


**ANNUAL MEETING
2014 • NEW ORLEANS**
OCTOBER 28-31
WHERE IN-HOUSE COUNSEL CONNECT



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Corporate Counsel

Who Says You Need Big Spend/ Size to Drive Value?

The 2014 ACC Value Champion Series



ZS Associates Vendors can help!

ZS Associates
Lean Legal at ZS:
A Legal Process Re-Engineering Story



ZS Legal – 6 Lawyers
-full email, work
Flooding in, Excel
Tool, Business
growing





Our challenge:

- **The ZS Legal team, made up of six US lawyers and two US paralegals, struggled to timely turn contracts and address the myriad issues an internal legal function handles.**
- **The legal function was expensive – US lawyers are more expensive than other enterprise positions – and regular growth in internal functions was not supported by senior management.**
- **The legal team was faced with the need to increase legal services (both in scope and volume) while cutting the overall cost of delivery.**




What we did:

- **Developed Mission Statement**
- **Sent out RFP to LPO providers and technology company**
- **RFP presentations by finalists and selection of LPO and technology**
- **Implement the solution by**
 - **Dedicating one person to work with LPO and one person to work with Technology Vendor (Onit)**
 - **Developing playbook for LPO**
- **Gradual Rollout changes to firm**

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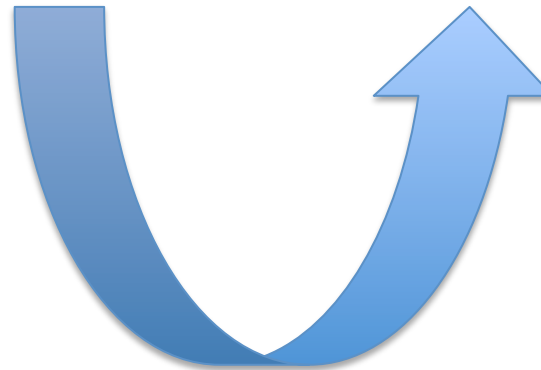
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The RFP Process



So our team wrote an RFP!





Summarized the type of support we wanted:

- Contract Drafting and Administrative Support
- Research Activities
- Corporate Activities
- Forms Support
- Compliance Support

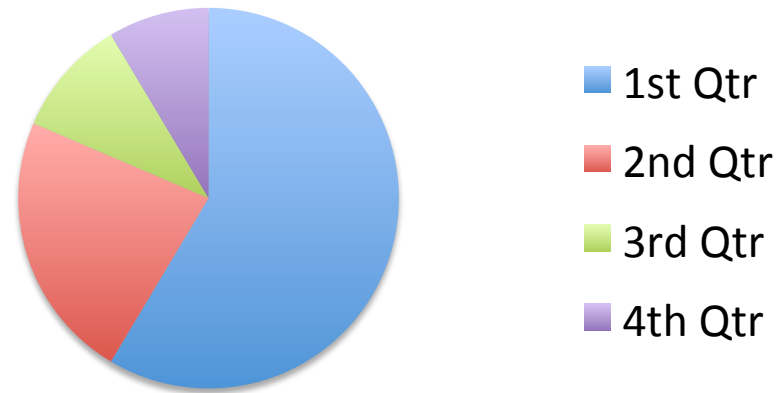
Type of Activities	Past Years No of Activitie	Growth over past three year	Estimated Number of Activities
Contracts	xxx	X%	xxxx
Corporate	xxxx	X%	xxxxx
Forms	xxxx	X%	xxxxx
Compliance	xxxx	X%	xxxxx
Research	xxxx	X%	xxxxx



How did we get here?

- We had been tracking all matters since the group started
- This meant we had data on our activities
- We could see growth and change

Types of Activities





RFP Tips:

- **Include a pricing work sheet**
- **Have a clear time line**
- **Assign one person to be the sponsor for each respondent**
 - **Responsible for answering questions**
 - **Presents response to rest of group and analyzes response**
- **Have a work sheet to analyze responses**
 - **Pros/cons**
 - **\$**
- **Have a Presentation Day**



RFP Presentation Day:

- Every presentation helped us think about what we were trying to accomplish
- Some time to debrief after each presentation
- Selection process focused us on which vendor to choose
- We selected two vendors:





Using RFPs generally:

- **Positive experience with LPO led to more use**
- **Used short form RFP for many different types of legal projects:**
 - **Policy update across many jurisdictions**
 - **Cross border corporate tax issue**
 - **Corporate advice**
 - **Developing an Australian and European form for product sale**
 - **Selecting employment counsel**



The Legal Process Outsourcer

**ZS choose Manthan Legal
Services, based in India, and
subsequently acquired by Exigent
Legal Services**



Our Legal Process Outsource Provider:

- **Building a relationship with an offshore provider requires effort from everyone**
- **Getting to know the people who are doing the work is key**
- **One key contact – in charge of day to day and on boarding the relationship**







ಶ್ರೀ ರಾಜಾಚಾರ್ಯರ ಮಠ ಪ್ರಾಂಶು
 ನವೋದಯೇ ಮಹಾದೇವಿ ಶಿವೇ ಶರಣಾ ಶಾಂಭವಿ ||
 ಪ್ರಸಾದ ವೇದವಿಮುತೇ ಜಗದಂಬ ನವೋದಯೇ ||

ಶ್ರೀ ಶ್ರೀಮನ್ ಸ್ವಪ್ನಾಚಾರ ವಾಸವ ಶರಣ 1993 ಆರನಾಚಾರ್ಯರ
 ಉಪದೇಶಾನುಸಾರೇ ಶಿವರ ಮುಖಾ ಮಹಾ ಮಹಾತ್ಮೆ ಮಠಾಧ್ಯಕ್ಷ
 "ಧಾರವ ಮಠಮ" ದಿನಾಂಕ: ೩.೨.೨೦೧೬ ನೇ ಮಂಗಳವಾರ
 ಧರ್ಮ ವಿಸ್ತರಣೆಗೆ ಈ ವಿಸ್ತರಣೆ
 ಶ್ರೀ ರಾಜಾಚಾರ್ಯರ ಮಠದ ಕಾರ್ಯಕ್ರಮವೆಂದು
 ಕೆಲವು 77.00 ಗಂಟೆಗೆ ಕಂಪ್ಯೂಟರ್ ಕಾರ್ಯಕ್ರಮ
 9 ಗಂಟೆಗೆ ಕಲಶ ಸ್ಥಾಪನೆ ಕಲಶ ಪೂಜೆ, ದುರ್ಗಾಪೂಜೆ ಮತ್ತು
 12 ಗಂಟೆಗೆ ಪೂಜಾರ್ಪಣೆ, ಮಹಾ ಮಂಗಳಾರತಿ ಮತ್ತು
 ಮುಕ್ತರ ಸಮಂಗಳಾರತಿ ಪೂಜೆ ಹಾಗೂ
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 ಪರಿವಾರ ಸಮೇತವಾಗಿ ಬಂದ ಶ್ರೀಮದಿ ಪೂಜೆಗೆ ಪಾಸ್ಪಾಟವಾಗಿ ದಿನಂ
 ಕೆಲವು ಕಾಲಕ್ಕೆ ವಿಸ್ತರಣೆ

ಶಿವಲಯಕ್ಕೆ ದಾರಿ
 WAY TO TOILET ↑

CV
 SM

K
Submit in Onit

EMAIL

Legal Intake
(Rachel, Neel, Simi
will get an alert)
Manthan Legal Intake
(ZS Warriors) get an alert

Manthan
starts
manip

CDA
MSA
Licensee
Request for Form
TSA

email submission

→ Manthan submits
to ONIT
→ ZS helps

for history MSA
Master
License

ZS checks for history
* Admins will run report
from Tool
* Look on Legal Drive
* ✓ One Note
* ✓

PHI
Z
Phis
Man

? Legal Issue

ZS Legal Intake
gets alert



Don't forget:

- Time zones! It can be pretty difficult so be sure to address up front
- Change requires the playbook to be updated
 - The playbook is always under construction





Types of contract processes we outsourced:

- **Intake of new agreements in data base**
- **Initial communication that contract under review**
- **First markup based on playbook**
 - **(Confidentiality agreements, service agreement, software agreements)**
- **Entry into contract repository**
- **Data collection about agreements**
- **Communication with internal clients of markups**
- **Updating tool to indicate contract status**

- **Plus corporate projects, research and form updates**



Communication is key

- **Daily calls**
- **Weekly meetings**
- **Monthly updates**
- **Quarterly reviews**
- **Annual Reviews**

Good technology key !





Results matter:

- Each week take the time to look at what is happening (standing weekly reports)
- Look at data over time
 - Who was sending agreements
 - Number of revisions?
 - Were deadlines met?
 - Were we using LPO for non contract matters?
 - Research / Forms/ Corporate

Why? What changed? What should change?



Outsourcing tips:

- **Daily calls**
- **Written playbooks**
- **Change happens**
- **Set up clear roles for all parties (your personnel and the LPO provider)**
- **Analyze the data**
- **Allow for real life – holidays and people’s lives**
- **More calls and visits**
- **Technology that allows good communication**



The Technology Solution

**ZS chose Onit to implement 2 apps
– a contract administration app
(intake, electronic working file)
and an executed contract app**



Our goal was an electronic file:

- We wanted people -- wherever located -- to be able to see the last email
- We wanted to know who the last internal client with whom the legal team worked with on an agreement, and
- we wanted the history (when was the last agreement with another party)
- We needed to replace a lotus notes executed contract database





Communication and storage needed to improve:

- All communication was happening in email
- Inboxes were full
- Shared legal server was getting confusing to find things
- The legal tool was breaking
- Global staff and Indian outsource provider





**ZS chose a cloud
based technology**



Onit configuration allowed

- **Communication across the world**
- **Limited access based on roles**
- **An electronic file for each matter**



Onit Home Page

Hold the cursor over the blue boxes to locate the Launch or Dashboard buttons.



Step 1: my legal requests

- Use “my legal requests” to engage the legal team.
- Then click Next.

Do not use for

The screenshot shows a web form titled "my legal requests" with a progress bar at the top containing four steps: 1 Intro, 2 Info We Need, 3 Participants, and 4 Confirmation. The "Intro" step is currently active. Below the progress bar, the text reads: "Use this intake process when: You need an agreement reviewed, help from pre-sales or legal to respond to RFP, legal input on question or issue, legal form, or to submit an executed contract." Below that, it says: "Not used for: Purchase orders, HR forms or pricing information for software." At the bottom of the form, there are two buttons: "Back" and "Next".



Step 2: Complete the Request Form

- This is the request form. The fields marked must be completed in order to send the request.



my legal requests

1 Intro 2 Info We Need 3 Participants 4 Confirmation

Date Received 12/14/2012

Issue ID 13-36814

Type of Request

Agreement/Description

Client / Vendor Name

Client / Vendor Country

Target Completion Date

Urgent No

Project Code

ZS Associates, Inc.

ZS Associates International, Inc.

ZS Associates India Private Limited

ZS Associates, Enterprise Management Consulting, Shanghai, Limited

Back Next



Onit Dashboard – a dashboard of all matters

Onit Dashboard

The screenshot shows the Onit Dashboard interface in a browser window. The main content area displays a table titled "All Matters (modified)". The table has columns for Issue ID, Client / Vendor, Agreement/Description, Type, Category, Originating Group, and Phase. A context menu is open over the "Type" column header, showing options: Sort Ascending, Sort Descending, Columns, Group By This Field, Show in Groups, and Filters. The "Filters" option is selected, and a search box contains the text "abc".

Issue ID	Client / Vendor	Agreement/Description	Type	Category	Originating Group	Phase
13-37294		ABC Pharma UK CDA 2013	Sort Ascending			with ZS Legal
13-37436	ABC Pharma UK	ABC Pharma UK NDA 2013	Sort Descending			with ZS Legal
13-37989	abc	ABC CDA (2013)	Columns			with ZS Legal

Each column has a drop down arrow to sort or filter issues, hover the cursor over the column heading for the arrow.



Onit Issue Screen

Onit Issue Screen

The screenshot shows the Onit Issue Screen in a web browser. The page title is "ZS my legal requests". The main content area includes a "Comments" section with a text input field, an "Attach File" button, and a "Submit" button. Below the input field, there is a list of participants: Indraneel More, Marthan Intake, Rachel Kempler, and Jennifer Billingsley. A "Current Phase" dropdown menu is set to "with ZS Legal", with buttons for "Update Phase", "View Dashboard", "Close Project", "Add Participant", "Create Executed C...", and "View History". A "Participants" list on the right shows Jennifer Billingsley as the Requester, and Indraneel More and Rachel Kempler as pending participants. A callout box on the left points to the comments section, and a callout box on the right points to the "Add Participant" button.

Enter comments here. Select any participants to send the update via email. Attach any files. All comments are stored below.

Click to return to the Dashboard.

Add another ZS user to the Participants list.



We were a little different from other customers:

- **We wanted to import data from our excel tool and lotus notes database**
- **Not all fields in Onit existed in our old tool**
- **Mapping the old data to the new fields was more time consuming than we thought**
- **Key to success:**
 - **Good communication**
 - **Time to think it thru**
 - **Going live before it was perfect**
 - **Vendor meeting us half way**



Helping the relationship to flourish

- **Assign one person responsible for the technology vendor relationship**
- **Set up timeline for different events**
 - **Data model**
 - **Testing**
 - **Data transfer**
 - **Testing**
 - **Rollout**
- **Regular meetings!**



Plan for when things go wrong

- Who to call?
- Keeping track of issues
- Open lines of communication





- **Viewing mockups and running thru the list of things to do was easy**
- **New apps are being considered for other activities**



Leaders role:

- **Vision**
- **Make sure roles are clear**
- **Make sure it is working**
- **Meet with vendors**
- **Regular meetings with leads**
- **Look at the data**
- **Pitch in when needed**
- **Listen**
- **Anticipate change**
- **Facilitate rollout of changes to internal clients**




The Result: Improved and expanded legal services

- Turnaround times on agreements are faster
- More agreements are being sent to the legal team for the contracts repository
- Per hour cost to review and finalize contracts cut in half
- New legal issues being addressed
- Easier to find things
- Transparency of status on legal matters for

Our internal client feed back: “ZS’s legal team is a competitive advantage”

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Questions?



ACC Value Challenge

Aligning with Corporate Strategy

Ellen Pekilis

Executive Director, Energy Exchange
(formerly General Counsel, CSA Group)



The Context

- Small not-for-profit
 - Specialized field
 - 51 market sectors
- Rapid Growth . . .
- But not in Legal Headcount!



The Challenge

- Internal client satisfaction
 - Turnaround time
 - Clear process for establishing priorities
 - “Drive by” files v long term policy v strategic projects
 - How to service them all?
- Employee engagement
 - The firehose effect
- How to be proactive and get in front of the curve with rising work but no increase in headcount?



Process

- ACC Value Challenge website materials
- Self-help: \$0 for consulting / facilitation
- Engaged entire team
- Line by line review of corporate strategy
 - Parse business objectives for legal needs
- Grouping of legal tasks by concept, region, risk and strategic importance






Results – Strategic Alignment

- Clear understanding of legal priorities in relation to corporate strategy
- Clarity re effective use of resources
 - Recapture time by improved focus on what needs to be in-sourced vs outsourced vs non-legal
- Employee engagement
- External counsel:
 - Improved understanding & proposals
- Internal support for departmental resources

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From Canary to Sophisticated Risk Management

The MSA Law Department
Value Story





unemployed since 1920

In 1920 MSA sent the canary back to the parlor. Such makeshift safety precautions had had it. That was the year MSA instruments replaced canaries for CO detection. By 1920 MSA was also supplying miners with other protective equipment then available: breathing apparatus; flame safety lamps; resuscitation devices; safety signs; first aid supplies.

These items helped a lot. But not enough to meet the demands of a progressive mining industry. The solution: manufacture *all* the products essential to a miner's protection and efficiency.

That's just what MSA did.

Today, MSA not only meets new hazards, MSA anticipates them. This requires constant research, development, improvement. The result: the most effective, economical equipment a miner can use.

When you order safety equipment, it makes sense to talk to MSA first.

(After all, MSA's the cat that got the canary.)

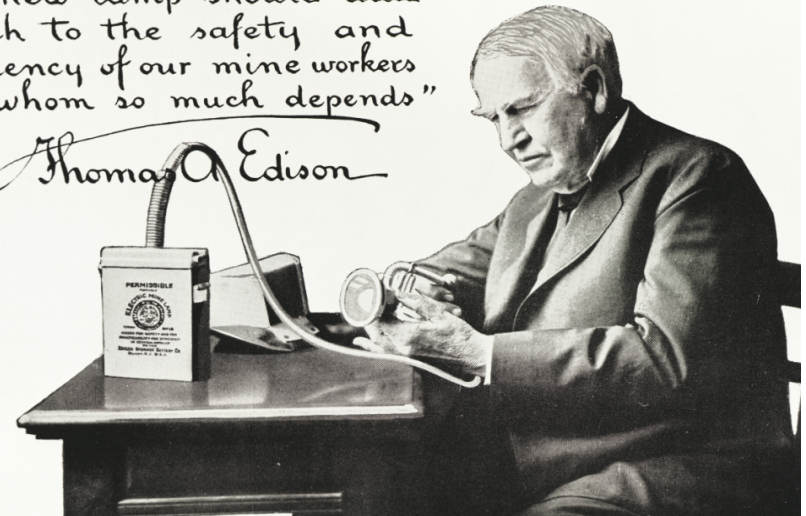
MSA MINE SAFETY APPLIANCES COMPANY
Pittsburgh 8, Pennsylvania

This advertisement is appearing in the October 1961 issue of COAL AGE



"This new lamp should add much to the safety and efficiency of our mine workers on whom so much depends"

Thomas A. Edison





The World's Leading Safety Provider For 100 Years...

MSA's mission is to see to it that men and women may work in safety and that they, their families and their communities may live in health throughout the world.



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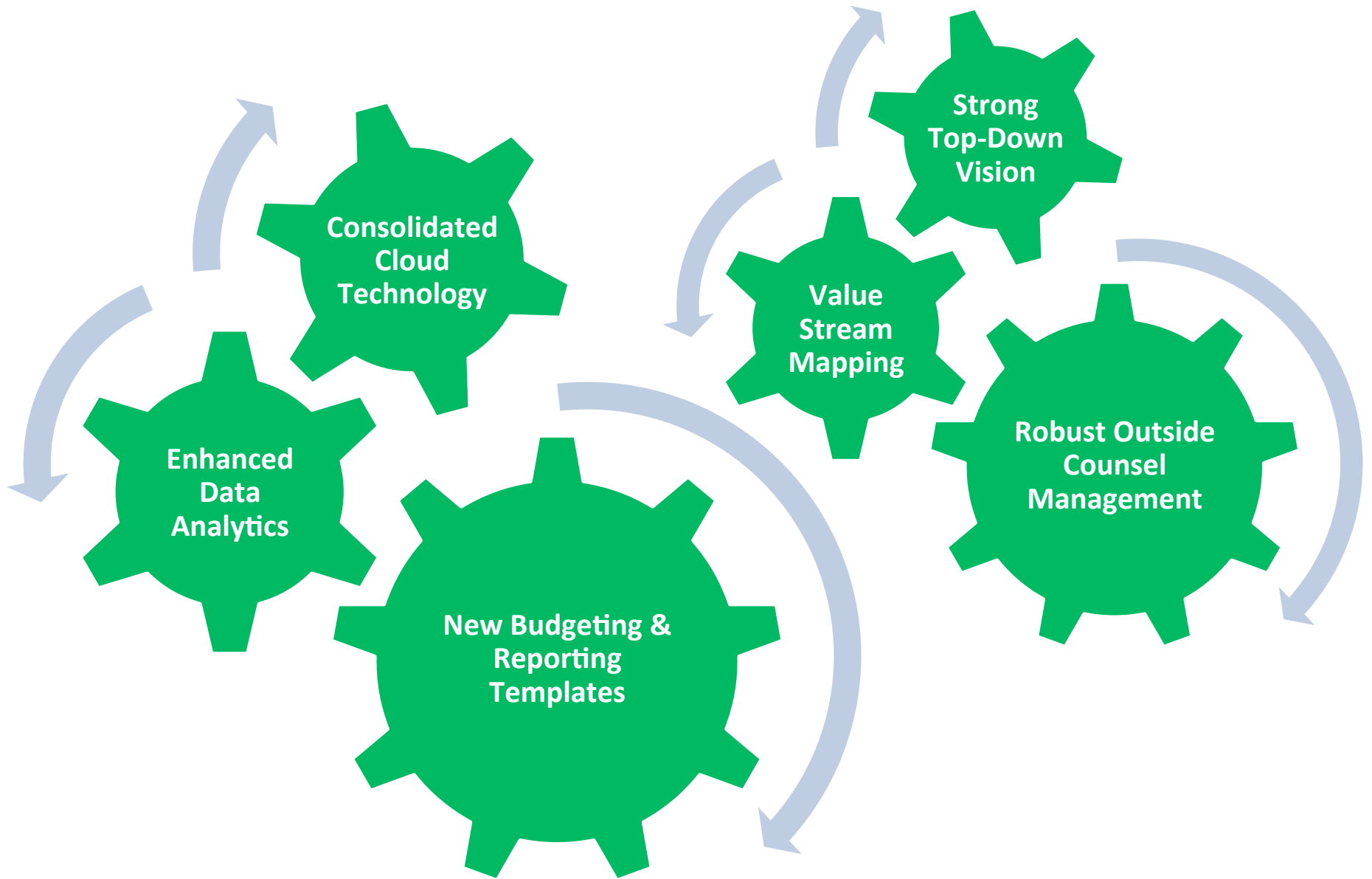
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...and a partnership for nearly as long



MSA
The Safety Company

ReedSmith
The business of relationships.™



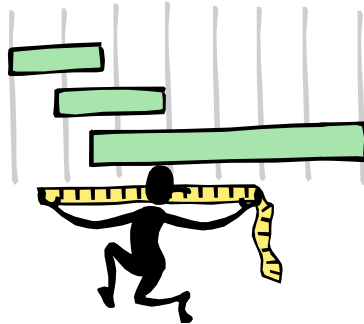


Budgeting & Reporting Templates

Continuous Communication Loop

Strong Outside Counsel Management

- Top-down case assessment process
- Slot specific cases for defense attention
- Ensure activity is consistent with risk
- Reduce duplication and over-processing
- Minimize tasks to those that make a *real* impact on litigation outcome



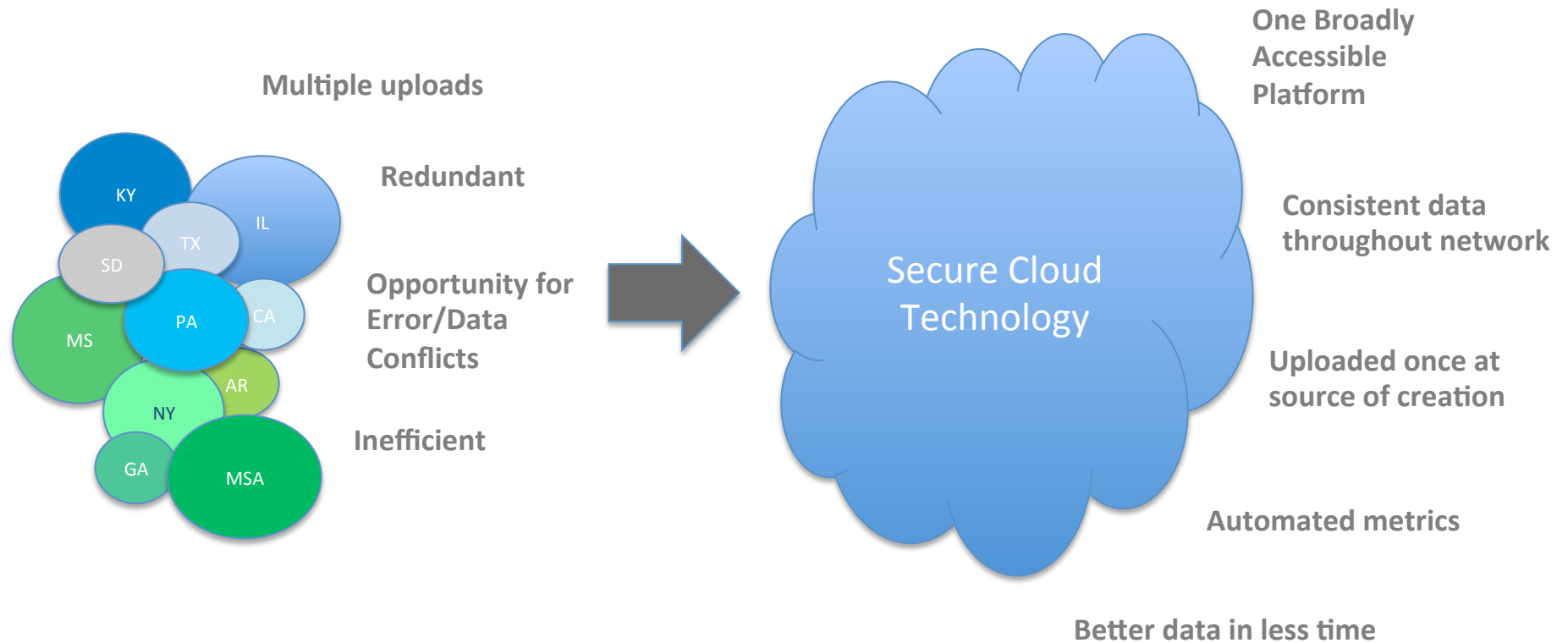
Budgeting & Reporting

Continuous, scheduled communication loop

- Local Counsel submit standard reports on a set day each week
- Data is processed by National Counsel
- Review & decisions made by MSA
- Trial Charts / Key Events color coded by risk
- Identification of emergent risks and cost drivers
- Enhanced ability to react to shifting trends
- Targeted Annual Budget with National Counsel

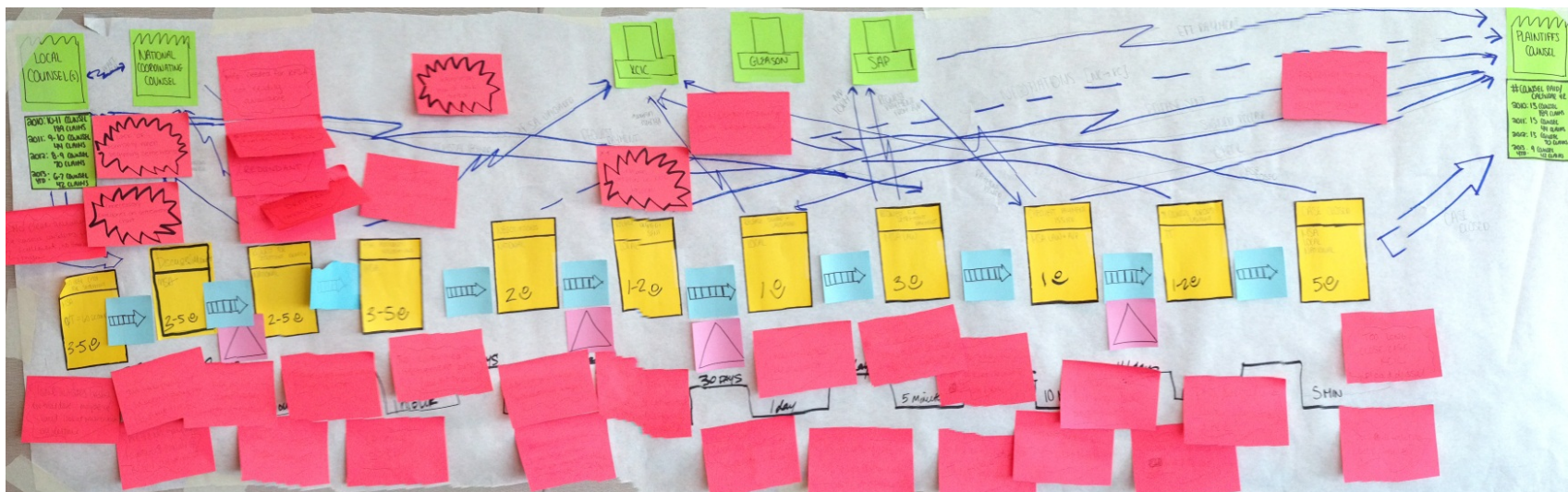


Data on Demand





Value Stream Mapping





Eliminate the “8 Wastes”

- Over-servicing/production
- Waiting
- Transport
- Extra processing
- Inventory
- Defects
- Excess Motion
- Under-utilized people





Virtual Law Firm

- Shift from a geographically-based model to **staffing based on expertise**
- Select key local counsel to **work together** in defending most complex cases
- Limits learning curve while taking advantage of **institutional knowledge** and loyalty
- Reduces duplicative drafting, centralizes discovery and document production for increased **efficiency**





The Success Story

- **Reduction in Expense**

- Lowered defense budget below 2009 levels (~20%)
- Even greater reductions in select areas

- **Improved Budget Predictability**

- Data on demand
- Full year 2013 defense budget on plan

- **Improved Legal Outcomes**

- Settlements
- 100% retention of documentation

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