

Got Mentoring?

By Michael C. Ross

Much has been written about the value of mentors when it comes to advancing professional careers. Mentoring not only helps increase employee retention rates and productivity but also provides assurances to women and minorities that the company is willing to go beyond basic non-discrimination practices. A company with an effective mentoring program is likely to be viewed internally and externally as a good place to work.

Where do in-house lawyers fit into the mentoring equation? Because legal departments come in many sizes and shapes, it is difficult to generalize accurately about what will and will not work. On the one hand, larger departments will generally have more potential mentors and a greater need for mentoring than smaller departments. On the other hand, success in a smaller department may be more dependent upon having early quality guidance from a dedicated source.

Some organizations say they offer mentoring even though it may exist in name only. Reaching back to my pre-lawyer days, I recall the “big brother” system that was officially in place at my college fraternity. I chose my big brother because he was cool. That is, he always had a date for the weekend and I figured that he would fix me up. Unfortunately, that was not on his agenda. In fact, I cannot recall any significant interaction between the two of us. What a disappointment!

For mentoring to be valuable, there should be a reasonably specific outline of what is expected of each person. Although a lockstep by-the-numbers approach may not be necessary or desirable for attorneys, some specificity will help avoid the problem of unreasonable expectations.

A mentoring program should offer more than a basic orientation to the new company or a new job. While a mentor may well handle some of the orientation duties, a good program should cover much more ground and go con-

siderably deeper than a typical orientation.

Because most in-house attorneys are very busy, the program should involve periodic meetings or even phone calls if the two cannot meet in person regularly. Without a schedule, however flexible it might be, the demands of client business will make it too easy to let the mentoring get lost in the proverbial shuffle. A schedule can be helpful because the participants, in between meetings, can make note of topics they would like to cover at the next session. They might also want to set an agenda in advance in order to make the scheduled meetings more efficient.

The duration of the mentoring program is likely to vary depending on a variety of factors. For some specialty legal areas such as tax, intellectual property and regulatory affairs, longer periods may be more appropriate than for others such as commercial contracts. The duration may also depend on the newcomer’s previous legal and business experience. Unlike law firms, which typically hire new associates straight out of law schools, corporate law departments often hire junior lawyers who already have a broader range of work experience.

The subjects to be covered during a mentoring program are also likely to vary based on experience levels. Some subjects should be expressly identified as part of the program. Room, however, should be left for the participants to adapt the agenda so the mentored attorney gets the guidance he or she needs. At least some time should be devoted to guidance about working relationships within the company.

Some of the focus will be on the lawyer’s assigned areas of practice. An experienced newcomer may not need much education about applicable laws and regulations. But that lawyer may need to learn a great deal about how the company and legal department operate within those laws and regulations. Different companies — as well as different departments within the company — have different tolerances

continued on page 10



Michael C. Ross

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Got Mentoring... *continued from page 5*

for risk and different controls for those risks. Important topics will likely include the company's business model and history, with a focus on the primary drivers of its revenue, costs, income and sources of principal competition. Working inside a company demands an intimate familiarity with the practical consequences of legal situations.

Attorneys joining the department from another company in the industry will probably have significant business experience. Companies, however, vary in their approaches to managing legal matters. One company, for example, may give ample discretion to attorneys who negotiate transactions while another will require approval for any substantive deviations from standard forms. Technological resources may be abundant at one company and outdated at another.

Specific kinds of mentoring assistance can prove invaluable to attorneys who come from large law firms. They must learn that how many hours a project takes, how well-written the documents are, and how thoroughly researched the advice is are all far less important than they were at their outside firms. Instead, they need to learn how to make the transition to a system in which results and efficiency — rather than billable hours — are paramount.

Ethics and governance are also key ingredients in any well-run mentoring program. Sarbanes-Oxley, new SEC regulations and shareholder activism have led to many changes throughout corporate America. Best practices vary from industry-to-industry, and policies vary from company-to-company. Because in-house lawyers often set the example for other employees, governance and ethics should be a priority in mentoring programs.

When it comes to building and carrying out an effective mentoring pro-

gram, one challenge is the availability of capable mentors. Depending on the size of your law department, the pool of potential mentors may be smaller than at other corporate departments or outside law firms. General counsel, deputies and assistants can only do so much. Overburdening them with too many mentoring assignments can

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reduce their effectiveness. Other senior attorneys may have to fill some mentoring roles. Another limiting factor is that whoever fills the role must possess the willingness and ability to be an effective mentor.

If your law department has too few mentor candidates, it may be possible (and even desirable) to look outside the department to fill the roles. After all, much of the mentoring agenda relates to the company's business and culture that are shaped outside of the law department. Attorneys in some specialties may find suitable mentors elsewhere, such as corporate/securities and finance attorneys in the finance department and employment attorneys in the human resources department.

A new general counsel may well identify a mentor among senior management. Such an assignment may work well for the non-legal portions of the program. The role of general counsel, however, involves management of outside counsel, exercise of legal judgment and fiduciary responsibilities that are not available from other members of the management team.

Other sources of mentors include the ranks of former general counsel. A retired general counsel who used to work at your company could be an excellent candidate. Retired general counsel from other companies may also be willing to provide valuable guidance.

On this last point, I can now speak from personal experience. At the request of a new general counsel from a small, semi-private company in Southern California, I have begun serving as a mentor during his first year on the job. Given his litigation background, he felt it would be worthwhile to seek some mentoring assistance from someone with corporate, transactional experience who had served as general counsel of a large public company. I'm sure there are plenty of other retired general counsel who would be willing to devote some of their time to give newcomers the benefit of their experience.

Mentoring, to be sure, is not for everyone or for every legal department. There is no one-size-fits-all formula. Nonetheless, it is worth considering if a well-structured mentoring program would efficiently add value to your legal department. ♦

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