



Elizabeth (Betsy) Lear

OF COUNSEL

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PRACTICE AREAS

Internal & Government Investigations

Securities Litigation

Business Litigation

EDUCATION

University of California, Berkeley (J.D.);

Stanford University (M.B.A.);

University of California, Berkeley (B.S.)

BAR ADMISSIONS

California;

District of Columbia

SUMMARY

Betsy Lear guides clients through internal and government investigations, regulatory enforcement matters, and related litigation. Whether conducting an internal investigation for an Audit or Special Litigation Committee or representing officers and directors before the U.S. Securities and Exchange Commission (SEC) or U.S. Department of Justice (DOJ), Betsy advises clients regarding legal issues while also keeping in mind their business interests. She represents a wide range of publicly traded companies and their directors and officers, as well as privately held companies and their executives and not for profit organizations.

Betsy applies her investigation experience and business and accounting knowledge to keep investigations efficient, on point, and on track. She calibrates her counsel to the unique issues each

client faces and the appropriate scope of each investigation. Betsy has conducted more than 40 investigations into business issues, including:

- Revenue recognition
- Breaches of fiduciary duties
- Corporate funds tracing
- Government contract billing
- Leaks of inside information
- Reimbursement of executive personal expenses
- Stock option granting practices

Comprehensive Investigation Counsel

Betsy's collaborative and business focused approach supports best practices and efficiency during investigations to determine the relevant facts. She interacts productively with government regulators, including the SEC and DOJ, as well as with forensic accountants and other affiliated experts.

Counseling on corporate governance and regulatory compliance is an additional part of Betsy's background. She has guided clients on NYSE and NASDAQ compliance, SEC reporting and disclosure obligations, and other regulatory requirements.

Business-Driven Mindset

Betsy earned her M.B.A. from Stanford University, and received her J.D. from the University of California, Berkeley School of Law. Her career experience includes working at the law firms of Wilson Sonsini Goodrich & Rosati (Palo Alto), Sullivan & Cromwell (New York), and Milbank, Tweed, Hadley & McCloy (Los Angeles), as both a litigator and corporate attorney. In addition, she previously worked in the area of investigations and forensic accounting for Navigant Consulting and PricewaterhouseCoopers.

Betsy maintains a longtime pro bono commitment. She served as Deputy General Counsel to the Honorable William H. Webster during the Los Angeles Police Commission's investigation of the emergency response to the civil disturbance in the city in 1992.

Betsy also is a member of the Stanford Graduate School of Business Alumni Consulting Team, where she provides pro bono guidance to not for profit organizations to help them become more successful.