



1330 Connecticut Avenue, NW
 Washington, DC 20036
 TEL: 202.429.8177
 FAX: 202.429.3902
 airwin@steptoe.com

ALTERNATE OFFICE

2121 Avenue of the Stars
 Suite 2800
 Los Angeles, CA 90067
 TEL: 310.734.1926
 FAX: 310.734.1927

Areas of Practice

- Anti-Boycott
- Economic Sanctions
- Export Controls
- FCPA/Anti-Corruption
- Government Contracts
- Industrial Security
- International Regulation & Compliance
- Litigation

Education

The George Washington
 University School of Law,
 J.D., with honors, 1996
 Princeton University, A.B.,
magna cum laude, 1993

Bar & Court Admissions

- District of Columbia
- Maryland
- California

Andrew D. Irwin

Andrew D. Irwin is a partner in the Washington and Century City offices of Steptoe & Johnson LLP, where he is a member of the Litigation and International Departments. He practices at the intersection of government procurement and international regulatory law, focusing primarily on corporate investigations and related compliance counseling. He has a particular background in laws and regulations that relate to government contracting fraud, export controls/sanctions, and foreign corruption. He also has considerable experience in general corporate ethics/compliance counseling, as well as ethics/compliance program administration and development. He has conducted investigations in Europe, Asia, and the Middle East (including on the ground in Iraq). Prior to coming to Steptoe, Mr. Irwin spent several years as inside counsel for one of the world's largest engineering and construction companies.

Government Contracts

Mr. Irwin has counseled clients on a wide range of government contracts issues. A particular area of focus is ethics and compliance, including issues associated with gratuities, bribery, kickbacks and government hiring. Other topics on which Mr. Irwin has provided advice include contingency contracting, foreign acquisition, teaming, proprietary information, schedule contracting, small business subcontracting, and P.L. 85-804. He also assists clients with transactional due diligence.

In addition, as inside counsel to a major government and international contractor, Mr. Irwin advised senior management, business development, and procurement personnel regarding a full range of contract formation and administration issues involving numerous significant programs for the US Departments of Defense and Energy, as well as the US Agency for International Development. In addition, Mr. Irwin supervised bid protest litigation and was responsible for a number of Freedom of Information Act-related matters.

Export Controls, Sanctions, FCPA

Mr. Irwin has considerable experience counseling clients in a number of industries regarding their compliance with the International Traffic in Arms Regulations (ITAR) and the Export Administration Regulations (EAR). Much of his practice relates to enforcement matters, including voluntary disclosures and related internal investigations. He also advises clients regarding developing policies and procedures to prevent and detect violations and preparing license, classification and commodity jurisdiction requests. Mr. Irwin has also counseled clients regarding all major US sanctions regimes administered by the Office of Foreign Assets Control (OFAC) and conducted investigations and prepared voluntary disclosures regarding potential sanctions violations. In addition, he has helped clients address a wide-range of issues related to working in Iraq and addressing potential supply chain compliance risks when supporting US government contracts abroad.

Andrew D. Irwin

Mr. Irwin also has extensive Foreign Corrupt Practices Act (FCPA) experience. He has investigated potential FCPA violations in numerous locales, including having conducted dozens of witness interviews. In addition, he has conducted FCPA/anti-corruption due diligence and audits of sales agents and other business partners or third parties, as well as prepared corporate policies and training materials regarding FCPA compliance. He frequently draws upon his background in public procurement in such matters, including advising clients regarding suspension and debarment risks. He also has experience with respect to anti-corruption issues involving the World Bank.

Government Enforcement & Corporate Compliance

Apart from Mr. Irwin's experience in international enforcement areas such as the FCPA, Mr. Irwin has also litigated a number of False Claims Act cases and related matters, including those brought by *qui tam* relators. His clients have included defense, healthcare, and petroleum companies. He has prepared the full-scale compliance program required as part of a defense industry settlement. In addition, while in-house, he was actively involved in developing and administering a global ethics and compliance program for a major company. Mr. Irwin has also assisted clients in parallel criminal investigations, including responding to criminal subpoenas, preparing for and reacting to search warrants, and interacting with IG and FBI agents.

Noteworthy

- Mr. Irwin has been an Associate Professorial Lecturer in Law at the George Washington University Law School, a guest lecturer for its Government Contracts Program, and has given numerous CLE presentations on a wide range of government contracts and international topics for Federal Publications Seminars. His CLE presentations have included developing and teaching a course on ITAR compliance and voluntary disclosures as well as a course on the fundamentals of government contracts. He also has developed, and co-teaches courses on the FCPA as well as Battlefield Contracting for Federal Publications Seminars. Topics for webcasts have included FCPA due diligence and export controls for government contractors, among others. He is also a frequent author on government contracts, international regulatory matters such as export controls/FCPA, and corporate compliance.

Andrew D. Irwin

- He is on the Advisory Board for Thomson Reuters/West's The Government Contractor and was a frequent contributor to Thomson Reuters/West's International Government Contractor. He was a speaker on export controls and FCPA topics at the 2007 Thomson Reuters/West's Government Contracts Year in Review Conference, spoke at the 2008, 2009, and 2010 Year in Review Conferences primarily on the FCPA and US sanctions and is scheduled to speak at the 2011 Conference regarding the same topics. He also spoke at Thomson Reuter's 2010 Western Briefing Conference regarding the FCPA and the 2011 Conference regarding the impact of the ITAR and the FCPA on government contractors. He is a co-editor, with Ed Krauland and Jack Hayes, of Thomson Reuters/West's International Traffic in Arms Regulations Handbook. He co-chaired the American Conference Institute's 2009 National Advanced Forum on Government Contracting Compliance & Ethics and spoke at ACI's 2010 Industry Summit on DoD Contracting regarding the current contracting compliance environment. In October 2010, he co-presented an ACI workshop on the Fundamentals of FCPA and ITAR Compliance for government contractors and in 2012 will speak ACI's contingency contracting conference regarding export control issues impacting contractors in Iraq and Afghanistan. He was also a guest speaker for NCMA's North Texas Chapter regarding International Government and Commercial Contracting in September 2010.
- He is the Co-Chair of the International Procurement Committee of the ABA Section of Public Contract Law and moderated a panel on international procurement at the 2011 ABA Annual Meeting in Toronto. He has moderated several other ABA-sponsored panels on anti-corruption issues, including the UK Bribery Act.

Select Seminars & Events

Integrating ITAR , EAR and OFAC Sanctions into Your Contingency Contracting Compliance Strategy: Preventing Shipment Delays, Seized Items and Unauthorized Technology Transfer, 2nd National Summit on Contingency Contracting in Iraq & Afghanistan, February 28, 2012

Offsets in International Procurement: Emerging Issues Program, GW Law, February 28, 2012

Export Controls, Compliance and National Security Concerns, West Government Contracts Year in Review Conference, February 21, 2012

Andrew D. Irwin

Investing In Security: Vital Issues in Export Controls, FCPA, OCI, CFIUS and FOCI Webinar, February 1, 2012

Understanding Enforcement Risks and Defenses in Criminal & Civil Export Controls and Economic Sanctions Cases, December 8, 2011, (*A Steptoe-Sponsored Event*)

ITAR and FCPA Developments for Government Contractors, December 2, 2011

Selected Publications

New US Sanctions on the Government of Iran and Iranian Financial Institutions
February 7, 2012

DDTC Proposes Changes to ITAR Brokering Rules
January 25, 2012, *The Government Contractor*

DDTC Proposes New Brokering Rule
January 3, 2012

DDTC's Proposed Rule to Implement US-UK and US-Australia Defense Trade
Treaties
December 21, 2011, *The Government Contractor*

Select Issues in the US-Canada Defense Trade
December 2011, *Briefing Papers*

DDTC Issues Proposed Rule to Implement US-Australia and US-UK Defense
Trade Cooperation Treaties
November 28, 2011

Export Controls Reform - Category VIII Transfer
November 22, 2011

Export Controls for US Government Contractors and Subcontractors
September 2011, *German Journal on US Export Control Regulations*