

President

Mary E. Kennard
American University
202.885.3285
mekesq@american.edu

President-Elect

Kevin S. Lapidus
SunEdison
443.909.7206
klapidus@sunedison.com

Vice President (External Relations)

Manik K. Rath
LMI
703.917.7315
mrath@lmi.org

Secretary

Joseph M. Titlebaum
XM Satellite Radio Inc.
202.380.4066
joseph.titlebaum@xmradio.com

Treasurer

Curtis L. Schehr
DynCorp International LLC
571.722.0205
curtis.schehr@dyn-intl.com

Immediate Past President

Eric D. Reicin
Sallie Mae
703.984.5528
Eric.D.Reicin@slma.com

Board of Directors

Vanessa Allen
Marian S. Block
Charles E. DeLeon
Stephen Dwyer
Robert E. Gans
Thomas D. Hickey
Jennifer McGarey
Mollie D. Roy
Judith S. Sapir
Rhonda S. VanLowe
Karen Wishart

Virginia Regional Coordinator

Frost B. Telegadas
804.242.7212
FTelegadas@verizon.net

Program Manager

Robin Hayutin
703.242.8773
fishelal@aol.com

Executive Director

Ilene G. Reid
(Phone) 301.881.3018
(Fax) 301.881.2065
WMACCA@verizon.net

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funding for the 2008 program. Thank you to Brandon Fitzgerald and Vanessa Allen for their leadership of this program, as well as to all the WMACCA members who participated in selecting and mentoring the scholars, and to the organizations who hosted the internships.

■Pro Bono and Community Service

Activities: Board member Bob Gans led a tremendous program this year, greatly expanding our use of pro bono and community service activities to provide new and different opportunities for members to participate in WMACCA, improve our outreach to disadvantaged communities in our service area, and enhance the reputation of WMACCA and its members. In addition to Bob, we thank all the WMACCA members and sponsors who participated in the projects we sponsored. Look for more of "Team WMACCA" in 2008.

My message would not be complete without thanking the staff at our parent organization — the Association of Corporate Counsel — for their support of WMACCA. We enjoy a

close working relationship with the ACC chapter and membership staff (notably Robin Grossfeld, Tori Payne, Liang Ge, and Danielle Boshart), as well as General Counsel Susan Hackett and her staff, and CFO Anne Bracken and her staff. Fred Krebs, ACC president, has been a tremendous supporter of WMACCA, and particularly of the Corporate Counsel Awards.

Finally, I want to express both my gratitude and admiration for our extraordinary executive director, Ilene Reid. As you have no doubt witnessed, she is brilliant. She made my year a memorable success. Ilene, you are the counselor of counselors. Thank you.

As my presidency concludes, I know that WMACCA is in good hands—with strong leaders and an engaged and dedicated membership. Kevin Lapidus stepped up as president-elect this year and, with your support, will take on the presidency in January. We hope that many more of you will decide to give of your tremendous gifts and energy to WMACCA activities. If you do, both WMACCA and you will reap great benefits.



Ilene G. Reid
WMACCA Chapter
6928 Race Horse Lane
Rockville, Maryland 20852



Mary E. Kennard President's Message

Thanks for Giving

A volunteer organization is only as good as its leaders and members. As my term as WMACCA president winds down, I am proud to say that WMACCA is an excellent organization, and I am grateful to all the wonderful people whose tremendous expenditures of time and effort make it so great.

In the beginning of the year, the board engaged in a strategic planning process to ensure our services and initiatives are meeting the needs and interests of our membership, and that our resources are aligned to support our goals and plans. We adopted a five-year roadmap to ensure that the organization stays strong, vibrant, and effective. I very much appreciate the support that the WMACCA board members provided in this planning effort, as they did in all the activities and initiatives the chapter has undertaken this year.

As the year ends, it is a good time to note our accomplishments in meeting the goals of the strategic plan:

■**Membership:** In 2007, we have made great efforts to get more members involved in WMACCA by recruiting new volunteer leaders for our forums, providing more opportunities for members to participate on panels and present programs, and sponsoring community service events and pro bono activities. Thank you to all who have participated. Thanks, also, to board member Tom Hickey who, as membership chair, has taken on the important task of ensuring that we remain the largest ACC chapter.

■**Finance:** In 2007, WMACCA took important steps to ensure continued stable funding for programs and activities by adopting a new sponsorship program. The new model was very successful. We are extremely grateful to all our sponsors for their support of the chapter—not just financially, but by participating in and supporting all of the programs and activities we provide.

■**Programs:** In 2007, we provided a stellar array of more than 60 CLE programs, and greatly increased the number of participation opportunities for WMACCA members in programs and events. We made many events more accessible by increasing our use of teleconferences and web seminar technology. Thank you to vice president for programs Kevin Lapidus and board members Stephen Dwyer and Jennifer McGarey, for all their efforts.

■**Operations:** In 2007, we added new staff members to manage the greatly increased services, and provide additional member services. Thank you to: Frost Telegadas, regional coordinator, for all the programs and events she organized in our Virginia service area; Robin Hayutin, program manager, for handling the calendar and program logistics; Susan Verner and Kay Bailey, for being jacks-of-all-trades in support of the chapter; and Beth Sherman, for her work on the Corporate Scholars Program.

■**External Affairs and Advocacy:** We have continued to enhance the image and reputation of WMACCA and the in-house bar among members of the bar, bench, press, political leaders, law-related organizations,

service providers, and business leaders, by making new contacts with leaders in these areas and involving them in WMACCA activities.

■**Corporate Counsel Awards:** This year's Corporate Counsel Awards Reception was bigger and better than ever. We have seen evidence of the perceived value of the Corporate Counsel Awards as winners of the awards have included that information in their professional biographies and company filings and press releases. Many thanks to Manik Rath, WMACCA vice president for external relations, for his leadership of the awards program. We also are grateful to the members of the legal and business communities who have supported the awards program by serving as judges over its first three years, helping us recognize an outstanding group of finalists and winners.

■**Corporate Scholars Program:** The Scholars Program had its most successful year, with nine students receiving scholarship awards and participating in summer internship opportunities—the largest class of Scholars in the Program's four-year history. We were also thrilled to be able to increase the scholarship stipends this year. Because of the success of the chapter's sponsorship program, we also were able to ensure that we have

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Discover Best Practices from ACC's Annual Meeting

Susan Hackett,
Senior Vice President and General Counsel
Association of Corporate Counsel
hackett@acc.com

I recently attended ACC's annual meeting in Chicago ... heck, who's kidding whom? It's a command performance for ACC staff and we fight over the privilege of attending and spending such high-quality time interacting with members!

There's an adage here at ACC that a former ACC Board Chairman (Bill Lytton, now retired CLO of Tyco, then CLO of International Paper) used to help us define a meeting's success for members: With so much information and so many "opportunities" flying by at light speed in their day jobs, anytime a member can go to a meeting and pick up even one really good, practical idea to take back home and implement, they will feel that the time was spent well. So here's my review of several really good ideas collected from the ACC Annual Meeting that I'd like to share with those of you who weren't there.... Maybe next year (October 19–22, 2008 in Seattle) you'll be able to pick up some gems without a middleman!

In no particular order:

■ **The first thing you do is send everybody home.** A ton of great ideas for responding to government investigations emerged from a wide variety of programs at the meeting, but one that resonated with many attendees is the idea of establishing a policy that if uniformed, government agents invade your premises and begin a sharp edged investigation, you should send the staff home immediately. The govern-

ment often uses the "raid" tactic not so much to collect documents, but to catch employees unaware and to scare them into saying things that damage the company—they don't do this in a formal interview environment, but they will storm an employee's office and begin unpacking their desk drawers. So if they show up, leaders from the law department and other designated staff should surely escort government officials around and cooperate fully, but only after the staff has "evacuated" the premises—the government is not entitled to interview employees without notice and authority, especially without counsel present (either the company's or the individual's personal counsel). They won't be happy with you for killing their fun, but if they're investigating your company in this manner, it's too late to wonder if you'll get extra points for serving coffee and cookies.

■ **On the subject of lawyers as targets in criminal enforcement actions or prosecutions:** There's a whole lot of stuff out there on increasing lawyer liability for client failures, as well as why it is that lawyers are more likely to be targets, along with their clients, when the government comes calling. A number of programs focused on these issues, but one of the most troublesome worries repeatedly raised was whether there was anything that lawyers can do to avoid being called as fact witnesses (especially since many corporate counsel wear multiple hats in their jobs and carry business responsibilities). One idea discussed was for the in-house lawyer to file an appearance as counsel of record for the case. It makes it far more difficult for the government's counsel to call

the defense counsel on a matter as a fact witness, especially, as is almost always the case, when there are non-lawyers in the company who can testify to facts that the government wants to explore and document them. Calling a lawyer to do this endangers the client's ability to assert privilege over anything the lawyer worked on in the past (subject matter waiver) or, for that matter, in the future.

■ **Outside counsel budgets—an oxymoron?** Unfortunately, it seems so. One great idea presented by a large law department that has trouble getting certain high profile firms to follow clearly negotiated and detailed budgets for large matters is to have the board (or a relevant board committee) "approve" the outside counsel's budget for major projects. Then, when the outside counsel suggests that they're going to have to bust the budget or calendar because of "unforeseeable" events, you can ask them: "Would you like to notify the board of this recent development in person, or by report for their next meeting?" Let them know that the in-person presentation is preferred since they'll be able to answer board members' questions directly onsite. Heck, maybe you could sell tickets to your in-house counsel friends and colleagues?

■ **More on outside counsel costs:** Institute a system of shadow bills for outside counsel matters you're most concerned stay within budget or on track. Shadow billing is a law department-driven mechanism for reviewing outside counsel bills as each one comes in, and checking on whether they're on track with cost estimates that the department calculates, usually based on historical experience but

maybe based on other criteria, such as the spending cap for the matter/its value. For each relevant billing period, you compare the actual bill with the shadow bill you've predicted; if you know that monthly costs should be averaging \$35,000, and you start receiving bills for \$3,000 or \$300,000, you know that the matter is not proceeding as planned and is likely to miss budget. You know to ask outside counsel NOW for an explanation of what is causing the variance. You may find their answers completely satisfactory, you may have estimated poorly, or you may decide early out that your outside counsel is not properly managing, supervising, or budgeting the matter and can nip errant behaviors in the bud. After all, it's worse to have this conversation after the matter is irreversibly out of control and over budget.

■ **Think about establishing a more active role for lawyers in government relations.** An increasing number of law department leaders are either leading or supporting their company's "capital" office presence to stay abreast of developments that will affect your company or industry, and to influence emerging regulations when possible. The role of company lawyers is to help ensure that legislation doesn't lead to regulatory nightmares for the company. Involvement of the legal staff does not always entail directly lobbying activities, but usually does include responsibilities that confer new career challenges and personal development for lawyers somewhat trapped within the glass ceilings of their current in-house positions.

■ **Carefully consider the evolving relationship you may have with your**

company's outside auditors: While that primary relationship is "owned" by the CFO, you are likely to be increasingly involved in managing the auditor's requests, and likely also increasingly concerned about what auditors are asking to see in the conduct of their regular reviews of the company's fiscal health. The jewel: focus on a more proactive (rather than waiting to be placed in a reactive) role in anticipating some of these issues and negotiate them with the auditors in advance of retention. A panel addressing this subject and reporting on an ACC initiative to improve the lawyer-auditor relationship offered lots of specific ideas. Catch some of them in the material archived at www.acc.com/php/cms/index.php?id=368.

■ A number of programs touched on the issue of helping counsel prove (as in "quantify") their value to their clients, in spite of their status as a "cost center" within the company. Some counsel discussed their efforts to create what amounts to "dashboards" for their client leadership (a dashboard generally appears on the client's screen when opened and provides a ticker of information). These dashboards provide real-time status and dive-down detail on the costs that the client's area has "incurred," whether charged back to the client or not. This provides a method of linking law department costs more concretely to services and to client actions. Obviously, someone has to feed the dashboard beast, but it's worth thinking about, especially if the information could be entered by non-lawyer staff, outside counsel, or consultants.

* I'm going to let you see all the "substantive law" good ideas by logging onto the ACC website and checking out the course materials posted on the annual meeting's homepages.

One last reminder on picking up pearls at the meeting: If you attend the meeting in Seattle, set aside time to shop the exhibit hall for more good ideas than you can shake a stick at. I mean it. Unless you've been to an ACC annual meeting before, you have no idea what I'm talking about, but ask anyone who's been. The exhibit hall/trade show floor is the busiest place at the meeting. There are almost 200 firms (outside counsel, legal services providers, legal tech experts, staffing and professional consultants, etc.) present and they all bring their tippy top people who understand your business and can fashion solutions designed just for law departments. If you're in the market to interview firms, preview technologies, or discuss consulting services, come to the meeting with your pencil sharpened and your exhibit hall map marked with the most direct routes to visit the folks you need to see. You will have an unparalleled opportunity to meet with the top providers of virtually everything a law department needs: you can talk to them for 30 seconds or 3 hours, with as little or as much specificity as you like; if you're not interested, you walk to the next booth (usually with some nice swag in tow!). This is so much easier than inviting a line of prospects to interminable meetings in your offices and finding out they've sent a local account rep that can't answer your questions.

Comments or ideas for me? Contact me at hackett@acc.com.