

## Inside 4Q2021

- 2..... Preparing the Unprepared Company Witness for Successful Deposition Testimony
- 3..... 2021 Upcoming ACCGP Events
- 4..... Tech Toolbox: Creative Career Management
- 6..... New Board Member Spotlight
- 7..... New and Returning Members
- 8..... In Case You Missed It
- 10... Bringing the Human Voice to Legal Language
- 11... ACC News
- 12... Chapter Leadership



# FOCUS



Michael J. Eckhardt  
SVP, Chief Risk Officer,  
General Counsel &  
Secretary  
Wawa, Inc.

## A Message From the President

**Michael Eckhardt**

It is hard to believe it is already the Fall season and the calendar year 2021 is coming to a close with the holidays quickly approaching. A big “thank-you” to our sponsors for all their efforts and support this year. Our sponsors continue to deliver so much value to our members in terms of practical and timely legal advice. New issues seem to arise every hour for in-house counsel over the last 18 months, and our almost 1,700 members are grateful they can turn to our network of sponsors to advise, enable and protect their organizations. We had hoped to return to more normal programming with in-person events late in 2021 but, while we have had a few in-person gatherings, we quickly realized that a new normal involved more Zoom meetings and events. Regardless, we were able to connect, maintain friendships and develop new relationships.

The last year would not have been possible without our volunteer practice and social chairs, along with our Chapter Administrators, **Chris Stewart** and **Joanne Ray**. On that note, Chris Stewart, our Chapter Administrator for almost 25 years and ACC Greater Philadelphia ambassador,

informed us that she would like to retire in the next year or so. At first, we did not want to believe the news, but with Chris’s help and advance planning, we have brought on board **Denise Downing**, of Neff & Downing. Denise has already started to work with Chris on a transition of responsibilities over the next year or so and brings to our Chapter her company’s valuable experience with other organizations. Do not worry - Chris will not be leaving us immediately, but will start to scale back so that she can spend much more deserved time in Florida with Bill and her family. Thank you, Chris, for all you have done for our Chapter!

As you know, we moved our inaugural **Women’s Summit** from November 2021 to March 17, 2022 and our inaugural **Diversity Summit** from December 2021 to February 7, 2022 so that we could host these events in person. The planning of both Summits continues in earnest. We believe each of these events will provide the unique and valuable programming our members have come to expect of the Chapter. Our programming over the last few months continues to generate great attendance. Special thanks to **Cozen O’Connor** for the recent Meet Your Counterparts (MYC) Magic show, **Faegre Drinker** for hosting an MYC at Chops in Philadelphia and **Stevens and Lee** for hosting an

*continued on page 2*

## In-Transition Membership

If you are a member who is in transition, take advantage of the opportunity to continue your membership **AT NO COST**. ACC will waive dues for existing members for up to one year, and offer a reduced membership rate for up to an additional two years if you are displaced but actively seeking a new in-house position. [[In-Transition/Retired Application](#)] For more information about In-Transition Membership, please visit: <https://www.acc.com/membership/become-a-member/in-transition-member>.

## Retired Membership

Recently retired ACC members may continue their membership at a **reduced rate of \$95 annually**. You can email [membership@acc.com](mailto:membership@acc.com) to request an invoice for this great rate, or submit the [In-Transition/Retired Application](#), and be sure to select the RETIRED option. For more information about Retired Membership, please visit: <https://www.acc.com/membership/become-a-member/retired-member>.

If you have questions, please contact ACC’s membership department at 202.293.4103, ext. 360 or at [membership@acc.com](mailto:membership@acc.com).

**NEW UPDATES—PA CLE Ruling on Distance Learning Credits and Carry-overs for 2022-2023**

continued from page 1

MYC event in the Lehigh Valley at Folino Estates Winery. Our **3rd Annual Golf & Tennis Outing** was held at Radnor Valley Country Club on September 20th and it was a huge success! It also benefited our Diversity Corporate Internship Program.

A special thanks to our Board members who are completing their current terms in December. **Kevin Griffin**, who always seemed to be in the middle of our Ethics Institutes; **Kristen Han** for her role in our strategic planning and sponsor engagement efforts this past year; and **Stephanie Hu** for her work on our social media channels and with the In-House Counsel Conference. Thank you for the valuable contributions you made as leaders of our Chapter. We will miss seeing you at our

monthly board meetings, but know we will see you at our events.

This is my last newsletter as President of the Chapter. My sincere thanks to Chris and Joanne for navigating me through the year, as they have with many different leaders in the past. A special thanks to **Jackie Meredith-Batchelor**, our Immediate Past President, whose time as an officer is coming to a close at the end of the year after 8 years on the Board. Jackie added great perspective to me throughout this past year and led our Chapter through all the uncertainty of the pandemic in 2020. And a congratulations to **Dan Slawe**, who will become President of the Chapter on January 1st. I wish Dan all the best in his new role, knowing he is

surrounded by countless volunteers who make this Chapter run each and every day. Thank you all for your support.

Our Board of Directors and Officers are here to serve you—we welcome your feedback, your ideas, your input, and most of all your involvement. You can reach me directly at [michael.eckhardt@wawa.com](mailto:michael.eckhardt@wawa.com) or 610.358.8044. We look forward to seeing you and we sincerely hope you will remain actively engaged in the wonderful opportunities that our Chapter has planned for years to come.

Warmest regards,  
Michael Eckhardt  
President  
ACC Greater Philadelphia

## Preparing the Unprepared Company Witness for Successful Deposition Testimony

By Andrew L. Campbell, Partner, Faegre Drinker, J. Benjamin Broadhead, Associate, Faegre Drinker, Elizabeth Camille Christen, Associate, Faegre Drinker

Company witness depositions can make or break your case. The critical nature of these depositions underscores the need for meticulous preparation of company witnesses—particularly those who are unprepared and inexperienced. The goal of this article is to provide a roadmap for transforming an unprepared company witness into a confident and credible deponent.

### Best Practices for Deposition Prep Sessions

Deposition preparation (“prep”) sessions may look different depending on the attorneys conducting them, but every good prep session should include the following elements:

- **Independent Knowledge** – Before getting into the substance, find out what the witness personally knows or remembers. This introduction will help guide the session, and may alert the attorneys to information that should be withheld from the witness if he or she is not already aware of it.
- **Provide an Overview** – In order to provide useful deposition testimony,

a deponent must know what the case is about, why they are being deposed, what opposing counsel is hoping to obtain from them, and the key themes of both parties.

- **Show Them the Documents** – A company witness should never see an important document for the first time during his or her deposition. If plaintiff’s counsel is likely to question your witness about a damaging email he or she sent five years prior, the witness should be familiar with the document and prepared to fend off the attack. This often requires conducting a thorough review of a witness’s custodial file and identifying potential exhibits in advance of the witness’s prep session.

### Key Pointers to Share with Every Company Witness

The following fundamental concepts should be taught to every company witness throughout the preparation process:

- **Don’t Try to Win the Case** – Witnesses must understand that they cannot and will not win the case with their testimony,

but they can lose the case. Accordingly, company witnesses should think of themselves as defense rather than offense. Their job is not to score points on opposing counsel; it is to keep opposing counsel from scoring points on them.

- **Don’t Volunteer Information** – Opposing counsel’s job is to ask questions, and the witness’s job is to answer them. But in doing so, many witnesses are tempted to go beyond the pending question and volunteer additional information. It is human nature to be helpful, but volunteering information that has not yet been requested by opposing counsel almost always does more harm than good.
- **Don’t Speculate** – Witnesses should be prepared to answer questions for which they have personal knowledge and deflect questions that call for speculation. Opposing counsel will often press them to speculate, even over defense counsel’s objections. Many witnesses will give in, but a properly prepared witness will know how to stand his or her ground and only answer when they have personal knowledge.

continued on page 3

continued from page 2

- **Beware of Summaries of Prior Testimony** – In many instances, opposing counsel will inaccurately summarize a witness’s prior testimony in an attempt to obtain a more plaintiff-friendly answer. For example, if a witness testifies that Company X did not conduct a clinical trial before applying for regulatory approval, opposing counsel might follow up with the following question: “You testified previously that Company X endangered patients by failing to conduct a clinical trial prior to seeking regulatory approval, correct?” Witnesses must beware of this tactic and only accept a summary of prior testimony if they *completely* agree that the summary was accurate.

### Slaying the Reptile

With increasing frequency, plaintiff’s lawyers are using the “Reptile Theory” to drive large verdicts. Lawyers who employ the Reptile Theory seek to tap into the “reptilian” portion of a juror’s brain by presenting the defendant’s conduct as a grave danger to society and convincing jurors that the best way to protect themselves and their community from that danger is by “sending a message” to the defendant with a large verdict. But plaintiff’s lawyers can only make good use of the Reptile Theory at trial if they first establish “safety rules” during company witness depositions.

A safety rule is a universal principle of how people should behave in certain circumstances and is focused on preventing danger at all costs. A well-crafted safety rule question will be difficult for the witness to disagree with. Here are a few examples:

- Safety is a top priority of your company, correct?
- Companies should never put customers in danger, right?
- Would you agree with me that a company should never needlessly endanger a customer?

Although tempting, a company witness should avoid an unqualified adoption of a safety rule question. If a witness agrees without qualification, the safety rule is created, and plaintiff’s counsel will use that safety rule against the witness for the rest of the deposition and against the company for the rest of the case. Accordingly, witnesses must be prepared and subjected to extensive mock Reptile questioning prior to their deposition so that they can intuitively recognize safety rule questions as they are being asked. As the defending attorney, appropriate objections to Reptile questions are equally important (subject to the rules of the jurisdiction), such as “incorrect legal standard” or simply “improper Reptile question.”

Once the witness has recognized a Reptile question, they may fend it off by resisting the urge to agree and instead qualifying their answer to avoid creating an unbreakable safety rule. Here are a few ways witnesses may repel a Reptile attack:

Question: Safety is a top priority of your company, correct?

Answer: Our company has many priorities, and safety is certainly one of them.

Question: Companies should never put customers in danger, right?

Answer: I’m not sure what you mean by danger. Could you be more precise?

Question: A company should never needlessly endanger a customer, right?

Answer: It depends. Could you tell me what you mean by needlessly endanger?

### Conclusion

The importance of thoroughly preparing company witnesses for deposition testimony cannot be overstated. Damaging testimony from an unprepared witness can instantly increase the settlement value of a case. To ensure this does not happen in your case, take the time to educate your witnesses on the key issues in the case, teach them the fundamentals, show them the important documents, and prepare them to recognize and repel the Reptile. The short-term investment will pay long-term dividends.

*Andrew Campbell, Benjamin Broadhead and Elizabeth Christen are attorneys in Faegre Drinker’s product liability and mass torts practice group.*



Andrew Campbell



Benjamin Broadhead



Elizabeth Christen

## 2021 Upcoming ACCGP Events

Visit [ACC Greater Philadelphia](#) for the most current event details or to register for chapter events.

Be on the lookout for calendar updates!

## DECEMBER

**December 1**  
**Ethics & Compliance Virtual CLE Institute with CSC and Duane Morris**

**December 3**  
**GC/CLO Lunch Club**

**December 13**  
**Labor & Employment webinar with Greenberg Traurig**

**December 14**  
**In-person Holiday Party and Board Transition Ceremony at Radnor Valley Country Club**

# Tech Toolbox: Creative Career Management

By Greg Stern, Consultant, Chubb Group, and Former Global Integration Counsel

Traditional approaches to career management were often limited to basic considerations like job location and title, employer financial health and culture, the type of work, office situation, etc. Career development meant either getting an entry level job in a corporate law department that offered on-the-job training, or after that, developing expertise in some area of law that was marketable. Furthermore, people often assumed their careers would be doing the same job with the same company for many years.

This was certainly true for me. As a young lawyer, although I tended to approach each new job opportunity with the idea that I might be with that firm for the rest of my career, I was usually grateful to be able to change jobs, if not always companies, every four to five years or so, simply to avoid feelings of stagnation.

These traditional expectations around career management were embedded in what was the then existing worldwide corporate culture. They developed during a time after the (even) more static job environment of the 1960s–1990s, but before the current era of more fluid work arrangements that are increasingly finding their ways into the business world today.

But the changes wrought by technology and globalization have been accelerating for years, to the point where they have already had a massive impact on the way we work and, consequently, the ways employers and employees interact.

More businesses are relying on temporary or leased employees from overseas. More businesses are replacing certain outside with inside counsel, and replacing certain job functions using AI. Especially after the pandemic, more businesses will permit or even encourage remote work arrangements, reducing their current real estate footprints in favor of “hoteling” arrangements. These and many other trends are certain to impact most inside

counselors’ careers over the next several decades. This in turn may create the opportunity for more creative career management opportunities than we have had in the past.

So, what does this mean for your own approach to career management? Here are some thoughts on the things you might want to take into account.

## Location, location, location.

Traditionally, we have come to expect that we might have to relocate to wherever the jobs we wanted were located.

Although we would try to find jobs in places we desired to live, if none were available there (or if the compensation was sufficiently alluring elsewhere), we might have to move to locations we didn’t actually like all that much.

That may be changing. The pandemic has taught many employers and employees some of the benefits of remote work arrangements. Some employers may be slower to adopt such arrangements, but many will not. As more companies incorporate such arrangements, it may be possible for corporate lawyers to locate almost anywhere (so long as internet service is adequate, which is steadily becoming true in more places). So, if you have found a location you love, you may have a much better chance than did prior generations to find a job working from that location, even if your employer isn’t based there. Bottom line — make location selection part of your job selection criteria.

## Become technologically competent.

Thirty years ago a lawyer’s proficiency with computers was rarely if ever regarded as a job criterion by most employers. Now it should be. A lawyer who is skilled with modern technology will not only be a better remote worker but will also be able to develop personal knowledge management systems and operating efficiencies and other personal

productivity skills that will make them much more effective workers in general. Here is what [JDSupra](#) had to say about it earlier this year:

In 2018, [Gartner](#) observed that 81 percent of legal departments were unprepared for digitalization. Now, especially as the pandemic has forced lawyers to embrace more technology faster than ever before, the gap in lawyers’ understanding of — and ability to harness the advantages of — technology has been exposed...

Technological competence is imperative for all lawyers, but it’s an especially valuable skill for in-house lawyers, who must continuously find new ways to make their work more efficient. In-house counsel should keep tabs on the latest technological tools and consider ways they could streamline workflows and improve outcomes for their client.

So, take some time to study the tech tools you know you will be using, like MS Office or Google Workspace. Find tips and tricks videos and podcasts that will help you to refine your existing skills. Dive into tutorials so you can master more than just the fundamentals. You might even want to write or teach about the things you’ve learned, because doing that will further enhance your own skill level. Even if many employers aren’t smart enough (yet!) to analyze your tech skills, knowing how to use your tech will make you far more attractive and competitive than you might have thought.

## Develop a futurist mindset.

Change is accelerating. Very quickly. As the pucks move faster, it becomes even harder to stay in the game if you can’t anticipate where your particular pucks are heading. This applies to everything from technology to privacy regulations to climate change to the general skills that make a good corporate counsel.

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continued from page 4

It is easy to get caught up in the illusion that most things don't change and don't need to; but in fact, change happens continuously and affects every facet of our lives. So if you can, teach yourself to read the various tea leaves that will help you identify emerging patterns and trends and, most importantly, develop a network of experts in various fields to act as sounding boards and help you better understand these trends and patterns, because you will be enormously more successful in your career and more valuable to prospective employers. You will also have turned yourself into a futurist, a practitioner of futurology.

**Futures studies, futures research or futurology** is the systematic, interdisciplinary and holistic study of social and technological advancement, and other environmental trends, often for the purpose of exploring how people will live and work in the future.

You may be asking, "But, how can anyone learn to do that?"

First and foremost, it involves developing the right attitude. If you can make a habit of routinely and systematically thinking about how the future is likely to pan out in various work-related contexts, you will be amazed at how quickly you will start to develop the ability to notice the signals that indicate those trends.

*"The best way to predict the future is to invent it."*

Alan Kay

Furthermore, your own creative thinking about a future you want may help you to create that future. If you can develop the ability to notice opportunities for change that you believe are likely to occur in your business environment — and then figure out how to implement some of those ideas through process improvements or other changes — you may be able to create innovative designs of your own to accomplish your or your company's goals.

For example, one of the most famous futurists was [Alan Toffler](#), author of the 1970s bestseller *Future Shock*. Many

of the trends he discussed in that book seemed like such fantastic concepts that those very ideas launched entire industries such as employee leasing, and he also predicted the immense impact of the internet and how it would facilitate remote workers. Developing a futurist mindset will open your mind to creative opportunities that might otherwise never occur to you.

*"Because it makes you think. It opens up the questions of what's possible. Not necessarily what will be, but what's possible."*

Alan Toffler

### **Make work/life balance a true priority.**

Speaking of our futures, isn't it time we gave more thought to managing our careers so we can achieve something many of us desire but to which most employers have only given lip service for several decades? Although employers will talk about work/life balance during the "honeymoon" phase of recruitment, they will rarely try to ensure that existing employees will be able to set appropriate boundaries to prevent overwork and burnout, which is becoming an increasingly greater health hazard.

However, it is now becoming more possible for individual employees to better maintain those boundaries, and smart employees will begin to actively manage their careers around achieving a healthier and more satisfying work/life balance (WLB). I spoke with several very senior HR professionals from different companies, and they gave me the following tips.

1. Decide what it means and how important it is to you and reevaluate your job satisfaction in that regard on a regular basis. If you have concluded that you can only achieve success by trading away WLB, think again. More and more, I believe and my HR friends concur, it will be possible to achieve both.

2. If it is important to you, the best time to make that clear is during job recruitment. Employers are beginning to recognize that WLB is becoming more of a competitive recruitment lever, especially among the millennials they are trying so hard to attract, so the more you and other potential recruits raise it during the recruitment process, the more companies will come to address it.
3. Check sites like Glassdoor to see if your potential employer has WLB issues that concern you, and raise that with them during recruitment. And, since more employers routinely conduct employee satisfaction/engagement surveys, ask whether WLB is addressed in those surveys (it may be a bad sign if they don't) and, if it is, whether you can review the results of those surveys for your prospective law department. Either way, ask to interview some of your prospective colleagues in that department and see what they say about it.
4. If you are already employed and see your WLB being eroded, explore ways you may be able to address the issue. For example, talk to your manager and HR about your concerns. They should take your physical and mental health seriously, and many studies have shown the correlation between health and WLB.
5. In the United States, we have developed a false correlation between more hours worked and greater productivity, but this is a false equivalency as many studies have shown. In fact, there is a clear point of diminishing returns where longer hours mean less overall productivity. If your company tracks productivity metrics, see whether you can use your own scores to show that you do more and better work when you aren't as burnt out. Raise the issue in your employee surveys and in conversations about morale with your manager or HR and encourage colleagues expressing similar concerns to speak out as well.

continued on page 6

continued from page 5

6. Finally, you may want to consider becoming your own employer, so you can establish the WLB you prefer. As remote and flexible work arrangements become more common, more employers will consider outsourcing work to independent contractors, and you just may find an active and satisfying career being an independent outside counsel who works for just one or a few corporations. If you do go that route, though,

make sure you don't make the mistake many independent contractors (and many remote workers, for that matter) make when it comes to WLB, which is to set porous boundaries and work harder than most full-time employees do.

There are many other aspects of creative career management I may address in future columns, such as developing your own brand, developing subject matter

expertise, and authorship. But I hope this column may give you some creative ideas. As always, feel free to get in touch if you'd like to discuss the subject.



Greg Stern



## New Board Member Spotlight

### Christopher E. Pushaw

**1. In what year did you start in your current position as in-house counsel?**

2021

**2. In what year did you first work in-house?**

2011

**3. What law school did you attend?**

Yale. (Admissions standards were low that year.)

**4. Where did you attend college and graduate school? What degrees do you hold?**

B.A., English, The Catholic University of America; M.A., English, the University of Wisconsin-Madison

**5. What do you consider to be your most pivotal career move?**

Deciding to go in-house. Or, more accurately, having the decision made for me. I never would have otherwise thought I would enjoy the practice of law.

**6. What is the best thing about your current job?**

Autonomy. Building relationships with my clients. Learning a new industry and new fields of law. Wait, those are at least 3.5 things...

**7. What is the worst job you have ever had?**

Working in a law firm.

**8. What is the most valuable life lesson you still apply today?**

You don't necessarily need to find the color of your parachute or climb every mountain. But you DO need to go to bed each night feeling as though you've made a difference (however minute) in another person's life, including your own.

**9. What do you consider to be the best thing about ACC membership?**

Tough one! But I'd have to say the camaraderie and friendship amongst its members which I was pleasantly surprised to find when I started this wondrous journey seven years ago.

**10. How do you achieve work/life balance?**

Always make time for golf, travel, books, cult movies or anything else that removes you from the grind. Making the time to find perspective is essential to your growth, personally, as well as professionally.

**11. If I were not practicing law, I... would work for a nonprofit.**

**12. My favorite vacation spots are:**

Japan; Venice; Northern California; Scottsdale.

**13. A place I have never been but would most like to visit is:**

St. Andrews and The Holy Land.

**14. My all-time favorite movies are:**

Casablanca; Animal House; The Hustler; Inglourious Basterds; Swingers.

**15. If applicable, please tell us about your pet(s):**

I don't currently have one but, I grew up with a calico named Elizabeth. She lived a long life and was quite a huntress. Ripped up the corners of our upholstery, and drove my poor mom nuts.

## New and Returning Members

**Travis Aldous**

Chubb Group

**Mark Anderson**

Henkels & McCoy Group, Inc.

**Irene Ayzenberg-Lyman**

Imperial Dade

**Yuliya Benina**

Nouryon Chemicals LLC

**Gregory Boss**

CSL Behring LLC

**Conrad Bower**

Comcast Corporation

**Maggie Brennan**

Hewlett Packard Enterprise

**Elizabeth Campbell**

AmerisourceBergen Corporation

**John Chou**

AmerisourceBergen Corporation

**Ellen Clemente**

ARAMARK Corporation

**Theo Collins**

UGI Corporation/AmeriGas Propane L.P.

**Liz Conroy**

Infiniti Energy

**Lisa Ann Cooney**

Day & Zimmermann, Inc.

**Sheree Daly**

PRA Health Sciences, Inc.

**Julie Donahue**

Universal Health Services, Inc.

**Elizabeth Downey**

Torchlight Technology Group LLC

**Daniel Dwyer**

Southeastern Pennsylvania Transportation Authority

**Nicholas Feltham**

ARAMARK Corporation

**Alex Ferraro**

Arkema Inc.

**Chad Flores**

GoBrands, Inc.

**Peter Fulweiler**

Nouryon Chemicals LLC

**Vicki Goodman**

Exelon Corporation

**Kathy Herman**

Worthington Armstrong Venture

**Brian Hirsch**

Braeburn, Inc.

**Ashley Hobson**

Miles Technologies, Inc.

**Sarah Hopkins**

The Siegfried Group, LLP

**Peter Isberg**

Automatic Data Processing

**Greg Kallet**

Celonis, Inc

**Daniel Kaufmann**

ARAMARK Corporation

**Katherine Kelton**

Vault Health

**Carolyn Kendall**

Tandigm Health

**Bryce Kleenman**

Spark Therapeutics, Inc

**Derek Lam**

Dell Technologies

**Ann Lemmo**

ARAMARK Corporation

**Jeffrey Lin**

GoBrands, Inc.

**Emily Lozada**

Hamilton Lane Advisors, L.L.C.

**Nicholas Lundholm**

TE Connectivity

**Jennifer Malkin**

PNC Financial Services Group

**Anne Marshall**

ARAMARK Corporation

**John Mazzeo**

The Vertical Screen Group of Companies

**Jeffrey McElroy**

Healthcare Services Group, Inc.

**Megan McLaughlin**

ARAMARK Corporation

**Kaylie Milazzo**

Hamilton Lane Advisors, L.L.C.

**Rosanne Miller**

Fidelity National Information Services, Inc.

**Courtney O'Brien**

Attentive Mobile Inc

**David Ocasio**

Zynerba Pharmaceuticals, Inc.

**Henry Orłowski-Scherer**

Hewlett Packard Enterprise

**Shomari Owens**

GoBrands, Inc.

**Mason Payonk**

PRA Health Sciences, Inc.

**Aaron Prince**

Bullpen Sports Network, Inc.

**Marilu Rodriguez**

EnerSys

**Joshua Romirowsky**

Audacy

**Javi Sanchez**

PRA Health Sciences, Inc.

**Hilary Saylor**

ARAMARK Corporation

**Michael Sgro**

American Water Works Company, Inc.

**John Strock**

Evolution

**James Sugarman**

Firmenich SA

**Allan Thoen**

Siemens Healthineers

**Leigh Thompson**

PNC Financial Services Group

**Hilary Wandall**

Dun & Bradstreet

**Lauren Wilchek**

Clinigen Group

**Molly Williams**

Salesforce.com, Inc.

## In Case You Missed It

### Delaware In-person MYC Reception with Morris Nichols Torbert Street Social October 28, 2021

ACC members from all over the Delaware Valley visited their Delaware-based colleagues and representatives from our generous sponsor, **Morris Nichols Arshat & Tunnell**, for some socializing and networking in the heart of downtown Wilmington's Financial District. One of Delaware's historic stables (circa 1887) which is now the home of *Torbert Street Social*, hosted this happy group on a beautiful Autumn evening.



### In-person Women's Networking Event with Faegre Drinker La Cucina at The Market October 26, 2021

ACCGP women members gathered at *La Cucina* in Center City to participate in a fun, interactive culinary event that began with a short networking reception and concluded with the presentation and service of an Autumn-themed cooking class featuring the hands-on preparation of several delicious miniature food items and beverages. Many thanks to our generous sponsor, **Faegre Drinker**, for hosting such a yummy event!



## Board Nominating Committee Dinner *Estia in Radnor*

October 25, 2021

Greater Philadelphia Chapter Officers, Board Nominating Committee members, and Board of Directors Candidates all gathered at *Estia in Radnor* to kick off the annual process of selecting new Board Members for the coming year. The newly elected Board Members will be installed during the annual Holiday Party on December 14<sup>th</sup>.



## Annual Golf & Tennis Outing *Radnor Valley Country Club*

September 20, 2021

Great to see our members out at our 3<sup>rd</sup> annual golf and tennis outing at the beautiful *Radnor Valley Country Club*. We had a full roster of foursomes, a popular golf clinic, a tennis round robin, and a well-attended in-person *Meet Your Counterparts* event, and raised money to benefit the Chapter's flagship *Diversity Corporate Summer Internship Program*!



# Bringing the Human Voice to Legal Language

By **Chaman Sidhu, Xero, Chief Legal Officer**

If we could agree on one action to transform the image of the legal profession, increase its value, and introduce innovation to our practice, what would that be?

Technology has transformed the way we deliver legal services, from AI-driven smart contracts to sophisticated client and process management systems. But we shouldn't think of innovation as being the sole domain of expensive tech investment. Perhaps remarkably, one of the answers is available to us at virtually no cost and it is guaranteed to help us create greater trust and importantly, greater understanding in an increasingly complex world where corporate speak and buzzwords reign supreme.

The path to these possibilities, and others, lies in language — the words we use and how we use them. Language that is intuitive, stripped down, conversational, real, welcoming, and yes, even friendly.

Let's call it "human language."

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**At its best, it is distinctly easy to hear, read, and understand.**

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What I'm describing is the next natural step beyond plain language — an approach to legal communication that seeks clarity and understanding via simplicity. At its best, it is distinctly easy to hear, read, and understand.

This evolution does more than demystify contract terms and legal advice. It makes the value of our profession more obvious and accessible to everyone, from the board of directors to shareholders to the C-suite and to the general public. As in-house counsel, if we're striving to get a coveted "[Seat at the Table](#)," then we need to speak in a more accessible way to change perception and break through these communication barriers.

## Humanizing legalese

Legal language has created a barrier at many levels — even in-house. It's no surprise that people can often find the wording of contracts and other legal

communications about as accessible as double encrypted state secrets.

So, first let's think in terms of what the audience wants to know, and what we want them to consume.

Let's use language that's engaging to read, not formal, frustrating, or intimidating. It is possible to use language that is still rigorous and legally effective, but also feels like we are facilitating conversation between equals.

When we take this step beyond plain language and take on a more human voice in our communications, we do more than simplify. We become translators. We generate inclusion. We close gaps between individuals and institutions.

Ultimately, we deliver a new level of value for people dealing with a world that's becoming faster and relentlessly more complex. We shouldn't strive to add to this complexity, but instead to help make better sense of it.

This escalating complexity alone means we must be serious about demonstrating the value of effective human language in things like end-user contracts, non-disclosure agreements, employment offers, training documents, shareholder communications — virtually anything we produce for regular people, not other lawyers.

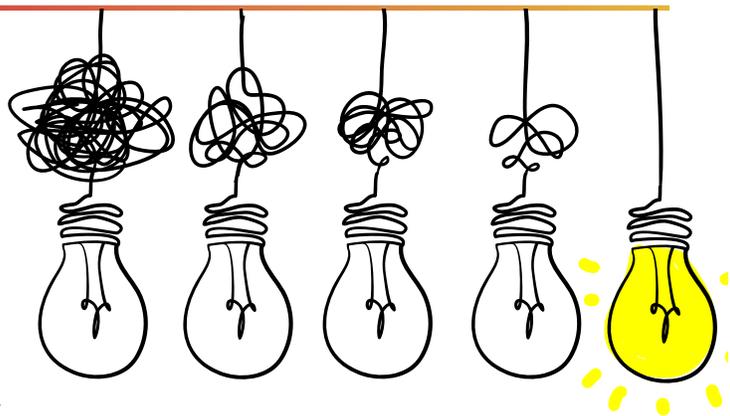
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**We become translators. We generate inclusion. We close gaps between individuals and institutions.**

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I'm not suggesting this will be easy; only that it needs to be done.

Mark Twain once wrote, "I didn't have time to write you a short letter, so I wrote you a long one." Sometimes taking the complex and making it easy is often the hardest part.



We represent a profession with a proud history, one that has undergone rigorous training, and upholds traditions that draw on precedence. We are trained to deal with new situations by consulting the past. We tend to default to formality and jargon — albeit artful jargon — as indicators of our expertise and unique value. Instead, we should demonstrate our value by departing from the archaic formalities inherent in language structures from the past.

Retraining our hard wired and learned mindsets and tendencies will be challenging. Communicating in a human voice can, ironically, feel quite unnatural for us. And this shift doesn't fit every situation, so it also requires judgment and a level of adaptability. Recognizing the difference between contracts for a multi-billion dollar toll road project and explaining terms of use for a consumer is one example.

But once we take this on as a new commitment, the benefits for our profession in perception and reputation will certainly justify the effort required to change.

## Where to begin?

At Xero, we're already using "human language" legal communication, and I invite anyone to check out how this approach is taking shape — our terms of use is a good example.

*continued on page 11*

continued from page 10

I thought it would be helpful to include some simple steps on how you can apply human language to your company's legal communications.

### Place yourself in the target audience's shoes

Start with what the consumer of our language needs to know and understand, and in what order. Your company's challenges, protections, and risk considerations matter, of course, but they can come later.

### "Say it out loud" — and listen carefully

Imagine explaining this agreement to a friend, over a family dinner, or at a local community event. Go back to the words you would have used before you were

qualified as a lawyer and trained to use formal legal drafting.

### Start fresh

Don't reuse or edit an existing legal draft that wasn't working before. In this case, it's essential to start new and draft something in original human language.

### Simplify, simplify, simplify

It takes time, and some bravery, to let go of some of our professional ego. Simplification is not second nature for most of us.

It requires us to challenge our training, think about what really matters today, not what mattered 10 or 20 years ago, and write with an audience of non-lawyers in mind. Using complicated language is

not a telling representation of your level of intelligence, however drawing on your soft skills and showing ability to adapt and communicate effectively to any audience is.

### Re-examine the rationale for everything you do

Human language does not diminish or compromise our mission to protect the interests of a client or our organization. Our profession can do both, and do it in ways that are much more balanced than the language often used today.

## ACC News

### 2022 Virtual Cybersecurity Summit: March 8-10

Registration is now open for the [2022 Virtual Cybersecurity Summit](#). This program offers three days of live educational sessions and networking opportunities, designed to engage and educate professionals about today's most pressing cybersecurity concerns.



### 2022 ACC Global General Counsel Summit: June 8-10 Zurich Switzerland

Save the date for the [2022 Global General Counsel Summit](#), 8-10 June 2022, in Zürich, Switzerland, to collaborate and share ideas on critical trends and challenges facing general counsel with your global chief legal officers in a small, highly interactive setting. Seats are limited. Questions? Want to reserve your seat? Contact Ramsey Saleeby.



### ACC Executive Leadership Institute: July 26-29 2022 Chicago, IL

Invest in your high-performers and put your succession plan in place. Nominate your rising stars to gain the professional development they need to one day lead your department at the [2022 Executive Leadership Institute](#). Seats are limited



### DEI Maturity Model

The DEI Maturity Model is designed for legal departments to benchmark their diversity, equity, and inclusion efforts across a wide range of functional areas. Download the model.



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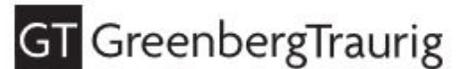
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