Transitioning from Outside Counsel to In-House: Tips on Positioning Yourself for the General Counsel Position

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The Life Cycle of In-House Counsel

- Getting an in-house position
- Making a successful transition
- Being an effective in-house counsel
- Positioning yourself for a GC position
- Succeeding as a GC

Getting an In-House Counsel Position

- Networking, networking, networking
- Preparing for the Interview
- The Interview Process
- Don't Get Trapped!

Making a successful transition

- Requires Total Immersion
- Adapting to the "Business" Culture
- Support from outside counsel
- Transforming Yourself into a "Corporate Counsel"
- Transforming Yourself into a "Business Person"

Being an Effective In-House Counsel

- Available and Approachable
- Always be responsive, never dismissive
- Get out of the office and into the "field"
- Be willing to ask questions and listen to the answers
- Embrace the Company's culture
- Know how best to communicate within the Company
- Be serious, credible...but not humorless

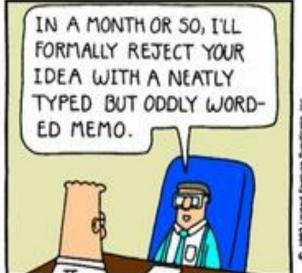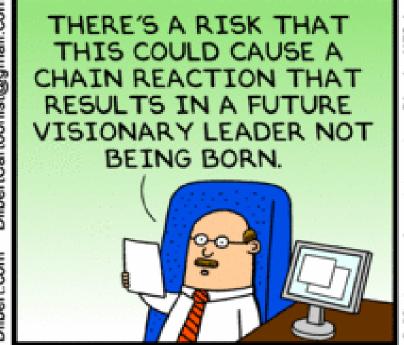# How NOT to be Approachable:

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Being an Effective In-House Counsel

- Know how to evaluate and be willing to accept **an appropriate level of risk**
- Learn the business, competition, key initiatives, priorities and challenges
- Understand how the company does business
  - Revenue Recognition and accounting considerations
  - Product development and design
  - Manufacturing/Production processes
  - The delivery of services and customer support
  - Technology limitations
  - Distribution and pricing
  - Regulatory compliance
  - Internal controls (financial and operational)

How NOT to Right-Size Risk:

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" 'Season's Greetings' looks O.K. to me. Let's run it by the legal department."

Being an Effective In-House Counsel

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Being an Effective In-House Counsel

- **Be collaborative and viewed as a business partner**

- **Provide clear and concise advice**
  - Which is easy to understand but still authoritative
  - In "Plain English"
  - Relevant, practical and "right-sized" for the company
  - Avoid qualifiers
  - Offer an appropriate explanation of the reasoning
  - Don't a "black hole

- Think prospectively

- Understand, value and promote important business relationships (customers, vendors, partners, regulators)

How NOT to be a Good Business Partner

Being an Effective In-House Counsel

- **Be collaborative and viewed as a business partner**

- **Provide clear and concise advice**
  - Which is easy to understand but still authoritative
  - In "Plain English"
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- Think prospectively

- Understand, value and promote important business relationships (customers, vendors, partners, regulators)

Positioning Yourself for a GC Position

- See all of the above – And Don't Screw Up!
- Be a "presence" in your company
- Expand your professional portfolio
- Seize the opportunity
- Have a "local" presence
- Network, network, network
- Embrace the mundane

Being a Successful General Counsel

- Respect your predecessor
- Develop effective relationships:
  - CEO
  - BOARD
  - CFO
  - Auditors
  - Senior Executives
  - Employees
  - Shareholders
  - Outside counsel and advisors

Questions?