) named as Co-Chairs. Tax joins the Firm’s well-established Corporate, Intellectual Property, Litigation and Real Estate departments, offering clients the type of world-class service on key transactions and matters expected of an international firm such as Locke Lord.

With a greatly expanded domestic and international footprint, Locke Lord has an extremely well-recognized Texas and Northeast presence – two critical U.S. markets – and provides stronger offices in the Midwest, California, the Southeast, Asia and London.

And Locke Lord now has four international offices outside of the United States.

- London – London offers strong capabilities in the areas of asset finance, leasing and consumer finance, banking and finance, intellectual property, restructuring and insolvency, capital markets, corporate M&A, commercial litigation, dispute resolution, energy, employment and immigration, real estate, and insurance and reinsurance.

- Hong Kong – The Hong Kong office has a strong Corporate Finance team capable of handling a wide range of foreign direct investments, mergers and acquisitions, IPOs and secondary offerings, corporate takeovers and restructurings, private equity and venture capital investments. Additional capabilities include international dispute resolution, banking and finance, energy and projects, and employment.

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On August 4, 2015, Locke Lord Partner Paulette Brown was installed as the American Bar Association (ABA) President for the next year. Throughout her legal career, Paulette has spoken out on eliminating bias in the U.S. legal system and for fighting against subtle racism, discrimination and small slights known as “micro-inequities.”

As ABA President, Paulette is promoting diversity and inclusion in the profession through a newly created Commission on Diversity and Inclusion 360, which will review and analyze diversity not only in the legal profession, but the judicial system and the ABA with the objective of developing sustainable action plans.

Paulette is the first woman of color elected to the top post in the organization’s 136-year history. In 2005, she joined the Firm as a Labor and Employment Partner based in New Jersey. A member of the American Law Institute, Paulette focuses her practice on all facets of labor and employment and commercial litigation. In addition, she serves as Co-Chair of Locke Lord’s Diversity & Inclusion Committee, which is dedicated to the recruitment, retention and promotion of lawyers of varying ethnicities, races, genders, sexual orientations, languages, nationalities and religions.

As ABA President, Paulette recently spearheaded a new signature event, “And Justice for All: An ABA Day of Service,” designed to enhance and expand local efforts to increase meaningful pro bono service to low income individuals and groups. Locke Lord lawyers are pleased to participate in pro bono activities around the Firm in support of this initiative. Paulette encourages all lawyers to use social media and post pictures while engaged in the act of helping someone. Volunteers can also start tweets with @brown4lawyers.

“I look forward to leveraging the power of the nearly 400,000 ABA members to promote full and equal diversity and to end bias in the legal profession and the justice system.

A trio of Locke Lord lawyers are playing a leading role in shaping the legal profession locally, statewide and nationally through their leadership roles in their respective Bar associations. In addition to Paulette, Brad Weber, co-leader of Locke Lord’s Antitrust practice, serves as president of the Dallas Bar Association for 2015 and Corporate Partner Frank Stevenson will serve as president of the State Bar of Texas from June 2016 to June 2017. According to Frank, these intersecting presidencies offer a unique opportunity “to share best practices regarding the critical issues facing the profession, including advancing diversity, adapting to new technology and ensuring access to justice for all citizens.”

Paulette wants to find ways to interest young people in the legal profession. This effort includes meeting with children at Boys & Girls Clubs around the country. She launched that effort during her term as President-Elect and met with children at the James Jordan Boys & Girls Club in Chicago during the ABA’s Annual Meeting.
Joseph Maher, Jr. is the Executive Vice President and General Counsel of Steward Health Care System LLC. Previously, he served as the Partner-In-Charge of Edwards & Angell’s (a Locke Lord predecessor firm) Boston office and also chaired the Firm’s Health Care Practice and Governmental Affairs Practice. Joe was one of the first lawyers to join Edwards & Angell’s Boston office, arriving in 1987. He left for a brief time, returning to become a Partner at Edwards Angell Palmer & Dodge.

In 2008, Joe joined Steward, a community-based accountable care organization that offers a full range of health care services to patients in Massachusetts. Steward has 3,000 physicians, 10 hospital campuses, 30 affiliated urgent care providers, six ambulatory surgery centers, home care, hospice and other services. The system earns nearly $2.5 billion in net patient service revenues and serves more than one million patients annually in more than 150 communities.

Joe has been a key member of the executive team which has steered Steward during its growth. He oversees the day in and day out legal work, including the offshore captive insurance company, governmental affairs and outside counsel.

In addition to his achievements at Steward, Joe has played an important role in many of Boston’s largest hospital merger transactions and has been active in the creation of many hospital-physician ventures. And through his role as EVP and GC at Steward, Joe works with Locke Lord lawyers on a variety of matters, including corporate transactions, health care legislation and regulatory matters, litigation, real estate, employee benefits and government relations.

**Q: How did you become interested in the health care industry?**

**A:** In 1987, I was asked to join the board of University Hospital (now Boston Medical Center) by then-Gov. Dukakis. At the same time, I was also asked to join the board of Faulkner Hospital, a community hospital, because I was active in neighboring West Roxbury. This was my first glimpse into health care and within the next three years I became Vice Chair of both boards. I found that health care is like many other businesses and that my background in tax-exempt, corporate and real estate work prepared me well. Health care was growing and there were many opportunities – it was intellectually stimulating.

**Q: What changes do you think are in store for the health care industry in 10 years? 20?**

**A:** ACOs will play a much larger role in managing care. Neither the federal nor the state government manages Medicare or Medicaid well – it is more expensive, not necessarily better patient care and fraught with fraud. For example, a Medicare patient might not have a primary care physician, so when they wake up and their head hurts, they may call a specialist. The specialist then orders an MRI or a CAT scan. They’ve spent a lot of money to find out it’s a migraine.

**Q: How did your time at Edwards & Angell contribute to your success?**

**A:** Edwards & Angell provided me with the opportunity to become engaged in various internal and external initiatives. As the Firm and its practices grew, it allowed me to re-focus and do more. The Firm always had a strong feeling about community service. Interacting with various subject experts over the years made me smarter. It’s always been a great Firm – collegial, a really great group of people, and its reputation continues to grow.

**Q: What accomplishment are you most proud of during your time at Steward?**

**A:** Steward has demonstrated how managing care can be user-friendly and cost-effective with good results. Our hospitals are economic engines located in underserved neighborhoods. We prove that world class care can be delivered locally. Other Massachusetts hospital systems are borrowing from Steward’s model, recognizing that it makes sense.

**Q: Who do you continue to stay in touch with at Locke Lord?**

**A:** I spend a lot of time talking with Jed Hendrick (Boston Corporate Partner and Co-Chair of the Public Law and Governmental Affairs Group) and Dave Szabo (Boston Partner and Co-Chair of Locke Lord’s Health Care Practice). The Government Relations team that recently came on board includes Emmet Hayes (President of the Firm’s Public Policy Group), who I’ve known for years. Steve Meredith (Boston Private Equity Partner), John Houlihan (Boston Partner and Co-Chair of
Bruce LaBoon: Former Named Partner Celebrates 50 Years at Locke Lord

It’s probably an understatement to say that Houstonian and now Austonian Bruce LaBoon’s career at Locke Lord has been one of the most interesting of anyone in his peer group. He recently celebrated 50 years with the Firm during which time he was a named Partner of a predecessor firm (Liddell Sapp Zivley Hill & LaBoon) and managed mergers that made business and legal history.

- He led the negotiations for then Texas Commerce Bancshares, Inc. when it merged in 1986 with New York-based Chemical Bank for $1.2 billion; the first step in creating today’s JPMorgan Chase financial institution.
- He was the Partner who hammered out the details that brought together Liddell Sapp Zivley Hill & LaBoon and Locke Purnell Rain Harrell in 1999, which was recognized as the largest merger in U.S. history at the time. Locke Purnell was represented by Dallas’ Harriet Miers, Managing Partner of the that firm. The two lawyers forged not only a strong and growing law firm but a lasting friendship.
- And, more recently, Bruce represented the Board of Directors of Travelocity – working with Don Glendenning and others in the Firm’s Dallas office to obtain a fair price for the outstanding shares of Travelocity from the online airline seat reservation system owned and operated by SABRE Holdings, an affiliate of American Airlines.

During a brief conversation with Bruce, he reminisced about a few of the people he represented, his mentors in law and business, and how the legal profession has changed over the past half century.

“Handling estate issues was one of my major practice areas. A very interesting estate matter was that of Howard Hughes, yes, the real Howard Hughes. Our Firm represented the three largest creditors in this huge estate, one of which was Texas Commerce Bank. The legal domicile of the estate was a hotly contested issue. We had to take part in estate administration in Nevada, Texas and Delaware. He was a very interesting man and the negotiations involved a very interesting group of players. It was, of course, ultimately determined that he left no will, which resulted in his numerous heirs fighting often.”

“Candace Mossler was a well-known Houstonian who at one time was accused of killing her first husband. Her estate was very large, involving ownership of three banks. She had six children and it was a very dysfunctional family. All of the children had various issues with the estate, but it ultimately got worked out.”

“Three of the most memorable individuals in my career were Charles Sapp, a mentor throughout my career (and a named Partner of a predecessor firm); Ben Love, chairman of Texas Commerce Bancshares and a dear friend; and Harry K. Smith, a fascinating man who never went to high school but still became chairman of one of the largest Houston companies.”

“We were still typing with carbon paper back then; no computers, no printers. It was a different time than it is now.

“There have been dramatic changes in the legal profession during my career. No. 1 would be electronic communications, which were zero when I started practicing law. We were still typing with carbon paper back then; no computers, no printers. It was a different time than it is now. No. 2 would be the size and make-up of law firms. When I joined the Firm 50 years ago, there were only nine lawyers and none of them were women. And it stayed that way for a number of years. Now we have women in key leadership positions including as Chair of the Firm, as well as a large number of women lawyers practicing law not only at the Firm but throughout the profession; but it was a rarity during the early part of my career. The last one is marketing. Marketing law firms in 1965 was unheard of. Now it has taken over the airwaves as well as many other modes of communication. In 1965, it was considered inappropriate for a law firm to sell itself to a client it did not have a relationship with.”
Locke Lord: Giving Back to Our Communities

Locke Lord remains committed to giving back to the communities in which we work and live. Our lawyers and staff dedicate their time and resources to a large number of local organizations, events and charities that, in many cases, the Firm has been supporting for a number of years. Below is just a snapshot of some of the diverse community involvement taking place around our network of offices.

- **Austin contributes** to the American Heart Association’s annual campaign drive. Firm lawyers and staff give generously via personal donations and other fundraisers to help make a significant contribution to cardiovascular research. Last year, together with other area supporters, the Austin office helped raise more than $31,000. Additionally, Austin lawyers and staff also participate in the Heart Walk every October.

- **Boston stepped up** to fight hunger through The Greater Boston Food Bank’s 2015 Legal Food Frenzy campaign, a three-week competition among the legal community to see who can raise the most funds to provide healthy meals to those in need.

- **Our Chicago office** recently reinstituted the Chicago Office Annual Day of Service, organizing a morning of volunteering for lawyers and staff on a Friday in August. A team of nearly 30 generous souls headed to the Greater Chicago Food Depository where they joined with several other volunteer groups to sort and repack over 35,000 pounds of potatoes.

- **The Dallas office** was recognized as the Top Contributing Law Firm for its support of the 2014-15 United Way of Metropolitan Dallas’ campaign – contributing in excess of $240,000 to United Way’s regional annual fund-raising effort this year. The United Way of Metropolitan Dallas is a locally governed and volunteer-led organization that works with community partners to deliver more than 300 education, income and health programs across North Texas, and many of Locke Lord’s lawyers actively volunteer on the board and on committees of United Way.

- **Each month the Hartford office** raises a significant contribution to local charities – including the American Heart Association, American Cancer Society, The March of Dimes, the Salvation Army and the Cystic Fibrosis Foundation (to name a few) – through its Friday “jeans” day. Also, this holiday season, the Hartford office will once again sponsor a special Thanksgiving luncheon, in which all proceeds will go directly to Foodshare, a food banking operation based in Connecticut, which distributes enough food for 30,000 meals every single day of the year.

- **Every December, the Houston office** organizes and hosts a holiday party for all of the first grade children of Hilliard Elementary School of northeast Houston. Staff and lawyers participate by supplying food, toys, gift wrapping and decorations. We also supply a Santa Claus for the classes. The children enjoy their tour of downtown and their party at Locke Lord.

- **London takes part** in the London Legal Walk hosted by the London Legal Support Trust which works to support law centers and legal advice agencies to help make justice equally available to everyone regardless of their financial situation.

- **Since 2004, the Los Angeles office** has participated in Verbum Dei High School’s Corporate Work Study Program. Verbum Dei High, an inner-city all boys Catholic school, sends two students to work once a week and one other day per month in return for a portion of their tuition to be covered by the Firm.

- **The New York Midtown office** not only participates in the Angel Tree Program sponsored by The Salvation Army, but it regularly hosts denim Fridays to raise money for certain charities including The Semper Fund supporting members of the U.S. armed forces and their families and Lee National, a charity that supports breast cancer research.

- **New York’s Downtown office** lawyers and staff donate holiday gifts to first, second and third graders at P.S. 131 School, which is located in an economically-deprived section of Brooklyn. The office receives the students’ letters to Santa Claus and spreads holiday cheer by purchasing from the wish lists.

- **Providence takes part in a number of fundraising events** with local charities including chowder and clam cake sales, children’s book drives, hosting a bowling event for Junior Achievement of Rhode Island and adopting local families for the holidays.

- **For several years the Washington DC office** has worked with The Fund for Alexandria’s Child, a group working to enhance the quality of life of foster children and children at risk of abuse and neglect by promoting community awareness, involvement and resource development. In 2014, the office contributed grocery gift cards targeted for local area children, families, seniors and disabled citizens.

- **West Palm Beach** conducts Friday “jeans day” and candy sales from which all contributions will benefit 4KIDS of South Florida, a non-profit organization committed to providing a home for every child.
Alumni Profile: Joseph Maher, Jr.  (from page 5)

the Firm’s Banking and Financial Institutions Litigation Practice Group) and I were some of the first lawyers to join the Boston office. We would spend Friday afternoons together, drinking beer, cross-marketing and helping each other network. It was very productive.

I first met Jim Skeffington (Providence Partner who passed away in May 2015) in 1975 or 1976 and loved working with him. Jim will be missed.

Q: What was the most memorable matter you worked on while at the Firm?
A: Edwards & Angell was co-counsel with Palmer & Dodge when University Hospital and Boston City Hospital became Boston Medical Center, one of five academic hospitals in Boston. There was a lot of overlap with my colleagues at Palmer & Dodge, working together with other good lawyers in the city. It’s a lot of fun to think about all the good things that we accomplished.

I have a great fondness for the Firm. After all, I was a lawyer at Edwards & Angell twice!

Q: Could you share a bit about your personal life?
A: I have been married for 43 years – marriage is a marathon, not a sprint – and we have three daughters.

A Deep Rooted History, A Strong Merged Future (from page 3)

• Istanbul – Istanbul serves as the base from which the Firm advises a broad range of clients on cross-border private equity and corporate-backed M&A transactions throughout the Central & Eastern Europe, Middle East and Northern Africa (CEEMENA) region and other neighboring markets.

• Tokyo – The Tokyo office focuses on serving local clients’ intellectual property needs including patent preparation and prosecution in the chemical, pharmaceutical and biotechnology fields.

2015 has brought many exciting changes to our Firm and upon early reflection we know we will end the year better, stronger and more highly regarded as a Firm than we were at the beginning. We look forward to continuing to share with you our future endeavors.

Notable Matters

Through Q3 2015, Locke Lord has reported more than $23 billion in transactions and a number of major litigation matters. The Firm’s website features a Notable Matters tab for quick and easy access to summaries of the significant work our lawyers are handling around the world. You can search through the tab by practice, industry group and keyword to find cases and transactions that interest you. Each provide links to the lawyers who handled the transaction or matter, as well as links to related matters. Visit lockelord.com/notable-matters to see what we’ve been up to this year and stay up to date with future accomplishments from our Firm.

Keep in Touch!

Now that we’ve found you – don’t be a stranger. Keep in touch with us by registering on our website – www.lockelord.com/thefirm/alumni – and spreading word to any other Locke Lord alumni you’ve kept up with since your time here.

We welcome your ideas for future alumni events or LockedIn stories. Share them with us by emailing LockeLordAlumni@lockelord.com.

Thank you for joining us and helping us work toward strengthening our alumni program. We are glad you could be here and look forward to seeing you again soon.