



→ A. Joseph Jay III

Partner

2099 Pennsylvania Avenue, N.W.
Suite 100
Washington, DC 20006-6801

T: +1.202.747.1953

F: +1.202.747.3932

jjay@sheppardmullin.com

Joseph Jay is a government investigations and white collar defense partner resident in the firm's Washington, D.C. and New York offices.

Areas of Practice

Joseph's practice encompasses a broad array white collar defense, corporate investigations, cybercrime, and international trade matters. His matters include defense of civil and criminal enforcement actions and investigations, compliance counseling and regulatory advice.

White Collar Defense & Corporate Investigations

Joe represents corporations, financial institutions, and a broad array of other organizations and individuals in investigative, criminal, and regulatory matters before the U.S. Department of Justice, the Securities and Exchange Commission, the Commodity Futures Trading Commission, federal Inspectors General and U.S. Attorneys' Offices. His recent matters include allegations of violations of the Foreign Corrupt Practices Act, securities and accounting fraud, the Computer Fraud and Abuse Act, trading practices, market manipulation, anti-money laundering, antitrust, export controls, conflicts-of-interest, bribery, procurement fraud and unlawful gratuities.

Joe has conducted numerous internal investigations involving a broad range of alleged or suspected misconduct. He regularly represents boards of directors, audit committees and companies in complex independent and internal investigations around the world involving U.S. law enforcement, U.S. civil regulators and foreign criminal and civil authorities. His global practice has included matters around the world, including in Europe, Asia, Africa and North and South America, as well as within the U.S. He has broad experience in matters involving the World Bank and other multi-lateral development organizations.

Joe was a leader of the independent investigation and report on academic irregularities at the University of North Carolina and the investigation into certain conduct by enforcement staff at the National Collegiate Athletic Association. He remains a thought leader in the intersection of investigations and higher education. He has spoken and written widely on compliance and investigations in higher education.

Cybercrime and Cyber Investigations

Joe has represented a broad range of corporations from intelligence and defense contractors to retail chains in an array of cybercrime matters ranging from nation state hacking attacks to business email compromises. Joe advises and represents these victim organizations in responding to cyberattacks, investigating what took place, and reporting

and coordinating with law enforcement. In addition, Joe has represented multinational corporations in response to threats of trade secrets by employees, including potential national security matters.

International Trade, Economic Sanctions & CFIUS

Joe counsels financial institutions and corporations in matters involving export controls and U.S. economic sanctions laws and related regulations. On behalf of clients, he has prepared voluntary disclosures to the Office of Foreign Assets Control, the Directorate of Defense Trade Controls and the Bureau of Industry and Security at the Departments of the Treasury, State and Commerce respectively. He has also led internal investigations in these areas.

Joe also represents buyers and sellers in transactions before the Committee on Foreign Investment in the United States (CFIUS). He regularly prepares notifications, engages with CFIUS during its review processes and negotiates mitigation agreements, including proxy and special security agreements, as appropriate. Most recently, Joe represented two Chinese corporations, each of which received clearance for their acquisition of U.S. industrial assets.

Compliance Counseling

Joe regularly counsels clients regarding organizational compliance programs and procedures. With a keen understanding of corporate business and an acumen of financial accounting and reporting, Joe has designed, developed, implemented and tested global compliance programs tailored to individualized risk-based assessments. These compliance programs have involved broad legal and regulatory matters, including anti-corruption programs and compliance with Sarbanes-Oxley, OFAC and AML regulations.

Joe earned his J.D. from the William & Mary School of Law, where he was honored with the Phoenix Award for his service to the university. He received his undergraduate degree, *summa cum laude*, from The College of William & Mary, where he was recognized for his leadership, scholarship and service by election to Omicron Delta Kappa. His alma mater has established an award in his honor to recognize outstanding community values, the A. Joseph Jay III Award for Service in Support of Our Community's Values.

Pro Bono

Joe maintains an active pro bono practice focused on criminal justice matters. He has successfully fought for, and obtained, clemency on behalf of federal prisoners. Most recently, Joe helped secure clemency for a federal inmate sentenced to a mandatory minimum of life for a non-violent drug offense after almost 30 years in federal prison.

Honors

Rising Star, *Super Lawyers*, 2015-2021

Experience

Government Investigations & Cybercrime:

- Representation of multinational software company years-long investigation by U.S. criminal and tax authorities.

- Representation of defense and intelligence contractor in responding to multiple cyberattacks from nation state actors and coordinating response with law enforcement.
- Representation of large retail company in business email compromise resulting in the loss of millions of dollars; coordinate investigation and engagement of law enforcement. Investigation ongoing.
- Representation of multinational aerospace and defense contractor in potential theft of trade secrets and controlled information, including investigation by the FBI.
- Representation of broker dealers and other financial institutions in broad range of enforcement investigations and proceedings brought by the CFTC.
- Conducted independent investigation into allegations of academic irregularities at the University of North Carolina at Chapel Hill.
- Investigation of allegations of improper conduct by investigators in the National Collegiate Athletic Association's (NCAA) Enforcement Staff and a broader review and assessment of the environment, policies and procedures of the NCAA's Enforcement Staff operations.
- Representation of global financial institution in investigation of alleged commodities market manipulation by CFTC.
- Conducted internal investigation prompted by whistleblower's allegations of hiring of unauthorized workers.
- Advise national credit card and financial products company on issues related to cyber crime and cyber compliance.
- Investigation and due diligence review on behalf of the World Bank Group and the International Finance Corporation into the anti-corruption and anti-collusion compliance programs of companies for projects in sub-Saharan Africa and South America.
- Representation of audit committee investigating potential accounting irregularities leading to restatement of prior earnings and presentations to SEC.
- Representation of financial services firm in CFTC investigation of allegedly fraudulent trading practices.

Defense & Advocacy:

- Defend witness in Special Counsel Robert Mueller's investigation, including interviews and grand jury testimony.
- Defend witness in Durham investigation, including response to grand jury subpoena and interviews with prosecutors.
- Defend individual indicted in foreign bribery and money laundering case; secured favorable plea resolution.
- Defend defense contractor in multiple investigations of alleged bid-rigging and other collusive activities; secured favorable plea agreement.
- Defend elite private school in civil litigation alleging negligence contributing to student-on-student sexual assault.
- Defend bespoke compounding pharmacy in multi-agency investigation of billing practices.
- Defend financial institution in various matters before the OFAC, SEC and FINRA.
- Defend financial institution in money laundering investigation by the U.S. Attorney's Office for the Southern District of New York.

- Defend Swiss banker in criminal tax prosecution in the Southern District of New York.
- Defend former government official in criminal investigation into post-employment restrictions and kickbacks investigation.
- Defend former intelligence community employee in multi-count grand jury indictment.
- Defend senior executive in aerospace company in criminal and civil investigations against potential violations of the Foreign Corrupt Practices Act.
- Defend multinational defense contractor in criminal investigation of potential violations of the FCPA.
- Defend government contractor in technology space involving potential allegations of fraud, gratuities, conflicts of interest and false claims.
- Defend and advocate for financial institution in voluntary disclosure to Office of Foreign Assets Control regarding potential violations; secure letter of caution with no penalty.
- Defend Fortune 500 industrial company into allegations of violations of the FCPA.
- Representation of senior executives of aerospace, defense and industrial Fortune 1000 companies in investigations by U.S. Department of Justice, Securities and Exchange Commission and other law enforcement agencies and regulators.

Compliance & Trade:

- Representation of industrial conglomerate in anti-corruption due diligence for acquisition of foreign company with global operations.
- Engaged by large retail chain with pharmacy operations to conduct review of compliance with Controlled Substances Act and implementing rules and regulations and Drug Enforcement Administration regulations.
- Engaged by Fortune 100 software company to conduct global anti-corruption policy review and recommend enhancements to same; further engaged to opine on propriety of changes to third party vetting process.
- Global compliance review, including due diligence of third-parties around the world, for defense contractor.
- Regular outside counsel to two separate global software companies on anti-corruption and international trade matters.
- Design and development of global anti-corruption, economic sanction and anti-money laundering compliance programs for numerous Fortune 1000 companies in the defense, industrial, financial and consumer products spaces.
- Representation of two different Chinese buyers of U.S. industrial assets in reviews by CFIUS.

Articles

- *After Fortenberry, where do false statement prosecutions go?*
Daily Journal, 04.15.2024
- *2024 Top-of-Mind Issues for Life Sciences Companies*
01.25.2024
- *5 DOJ Enforcement Priorities To Note From Recent Remarks*
Law360, 10.03.2023
- *2023 Top-of-Mind Issues for Life Sciences Companies*
01.11.2023

- 6 Takeaways From LabSolutions 'Unnecessary Testing' Verdict
Law360, 01.11.2023
- In Holmes' Sentencing, Judge Has Warning For All Companies
Law360, 01.04.2023
- Panel Explores Susceptibility of Supply Chains to Cybercrime
Fordham University, 07.21.2022
- Another COVID-19 Enforcement Tool: Money Laundering Law
Law360, 06.09.2020
- Prepare for Reputational Threats Now to Protect Your Organization Later
Corporate Counsel, 11.25.2019
- INSIGHT: SWAT Team Training, Tactics Offer Lessons for Attorneys
Bloomberg Law, 08.05.2019
- A Lawyer's Special Weapons and Tactics
Sheppard Mullin's Government Contracts & Investigations Blog, 07.31.2019
- Co-author with J. Aronie and D. Douglass, "From the Big Easy to the Big Ten, and Beyond," *University Business*, March 14, 2019
- Co-author with J. Aronie and D. Douglass, "From The Big Easy to The Big Ten, And Beyond," October 2018
- "How Colleges Can Avoid Title IX Pitfalls," *University Business*, March 28, 2017
- "5 Lessons For Colleges From Stanford Sexual Assault Case," *Law360*, August 18, 2016
- "Independent Investigations in Higher Education," *Bloomberg BNA White Collar Crime Report*, July 11, 2016
- "The Unique Aspects of Independent Investigations in Higher Education," *American Journal of Trial Advocacy*, March 31, 2016

"The Stockman Decision: An Expansion of Indemnification and Advancement Rights in Limited Partnerships," *Thomson Reuters*, September 1, 2009

Antitrust Law Blog

- "Aggressive Procurement Collusion Enforcement Risk Remains High for 2024," February 12, 2024
- "Executives Beware: DOJ Antitrust Division is Taking a Hard Look at a Wide Spectrum of Potential Criminal Violations," March 7, 2022

FDA Law Blog

- "2024 Top-of-Mind Issues for Life Sciences Companies," January 25, 2024

Global Trade Law Blog

- "One Higher Ed Requirement To Know Now," October 18, 2019
- "Comment Deadline Extended: Export Controls on Emerging Technologies," December 11, 2018
- "Client Alert: Iran Sanctions Return," May 11, 2018

Healthcare Law Blog

- "Supreme Court Rules for Physicians in Blow to DOJ," June 27, 2022
- "Compliance Risk Alert: Opioid Warning Letters issued by the U.S. Department of Justice Target Prescribers," February 6, 2019

Organizational Integrity Group Blog

- "Organizational Integrity Shorts: The Importance of Post-Investigation Activities," April 22, 2024
- "When Organizational Culture Goes Wrong: A Federal Judge's Vivid Description of Cultural Decay Inside Theranos," January 9, 2023
- "DOJ's Renewed Focus On Corporate Ethics & Compliance Programs Highlights Importance Of Organizational Integrity," April 7, 2022
- "(Cheer)Leading By Example: UK's Cheerleading Scandal and Lessons for Leaders," May 29, 2020

White Collar & Government Enforcement Blog

- "Corrupt Foreign Leaders Now on the Hook for Bribery Charges: Congress Passes the Foreign Extortion Prevention Act," December 19, 2023
- "'Take Five' – A Guide to Invoking the Fifth Amendment in Civil Cases," December 14, 2023
- "A Look into DOJ's Current Corporate Criminal Enforcement Landscape," September 25, 2023

Books

The CFIUS Book: Second Edition
05.2020

Media Mentions

Teen and mother sue Northern Virginia private academy over handling of alleged attack
The Washington Post, 04.22.2019

'The NCAA is not our friend': Ex-Louisville trustee wants university to fight inquiry
Louisville Courier Journal, 04.11.2019

Turn in your smartphones! How Mueller kept a lid on Trump-Russia probe
Reuters, 03.22.2019

INSIGHT: I Helped Investigate 18 Years of Paper Classes at UNC—Lessons for the Admissions Scandal
Bloomberg Law, 03.22.2019

Sheppard Mullin Adds Ex-Cadwalader White Collar Pro In DC
Law360, 03.20.2018

Events

White Collar Crime 2024
Legal Developments in the Northeast
San Francisco Marriott Marquis, 03.06.2024

Contracting with the Government? Beware of the Department of Justice's Heightened Focus on Procurement Collusion, Antitrust & Fraud
Webinar, 01.31.2024

American Bar Association: 38th National Institute on White Collar Crime
Significant Legal Developments in the Regions – Northeast Region
March 1 - March 3, 2023

Key Lessons for Corporate Compliance Programs
Sports, Compliance, and Ethics Conference
Virtual, 01.19.2023

International Conference on Cyber Security 2022
Fairfield Inn & Suites, 07.19.2022

37th National Institute on White Collar Crime
San Francisco, CA, 03.02.2022

Podcasts & Webinars

Contracting with the Government? Beware of the Department of Justice's Heightened Focus on Procurement Collusion, Antitrust & Fraud
01.31.2024

Nota Bene Episode 153: Organizational Integrity in the Post-Pandemic Enforcement Environment with Jonathan Aronie and Joseph Jay (Winter Repeat)
11.24.2022

Nota Bene Episode 84: Organizational Integrity in the Post-Pandemic Enforcement Environment with Jonathan Aronie and Joseph Jay
06.03.2020

Nota Bene Episode 59: Organizational Integrity and Solving Reputational Threat with Jonathan Aronie, David Douglass, and Joseph Jay
11.20.2019

Nota Bene Episode 45: Crisis Averted: Lessons Learned from the College Admissions Scandal with Joseph Jay
07.24.2019

Practices

Governmental Practice

CFIUS: Foreign Investment in the U.S.
False Claims Act
Foreign Corrupt Practices Act (FCPA)
International Trade and Investment
Exports and Export-Related Controls
Sanctions and Anti-Money Laundering
Litigation
E-Discovery
Financial Services Litigation
Securities Enforcement
Securities Litigation
White Collar Defense and Corporate Investigations
International Reach
China
Latin America
Antitrust and Competition
Criminal Antitrust and Cartel Investigations
Organizational Integrity Group
Práctica Latinoamericana

Industries

Aerospace & Defense
Automotive
Cannabis
Education
Government Business
Hospitality
Life Sciences
Nonprofit
Sports

Education

J.D., William and Mary, School of Law, 2006

B.A., College of William & Mary, 2003, *summa cum laude*

Admissions

District of Columbia

New York

Virginia

U.S. District Court for the District of Columbia

U.S. District Court for the Eastern District of Virginia

Additional Office

New York