

In-house Roundtable Discussion: Maximizing the Law Department's Value

**May 28, 2015
11:30 a.m. – 1:00 p.m.**

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Featuring:

Pamela Phillips, Senior Vice President & Deputy General Counsel, FIS
Kathleen Yohe, Director & Head of Legal- Jacksonville, Deutsche Bank
Melissa Foster Bird, Partner, Nelson Mullins Riley & Scarborough LLP
Daniel B. Nunn, Jr., Partner, Nelson Mullins Riley & Scarborough LLP

AGENDA

11:30-11:45 Registration

11:45-12:15 Opening Insights

Pam Phillips, Kathleen Yohe, Melissa Foster Bird and Dan Nunn

12:15-12:45 Roundtable Discussion

All participants

12:45-1:00 Results from Roundtables & Closing

Table leaders

Melissa Foster Bird and Dan Nunn

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NOTES SUMMARY
NELSON MULLINS- ACC NORTH FLORIDA CHAPTER
ROUNDTABLE DISCUSSION: "MAXIMIZING THE LAW DEPARTMENT'S VALUE"
MAY 28, 2015

Opening Remarks

Session leaders: Pamela Phillips (FIS), Kathleen Yohe (Deutsche Bank), Melissa Foster Bird (Nelson Mullins) and Daniel Nunn (Nelson Mullins)

Session leaders shared opening insights on good practices, including:

- **Mass litigation information and communications**- organizing information in mass litigation matters to report to clients on a succinct basis; information organized by plaintiffs- enhances communications and enables efficient review
- **Role of In-house counsel**- role of in-house counsel as legal advisor and counselor; noted that clients want help solving business problems- encourages team to provide meaningful counsel and to strike the right balance between standardizing and performing service in a meaningful fashion; discussed practices to drive efficiencies
- **In-house team as a value center**- lawyers as risk managers providing high quality services with efficiency; noted practices relating to workflow, standardized templates, escalation guidelines
- **Training programs and communications practices**- discussed training and communications practices to leverage value and integrate legal teams that span office locations

Internal Practices

1. Use after action reviews for both litigation and transactional matters
 - create a formal evaluation template and require no more than a 30 minute meeting periodically (e.g., quarterly)
 - take reasonable steps to avoid waiving the attorney-client privilege (e.g., properly labeling; limiting e-mail);
 - identify what did and did not go well, and how processes can be improved;
 - Schedule a review of transactions 3- to 5-years after closing;
2. Initiate ongoing discussions with business partners to reduce tension and increase trust
 - Establish culture that encourages involving lawyers on front-end
 - Address problem areas discovered in litigation; offer alternatives and recommendations rather than just a "don't do this again" list;
 - Establish monthly steering meetings to get business units on the same page;
 - "Sell" the services of Law Dep't by showing how examples of how front-end involvement and uniformity of contracts created efficiency and saved time and money
3. Identify 3-5 threshold points when using outside counsel so internal business people will know if there is point where they need to change direction
4. Seek training on budgeting and forecasting from the Finance Department
5. Develop forms and promote process efficiencies
 - Develop contract templates, which include non-negotiable terms, with the input of business leaders;
 - Develop contract playbooks that explain the limits for certain provisions and fallback options;

- Prepare a searchable "summary sheet" system to summarize the core provisions of the company's contracts
 - Create a project intake list that records questions and answers; prepare an annual analysis;
 - Create "friendly" templates that customers will sign without extensive negotiation;
 - Create contract portals that automatically route contracts to the right attorney for review.
6. Leverage technology
 - Contract automation tool example
 7. Identify topics or recurring issues for training
 - Indemnification
 - Disclosure
 - Targeted trademark protection
 8. Develop monthly webinar or "lunch and learn" training series
 9. Link group incentive compensation to participation in training and after action review
 10. Evaluate vendor practices
 - Evaluate ROI
 - Share vendor resources and recommendations among departments
 11. Mitigate information security risks by limiting access to information
 12. Communicate the value of the Legal Department by measuring items that business unit leaders have identified as concerns
 - Turnaround time
 - Total time spent
 - Time pending
 - Cost (internal costs and external costs)
 13. Identify recurring, routine matters, and prepare templates for them
 14. Use annual client surveys
 - Evaluate outside counsel
 - Evaluate in-house counsel

External Practices

1. Outsource contract negotiations when turnaround time is critical
2. Agree on criteria for use of outside counsel with business unit leaders
3. Monitor external counsel to keep them "on track"
 - Have several touch points during the week
 - Keep track of deadlines
 - More interaction reduces opportunity for budget surprises
 - Continual assessment reduces opportunity for budget surprises
 - Create a reasonably accurate budget at initial engagement and stick to it
4. Establish long-standing relationships with counsel who know the business, relate well to business unit leaders, can anticipate needs, and will "cut to the chase"
5. Put business unit leaders in direct contact with outside counsel to develop knowledge of the business, but disclose that each call to outside counsel costs money
6. Make outside counsel aware whether language in form contracts and settlement agreements is negotiable
7. Disclose to outside counsel areas of law (e.g., regulations; new developments) where e-mail updates are helpful

In-house Roundtable Luncheon Discussion: Maximizing the Law Department's Value

**May 28, 2015
Jacksonville, FL**

REFERENCE LIST

Following is a list of select ACC resources that may be of interest in connection with this roundtable discussion session.

PROJECT MANAGEMENT/STRATEGIC PLANNING

Prudential Financial, Inc. – Project Management as a Disciplined Approach to Successfully Implementing Major Projects

<http://www.acc.com/legalresources/resource.cfm?show=1220892>

Using a Disciplined Internal 'Hoshin' Planning Process to Enhance Alignment with Business Clients – Law Department Practices at Toyota Motor Sales, USA, Inc.

<http://www.acc.com/legalresources/resource.cfm?show=537228>

FMC After Action Reviews: A Critical Step in Adding Value

<http://www.acc.com/legalresources/resource.cfm?show=40522>

Strategic Management of Technology and Resources to Increase Attorney Productivity... Cisco's Approach

<http://www.acc.com/legalresources/resource.cfm?show=744953>

METRICS

Viacom, Inc.: Using Dashboards and Matter Management to Apply Business Rules to Outside Counsel Spend

<http://www.acc.com/legalresources/resource.cfm?show=1000941>

Mozilla Corporation: Maximizing Efficiency and Capturing Meaningful Process Metrics Using Matter Management

<http://www.acc.com/legalresources/resource.cfm?show=98804>

Liberty Mutual Law Department's Enhanced Approach to Metrics: Business Focused Effort Includes Quantitative Assessments and Quality Audits

<http://www.acc.com/legalresources/resource.cfm?show=313898>

Assessing Legal Performance at Allstate – 'Closing the Loop' on Performance of Premier Law Firms and In-house Lawyers

<http://www.acc.com/legalresources/resource.cfm?show=189752>

Value Practice: Outside Counsel Review Committee Adds Value for Southern California Edison's Law Department

<http://www.acc.com/legalresources/resource.cfm?show=378916>

BUDGETING /ALTERNATIVE OR VALUE-BASED FEE STRUCTURES
CIGNA Law Department's Budget Management Practices: 'Nailing the Basics'

<http://www.acc.com/legalresources/resource.cfm?show=425083>

ACC Value-Based Fee Primer

<http://www.acc.com/legalresources/resource.cfm?show=967965>

Alternative Fee/Value-based Arrangement Implemented by Smaller Law Department – Securities Portfolio Work for Wolverine World Wide, Inc.

<http://www.acc.com/legalresources/resource.cfm?show=599874>

Value Matrix for Intellectual Property Matters – Alternative Fee Structures Based on Level of Difficulty, Staffing Mix and Billing Guidelines and Informal Training

<http://www.acc.com/legalresources/resource.cfm?show=458576>

Employment Litigation and Counseling Portfolio Services on a Flat Fee Basis – Value Practices Implemented by Toyota Motor Sales, USA, Inc's Law Department

<http://www.acc.com/legalresources/resource.cfm?show=537543>

Ford Motor Company: Value-Based Fees for Litigation

<http://www.acc.com/legalresources/resource.cfm?show=919336>

Alternative Billing by Payment for Performance: Focus on FMC Technologies' ACES (Alliance Counsel Engagement System) Program

<http://www.acc.com/legalresources/resource.cfm?show=40256>