

Proskauer Insights

December 2012

Election Protection

On election night, the media and much of the nation focused their attention on the state of Ohio. Here at Proskauer, we had already been focused on Ohio for months. Once again, our office served as the Ohio call-in center for the non-partisan Election Protection project, organized under the leadership of Partner [Jennifer Scullion](#) through the Lawyers Committee for Civil Rights Under Law. We also had responsibility for the state of Arkansas.

On November 5 and November 6, more than 250 volunteers, including more than 50 Proskauer lawyers, paralegals and staff from across our offices, as well as alumni, lawyers from other firms and in-house counsel from firm client Viacom fielded calls, providing information and referrals to voters with important questions about voting and complaints about possible irregularities. Los Angeles Associates [Sarah Kroll-Rosenbaum](#) and [Sally Handmaker](#) became experts on the subject of Ohio voting laws, in the wake of numerous changes made over the past few years by both the legislature and by administrative directives. Thanks to their knowledge, we were able to provide accurate information to callers.

Due to the effects of Superstorm Sandy, there was an overwhelming need for voter support in New Jersey, where polling places had to be relocated and the firm assigned to handle the New Jersey Call-in Center was itself incapacitated. Jennifer was contacted Tuesday morning asking if Proskauer could handle New Jersey in addition to Ohio and Arkansas -- we of course obliged. Our call center received recognition from [The New Yorker](#) and the [New York Law Journal](#).

London Lawyers Recognized in *Chambers UK* 2013 and *UK Legal 500* 2012

Underscoring the growing prominence of our London office, a number of lawyers and the Private Investment Funds Group were recognized by *Chambers UK 2013* and *UK Legal 500 2012*.

Lawyers earning *Chambers UK* rankings are:

- [Robert Barry](#) (Investment Funds: Private Equity)
- [Michael Crosby](#) (Banking & Finance)
- [Mark Fennessy](#) (Restructuring/Insolvency)
- [Daniel Ornstein](#) (Employment: Employer)
- [Oliver Rochman](#) (Investment Funds: Private Equity)
- [Kate Simpson](#) (Investment Funds: Private Equity)
- [Nigel van Zyl](#) (Investment Funds: Private Equity)

Lawyers recognized by *UK Legal 500* are:

- [Oliver Rochman](#) (Finance – Investment Funds)
- [Nigel van Zyl](#) (Finance – Investment Funds)

Cervecería Costa Rica Acquires North American Breweries

We represented Cervecería Costa Rica S.A. in its acquisition of North American Breweries Holdings, LLC, the largest independently owned beer company in the United States.

In addition to providing M&A counsel, the firm is advising on the financing and antitrust aspects of the transaction. The acquisition is expected to close in the fourth quarter, subject to regulatory approval.

The team was led by [Carlos Martinez](#) and included [Lorenzo Borgogni](#), [Andrew Kleiman](#), [Erin Fogarty](#), [Van Ann Bui](#), [Jillian Gaffield](#), [Diana Silva](#), [Jessica Weitzman](#) and [Ilyse Fishman](#) (Corporate/M&A), [Alan Parnes](#), [Martin Hamilton](#) and [Richard Corn](#) (Tax), [Andrea Rattner](#), [Robert Projansky](#) and [Ali Fawaz](#) (Employee Benefits/Executive Compensation), [Christopher Pennington](#) and [Joe Cohen](#) (Real Estate), [David Fenwick](#) (Finance), [Helene Jaffe](#) and [John Ingrassia](#) (Antitrust), [Daryn Grossman](#) and [Jenifer deWolf Paine](#) (Intellectual Property), [Gail Port](#) and [Yelena Simonyuk](#) (Environmental), [Brian Rauch](#) (Labor & Employment) and [Jonathan Ellison](#) and [Celia Muller](#) (Litigation).

Proskauer Recognized by the Legal Aid Foundation of Los Angeles

The firm was honored by the Legal Aid Foundation of Los Angeles with its Pro Bono Service Award at the 14th annual Access to Justice dinner on November 14.

The award was given "in honor of the firm's exemplary commitment of pro bono resources" through our partnership with LAFLA on the Unlawful Detainer Pro Bono Project which helps and serves low-income individuals and families who face the prospect of imminent homelessness due to eviction. Under the partnership, which began in 2011, our lawyers are providing representation to people who otherwise would be evicted from their homes without access to a defense, a day in court or any appeal for justice on their behalf.

The event program cited two cases Partner [Ron Wood](#) handled, one with Los Angeles litigation associate, [Sam Cleaver](#), on behalf of a couple who had lived in their residence for 20 years, and the other with former associate Adam Rottenberg, on behalf of a man who had occupied his home for more than 39 years.

Ron accepted the award on behalf of the firm and also recognized, and called to the stage, retiring Partner Lois Thompson, praising her commitment to pro bono. "Under her guidance, pro bono at Proskauer has thrived. Lois also oversaw the launch of the Los Angeles Pro Se Clinic, which was funded in part by the firm's donation of our fees accrued during our work on *Johnson v. California* (a case before the U.S. Supreme Court which held that prison racial-segregation policies are subject to strict scrutiny.)

The firm was also presented with a congressional commendation from U.S. Representative Janice Hahn, of California's 36th Congressional District.

Leucadia Board Advised in \$3.8 Billion Merger with Jefferies

We advised the board of directors of Leucadia National Corporation in an all-stock transaction with Jefferies Group, Inc., that values the global investment bank at approximately \$3.8 billion. The merger is expected to close in the first quarter of 2013, subject to approval by both companies' shareholders. After the merger closes, Jefferies will become Leucadia's biggest holding and will continue to operate as a full-service investment banking firm.

The team advising on the deal was led by [Martin Bienenstock](#) (Business Solutions, Governance, Restructuring & Bankruptcy) and [Lorenzo Borgogni](#) (M&A) and included [Mina Farbood](#), [Yoon Suk Choo](#) and [Dan Forman](#) (Corporate), [Andrea Rattner](#) (Employee Benefits/Executive Compensation), [Stuart Rosow](#) and [Martin Hamilton](#) (Tax) and [Mike Richter](#) (Litigation).

Helping the *Daily News* and Storm Victims

Proskauer is often "in the news" but thanks to Hurricane Sandy, the news came to Proskauer -- the *Daily News*, that is. The storm surge flooded the lower Manhattan offices of the paper, which is a firm client, as well as its emergency back-up location in Jersey City, New Jersey. In a terrific demonstration of the client service for which Proskauer is known, we invited the *News* to set up its editorial headquarters in our 27th floor conference room at Eleven Times Square, which the editor-in-chief Colin Meyer called "the most luxurious surroundings that any journalist has had the pleasure of enjoying." The *News* was just one of many clients and pro bono organizations whose office locations were battered by Hurricane Sandy and which we provided with office space and conference center accommodations.

Nor have we forgotten the substantial losses suffered by members of our Proskauer family, friends, clients and the community at large. Accordingly, the firm has established two separate funds to contribute to the relief effort. First, the firm has pledged \$250,000 to existing charities that are addressing the needs of the adversely affected communities. Second, we have established a fund of \$150,000 to provide assistance to Proskauer employees who suffered losses that they cannot otherwise recoup. We have established a goal of raising at least another \$100,000 in voluntary personal donations to this latter effort so that we can have a fund of at least \$250,000 available.

Former firm Chair [Alan Jaffe](#) is leading a committee to administer the contributions, which includes Partners [John Barry](#) and [Margaret Dale](#), Director of Human Resources [Liz Bernard](#), Associate [Vicki Loughery](#) and Director of Diversity [Peter Wilson](#).

[Read the Daily News article for the full story.](#)