
10–12 April 2011
Sofitel Chicago Water Tower, Chicago, USA

Topics include:
• Global perspective on the impact of the financial crisis on privately held and family-owned enterprises
• How these enterprises have weathered the crisis including future threats and challenges
• The trends confronted by privately held and family-owned businesses in several key regions relating to financing, asset protection and attracting and retaining talent, among other issues
• The impact of the crisis on the sale or acquisition of privately held and family-owned enterprises
• The opportunities created for outside and in-house counsel advising private enterprises

Who should attend?
Lawyers in private practice, in-house counsel within private enterprises, business representatives especially of privately held and family-owned businesses, and other professionals seeking to understand the global impact of the financial crisis.

*As per the Solicitors Regulation Authority of England and Wales. The number of CPD points/hours available may vary for other bar associations and law societies depending on their criteria.

Continuing Professional Development/Continuing Legal Education
Accreditation of this programme in Illinois is currently pending. Accreditation has been approved by New York and California. IBA certificates of attendance will be available for lawyers from self-reporting US states.

Headline sponsor

Grant Thornton
Programme

Conference Co-Chairs
Harvey J Cohen  Dinsmore & Shohl LLP, Cincinnati, Ohio; Conference Coordinator, IBA Closely Held and Growing Business Enterprises Committee
Stephanie Denkowicz  Alston & Bird LLP, New York; Vice-Chair, IBA Closely Held and Growing Business Enterprises Committee

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Host committee
Donald Batterson  Jenner & Block, Chicago, Illinois
Janice K Hamblin  Gould & Ratner LLP, Chicago, Illinois
Bonita Hatchett  K & L Gates LLP, Chicago, Illinois
Lynne R Ostfeld  Lynne R Ostfeld PC, Chicago, Illinois

Monday 11 April

0800 – 1700  Registration

0800 – 0900  Welcome coffee

0900 – 0915  Welcome addresses
Robert Falvey  Minter Ellison Rudd Watts, Auckland; Chair, IBA Closely Held and Growing Business Enterprises Committee
Terri L Mascherin  Jenner & Block LLP, Chicago, Illinois; President, Chicago Bar Association
Alessandra Tarissi de Jacobis  Cocuzza & Associati Studio Legal, Milan; President, AUA

0915 – 1030  Keynote speech
Global perspective on the impact of the financial crisis on privately-held and family enterprises
Alan Jones  Head, Private Equity Business, Morgan Stanley Investment Management, New York

1030 – 1045  Coffee/tea break

1045 – 1230  PANEL 1
Regional perspectives in North America, South America, Europe, Asia Pacific, Middle East and Africa
This interactive session will explore in greater depth the themes introduced by the keynote speaker on the effect of the Global Financial Crisis (GFC) on privately-held and family enterprises as it has been experienced in the world’s developed and the developing economies.

The ‘talk show’ format will feature the moderators introducing propositions upon which the panelists, who have considerable experience observing and advising such businesses in their own regions, will compare and contrast the often differing effects of the GFC.

After setting the scene with the ‘Before’ and ‘After’ the GFC positions, the panel will then offer their views of what the ‘new norm’ might mean for the financing, governance and on-going operations of private enterprises in their respective jurisdictions.

Commentary and contributions from conference delegates will be welcomed and encouraged.

Sunday 10 April

1900 – 2100  Welcome reception
BIN 36
This River North hot spot combines wine, food, and retail in a successful wine-centric concept. BIN 36 manages to be both upscale and relaxed – the perfect venue to meet and network with fellow delegates.

Please indicate on the registration form if you wish to attend. Only registered delegates and guests may attend. Subject to availability.
Session Co-Chairs
Robert Falvey
Akil Hirani Majmudar & Co, Mumbai; Secretary, IBA Asia Pacific Regional Forum

Regional Forum
Speakers
Jorge Arancibia Pascal Hippa Abogados, Santiago
Donald Batterson
Juan Corona Director of Instituto de Empresa Familiar, Barcelona
Koos Pretorius Director, Edward Nathan Sonnenbergs SA, Cape Town
Amira Shaker Clyde & Co LLP, Dubai

1230 – 1415 Lunch

Keynote speech
Current trends in financing privately-held and family enterprises
John Brazzale Senior VP and Chief Marketing Officer Corporate Banking Northern Trust, Chicago, Illinois
Patrick M Goy Managing Director, Lincoln International, Chicago, Illinois

1415 – 1530 PANEL 2
Asset protection and the creation of new international standards – protect your net worth
Bold ideas for business owners, directors, officers, owners of real estate, spouses, physicians, and other professionals, who should protect themselves beforehand from lawsuits arising from:
- product liability claims
- shareholder litigation
- environmental claims
- professional malpractice
- divorce
Speakers will discuss the use of US and foreign structures for asset protection.

Session Chair
Jocelyn Margolin Borowsky Duane Morris LLP, Philadelphia

Speakers
William A Ensing Ensing Law Firm, Lake Forrest, Illinois
Richard W Nenno Wilmington Trust Company, Wilmington, Delaware
Leila Szwarc Relationship Manager, Citco Fund Services (USA) Inc, Geneva

1545 – 1700 PANEL 3
Current trends in attracting and retaining executive talent after the crisis
The session will focus on current trends in attracting and retaining executive talent in family and private enterprises, especially highlighting the ramifications of the GFC. Executive search experts as well as employment lawyers – covering four continents – will share their insights. Topics will include the redefining of remuneration packages, revaluation of performance and the retooling of selection criteria and procedures.

Session Co-Chairs
Thomas Kaiser-Stockmann Mannheimer Swartling Advokatbyra AB, Berlin; Vice-Chair IBA Closely Held and Growing Business Enterprises Committee
David Rubenstein Drinker Biddle & Reath LLP, Chicago, Illinois

Speakers
Don Clark Diversified Search Odgers Berndtson, Chicago, Illinois
Bonita Hatchett
Sadig Jafar Hadef & Partners, Dubai; Vice-Chair IBA Arab Regional Forum
Ignacio Marseillan Spencer Stuart, Buenos Aires
Julia Téllez Gomez-Acebo & Pombo Abogados, Madrid

1900 Conference dinner
Gibson’s Bar and Steakhouse
The Gibson Bar and Steakhouse is a legend in Chicago. It embodies the big city dining experience with big flavour – a traditional steak house with a great atmosphere.
Ticket price: US$110
Social event ticket reservations cannot be guaranteed unless payment has been received before 1 April subject to availability.

Exhibitors

Supporters

Grant Thornton

The Only Global Association of Young Lawyers
Tuesday 12 April

0845 – 1200 Registration

0845 – 0915 Welcome coffee

0915 – 1030 PANEL 4
Current trends in the sale or acquisition of privately-held and family enterprises
In this interactive panel discussion, experienced M&A practitioners from various regions of the world will provide insight into current trends after the GFC that affect the sale and acquisition of privately-held and family enterprises. The panelists will address transnational trends including issues of risk profile, the acquisition process and deal structure. Specific emphasis will be placed on any changes in such trends resulting from the GFC and emerging recovery. Conference delegates will be encouraged to add their own observations to this lively discussion.

Session Co-Chairs
Stephanie Denkowicz
Jan-Willem van Rooji Loyens & Loeff, Rotterdam

Speakers
Steve Brady National Managing Partner, Grant Thornton LLP, Chicago, Illinois
Sadiq Jafar
Herman Knott Luther, Cologne
Peter Mendell Davies Ward Phillips & Vineberg LLP, Montréal
Horacio Bernardes Neto Xavier, Bernardes, Bragança, São Paulo; Council member, IBA Public Professional Interest Division; Vice-Chair, IBA Bar Issues Commission

1030 – 1045 Coffee/tea break

1045 – 1200 PANEL 5
Opportunities for outside and in-house counsel – looking forward: partnering between inside and outside counsel to improve the delivery of value to corporate clients
Two leaders of the Chicago Chapter of the Association of Corporation Counsel will lead a cutting-edge presentation on the movement to increase the value delivered by private firms to in-house counsel and their companies. Following this thought-provoking presentation, the panel and audience will interact in a Question and Answer format to address key issues under discussion in the ‘value community’.

So what are the game changers?
The panel and audience will discuss:
- creating techniques to deliver better value and cost benefit
- suggesting various in-sourcing, outsourcing and off-shoring mechanisms as well as a mix of staff, teams and vendors to best deliver value
- ensuring cost control and predictable budgeting and outcomes
- structuring services and incremental costs toward a strategically-desired outcome
- creating different fee structures for each stage of a matter
- capturing data and metrics to measure matters, successes, improvements and to facilitate a meaningful post-mortem on projects
- improving project management
- continuously improving evaluation systems, use of technology, collection of data, setup structures and rewards for performance.

Session Co-Chairs
Harvey J Cohen
David G Susler Associate General Counsel, National Material LP, Chicago, Illinois

Speakers
Bengt Gustafson Chief Counsel, Securitas AB, Stockholm
Daniel R Harper Vice President, Corporate Counsel and Secretary, Océ North America, a Canon Group Company, Chicago, Illinois
Thomas P Pinansky Barun Law, Seoul

1200 – 1300 Networking lunch

The organisers may at any time, with or without giving notice, in their absolute discretion and without giving any reason, cancel or postpone the conference, change its venue or any of the other published particulars, or withdraw any invitation to attend. In any case, neither the organisers nor any of their officers, employees, agents, members or representatives shall be liable for any loss, liability, damage or expense suffered or incurred by any person, nor will they return any money paid to them in connection with the conference unless they are satisfied not only that the money in question remains under their control but also that the person who paid it has been unfairly prejudiced (as to which, decision shall be in their sole and unfettered discretion and, when announced, final and conclusive).
Information

Date
10 – 12 April 2011

Venue
Sofitel Chicago Water Tower
20 East Chestnut Street
Chicago
IL 60611
USA
Tel: +1 (312) 324 4000
Fax: +1 (312) 324 4025
E-mail: sofitei.chicagowatertower@sofitel.com

Language
All working sessions and conference materials will be in English.

How to register
Register online by 25 February at www.int-bar.org/conferences/conf347 and make payment by credit card, to avail of the ten per cent online registration discount or complete the attached registration form and return it to Rebecca Morgan at the IBA together with your payment. You should receive e-mailed confirmation of your registration within five days; if you do not then please contact Rebecca Morgan at rebecca.morgan@int-bar.org.

Fees

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After 4 April registrations must be received in hard copy at the IBA office.

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* By paying the non-member fee, we welcome you as a delegate member of the IBA for the year in which this conference is held, which entitles you to the following benefits:
1) Password access to certain parts of the IBA website.
2) Receipt of IBA E-news and access to online versions of International Bar News.
3) Pay the member rate for any subsequent conference registrations for this calendar year.
4) Take advantage of IBA Special Offers.

If you would like to become a full or general member of the IBA, which includes membership of one committee or more – and inclusion in and access to our membership directory – we encourage you to do so now in order to register for this conference at the member rate. Full details of how to join can be found at www.ibanet.org.

Full payment must be received in order to process your registration.

Fees include:
• Attendance at all working sessions
• Conference materials, including any available speakers’ papers submitted to the IBA before 25 March
• Access to the above conference working materials from the IBA website (www.ibanet.org) approximately seven days prior to the conference
• Lunch on 11 and 12 April
• Tea and coffee during breaks
• Reception on 10 April

Please note that registrations are not transferable.

Guest fees include:
• Reception on 10 April

Guests are not entitled to attend the working sessions. No member of the legal profession may be registered as a guest.

List of participants
In order for your name to appear in the list of participants, which will be distributed at the conference, your registration form must be received by 4 April at the latest.

Registration confirmation
All documentation regarding your attendance at the conference can now be obtained from the IBA website. Upon receipt of your payment for the conference a confirmation e-mail will be sent containing instructions on how to download the documents. Registration confirmation will not be distributed by post.
Payment of registration fees
US dollars: by cheque converted at the current rate of exchange and drawn on a US bank and in favour of the International Bar Association. Please send to: 10th Floor, 1 Stephen Street, London W1T 1AT, United Kingdom.

OR by bank transfer to the IBA account number: 01286498 (Sort Code 56-00-03) at the National Westminster Bank, St James’s & Piccadilly Branch, 208 Piccadilly, London W1A 2DG, United Kingdom. SWIFT address NWWKGB2L, IBAN GB55NWWK60730101286498. Please ensure that a copy of the bank transfer details is attached to your registration form.

Pounds sterling: by cheque drawn on a UK bank and in favour of the International Bar Association. Please send to: 10th Floor, 1 Stephen Street, London W1T 1AT, United Kingdom.

OR by bank transfer to the IBA account number: 13270222 (Sort Code 56-00-03) at the National Westminster Bank, St James’s & Piccadilly Branch, 208 Piccadilly, London W1A 2DG, United Kingdom or SWIFT address NWWKGB2L, IBAN GB05NWWK56000313270222. Please ensure that a copy of the bank transfer details is attached to your registration form.

Euro: by cheque or bank draft, drawn on a euro zone bank and converted at the current rate of exchange and in favour of the International Bar Association.

OR by bank transfer to the IBA account number 550/00/06570631 (Sort Code 56-00-03) at the National Westminster Bank, St James’s & Piccadilly Branch, 208 Piccadilly, London W1A 2DG, United Kingdom or SWIFT address NWWKGB2L, IBAN GB58NWWK60721106570631. Please ensure that a copy of the bank transfer details is attached to your registration form.

Use the exchange rate prevailing at the time of registration.

Credit card payments: by Visa, MasterCard or American Express. No other cards are accepted.

PLEASE ENSURE THAT YOUR NAME AND ‘CON347LONDON’ APPEAR ON ANY TRANSFER OR DRAFT.

Cancellation of registration
If a cancellation is received in writing at the IBA office by 11 March fees will be refunded less a 25 per cent administration charge. We regret that no refunds can be made after this date.

Travel arrangements and visas
Participants are responsible for making their own travel arrangements. It is recommended that you check your visa requirements with your local embassy or consulate. We are unable to dispatch visa invitation letters to support your visa application prior to receipt of your registration form and full payment of registration fees.

Please apply for your visa in good time.

Important change to the US Visa Waiver Programme (VWP): As of 12 January 2009 any tourist or business traveller to the US who was previously eligible to visit the US under the VWP is now required to obtain travel authorisation prior to travel. For more information visit the US Department of State website: http://travel.state.gov/visa/temp/without/without_1990.html.

Airlines will electronically verify with US Customs and Border Protection that travellers have applied for, and been given authorisation, to travel to the US.

Hotel accommodation
A limited number of rooms have been reserved at the Sofitel Chicago Water Tower for the nights of 10 and 11 April:

Sofitel Chicago Water Tower
20 East Chestnut Street
Chicago
IL 60611
USA
Tel: +1 (312) 324 4000
Fax: +1 (312) 324 4025
E-mail: sofitel.chicagowatertower@sofitel.com

The following rates are per room, per night and exclusive of buffet breakfast, service charges and local taxes.

Superior King: US$155

To make your reservation please call the reservation booking line on +1 (877) 813 7700 no later than 11 March. Please quote that you are attending the International Bar Association event. All reservations must be guaranteed and accompanied by a first room night deposit or guaranteed with a major credit card.

Please note that any reservation made after 11 March will be subject to availability and cannot be guaranteed at the special IBA rate. As a limited number of rooms have been blocked at the hotel, availability cannot be guaranteed once the room block is full.

Cancellation and no-show policy
If an individual with a guaranteed reservation does not check in or cancels the reservation less than 24 hours prior to arrival, the individual’s one night deposit will be forfeited or the credit card on record will be charged for one night. This will also apply to early departures.

Delegates are responsible for making accommodation reservations directly with the hotel and entering into an agreement with the hotel regarding credit card guarantees, cancellation terms and conditions, and room rates (should these differ from the special IBA rate). The IBA cannot accept responsibility for hotel accommodation disputes between a delegate and the hotel.

Disabled access
Please notify us if you require special assistance.

Promotional literature
Please note that no individual or organisation may display or distribute publicity material or other printed matter during the conference, unless by prior arrangement with the IBA. Organisations and companies wishing to discuss promotional opportunities should contact the Sponsorship Department at the IBA (sponsorship@int-bar.org).
Registration form

10 – 12 April 2011, Sofitel Chicago Water Tower, Chicago, USA

Please read the ‘Information’ section before completing this form and return it together with your payment to Rebecca Morgan at the address overleaf.

Personal details (Please attach your business card or write in block capitals)

Title _____________  Given name _________________________________________ Family name ____________________________________________

Name and country to be shown on badge (if different from above) ________________________________________________________________

IBA membership number (if applicable) __________________________ Date of birth ________________

Firm/company/organisation ______________________________________________________________________________________________________

Address _______________________________________________________________________________________________________________________

______________________________________________________________________________________________________________________________

Tel ___________________________________________________________ Fax ____________________________________________________________

E-mail ________________________________________________________________________________________________________________________

Guest name ____________________________________________________________

Special dietary requirements _____________________________________________________________________________________________________

TO OBTAIN A TEN PER CENT DISCOUNT ON THE FEES BELOW,
PLEASE REGISTER BY 4 APRIL ONLINE AT WWW.INT-BAR.ORG/CONFERENCES/CONF347.
IBA MEMBERS CAN REGISTER ONLINE BY 25 FEBRUARY FOR US$999
PLEASE SEE ‘INFORMATION’ FOR FURTHER ONLINE REGISTRATION DETAILS.

Registration form and fees received: On or before 25 February After 25 February Amount payable

IBA member US$1110 US$1275 US$

AIJA member US$1110 US$1275 US$

CBA member US$1110 US$1275 US$

Non-member* US$1360 US$1525 US$

Young lawyers (under 30 years) US$835 US$1525 US$

Academics/judges (full time) US$835 US$1525 US$

Public lawyers US$835 US$1525 US$

Corporate counsel US$999 US$1525 US$

Guest fee US$85 US$85 US$

Social functions

Sunday 10 April
Welcome reception

I would like to attend the welcome reception at BIN 36. Please note only registered delegates and guests may attend.

Monday 11 April
Conference dinner

Number of tickets ____________ @ US$110 US$

Social function ticket reservations are subject to availability and cannot be guaranteed unless payment has been received before 4 April.

THE IBA OFFERS SENIOR LAWYERS A DISCOUNTED REGISTRATION FEE.
PLEASE CONTACT THE IBA OFFICE FOR FURTHER INFORMATION.
*JOIN THE IBA TODAY AND REGISTER FOR THIS CONFERENCE AT THE IBA MEMBER RATE.
PLEASE FIND THE MEMBERSHIP APPLICATION FORM AT WWW.IBANET.ORG.

TOTAL AMOUNT PAYABLE US$

FULL PAYMENT MUST BE RECEIVED IN ORDER TO PROCESS YOUR REGISTRATION.
PLEASE NOTE THAT REGISTRATIONS ARE NOT TRANSFERABLE.
IBA listings are provided to relevant third parties for marketing purposes. The IBA will treat your personal information with the utmost respect and in accordance with UK data privacy laws.

If you are agreeable to passing on your details, please tick this box

If you do not wish to receive IBA information and materials, please tick this box

Your details will however be included in the list of participants.

Please send the completed form to:

International Bar Association
Rebecca Morgan
10th Floor, 1 Stephen Street, London W1T 1AT, United Kingdom
Tel: +44 (0)20 7691 6868 Fax: +44 (0)20 7691 6545 Or +44 (0)20 7691 6544
E-mail: rebecca.morgan@int-bar.org www.ibanet.org

For office use only Payment ______________________ Banked _______________________Processed_____________
Second Conference of the Americas

4–6 May 2011    Miami, USA

A conference co-presented by the IBA Latin American Regional Forum, the IBA North American Regional Forum and the International Law Section of the Florida Bar Association

Following the spectacular success of the inaugural Conference of the Americas in Mexico City in 2008, the North American Regional Forum and the Latin American Regional Forum will join together with the International Law Section of the Florida Bar to present the Second Conference of the Americas in Miami. This Second Conference of the Americas will again be the perfect opportunity for legal professionals from North America and South America to network, share information and identify issues, concerns and opportunities across the Americas’ legal markets and jurisdictions.

Topics include:
- the region in the aftermath of the financial crisis
- anti-bribery legislation
- antitrust enforcement
- arbitration
- capital markets and private equity
- energy issues
- international trade issues in the Americas

Who should attend?
The conference will be of particular interest to private practitioners and corporate counsel in the Americas and to all lawyers and other international business professionals investing in the regions.
Aimed at law graduates, newly qualified and more experienced lawyers wishing to enhance their skills and to compete in the global market, the LL.M is based on legal practice and provides you with a qualification that is rigorous, challenging and stimulating yet at the same time being highly beneficial to your day-to-day working life.

The benefits of the LL.M in International Legal Practice

You choose what to study
- Tailor what you study to your career path and/or practice area
- All modules are practice-led with contributions from leading global law firms

You choose how to study
- Study your LL.M at a time and place that suits you

Full-time LL.M in London
- Starts in January 2011 at our London Moorgate centre
- Three workshops per week – 2.5 hours each
- Supported by i-Tutorials, online test and feedback exercises and independent learning and research

S-mode modules
- Start in January or July each year
- Online study with one-to-one online supervision from a College tutor
- Nine units per module
- We supply an extensive suite of user-friendly, practical course material including electronic learning aids

You choose your pace of learning
- Modular course design enables you to determine your own pace of learning
- Modules start in January and July each year

Register now and take that step for educational and career development

“I enjoyed the practical value of subjects studied, and the ability to veer away from a heavily academic approach.”

“It has exceeded my expectations…this course in its entirety is the best study experience that I have had.”

“The i-tutorials are very easy to use and informative, an excellent way for busy practitioners to learn.”

For further information, and to register please e-mail: iballm@lawcol.co.uk

www.ibanet.org/Education_and_Internships/LLM/LLM_Home.aspx
Long established as the trading and commercial hub of the Middle East, Dubai combines the excitement of a bustling commercial centre with the wide open spaces of a luxurious resort. Located at the cross-roads of Asia, Europe and Africa, and offering facilities of the highest international standards combined with the charm and adventure of Arabia, Dubai is sure to be another premier destination for the IBA Annual Conference 2011.

What will Dubai 2011 offer?

• The largest gathering of the international legal community in the world – a meeting place of more than 4,000 lawyers and legal professionals from around the world
• More than 200 working sessions covering all areas of practice relevant to international legal practitioners
• The opportunity to generate new business with the leading firms in the world’s key cities
• Registration fee which entitles you to attend as many working sessions throughout the week as you wish
• Up to 25 hours of continuing legal education and continuing professional development
• A variety of social functions providing ample opportunity to network and see the city’s key sights
• Integrated guest programme
• Excursion and tours programme

To register your interest, please contact:
International Bar Association
10th Floor, 1 Stephen Street, London W1T 1AT, United Kingdom
Tel: +44 (0)20 7691 6868  Fax: +44 (0)20 7691 6544
www.ibanet.org/conferences/Dubai2011
The International Bar Association (IBA), established in 1947, is the world’s leading organisation of international legal practitioners, bar associations and law societies. The IBA influences the development of international law reform and shapes the future of the legal profession throughout the world. It has a membership of 35,000 individual lawyers and more than 197 bar associations and law societies spanning all continents. It has considerable expertise in providing assistance to the global legal community as well as being a source of distinguished legal commentators for international news outlets.

Grouped into two divisions – the Legal Practice Division and the Public and Professional Interest Division – the IBA covers all practice areas and professional interests, providing members with access to leading experts and up-to-date information. Through the various committees of the divisions, the IBA enables an interchange of information and views among its members as to laws, practices and professional responsibilities relating to the practice of business law around the globe. Additionally, the IBA’s high-quality publications and world-class conferences provide unrivalled professional development and network-building opportunities for international legal practitioners and professional associates.

The IBA’s Bar Issues Commission provides an invaluable forum for IBA member organisations to discuss all matters relating to law at an international level.

The IBA’s Human Rights Institute works across the Association to promote, protect and enforce human rights under a just rule of law, and to preserve the independence of the judiciary and the legal profession worldwide.

Other institutions established by the IBA include the Southern Africa Litigation Centre and the International Legal Assistance Consortium.

Closely Held and Growing Business Enterprises Committee
The mission of the Closely Held and Growing Business Enterprises Committee is to address issues of particular interest to start-ups, owner-managed, closely held and family businesses and their legal advisors, and to organisations with ambitions for growth. The committee aims to provide a focus for the different needs of ownership, management and financing of such organisations.

North American Regional Forum
The North American Forum covers Canada, Mexico, Puerto Rico, the United States, and English-speaking areas of the Caribbean. Launched at the Chicago Annual Conference in 2006, the Forum is the focus for all activities in the region, and organises sessions and a luncheon event at each IBA Annual Conference for education and networking. Future plans include organising conferences in partnership with other IBA Committees and Fora, as well as other bar associations and legal organisations in the region. The Forum is closely affiliated with the Latin American Regional Forum as the regions are geographically proximate and share many issues.