

LEADING PRACTICES PROFILES SERIES

# Legal Operations: Leading Practices in Implementing Strategy, Leading Change, and Advancing Law Department Excellence

# Legal Operations: Leading Practices in Implementing Strategy, Leading Change, and Advancing Law Department Excellence

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This Leading Practices Profile (LPP) presents themes, trends and leading legal operations functions practices of eleven legal departments, including four departments added here (designated as 2017) in supplement to the original LPP published in June 2016.

The information in this Leading Practices Profile should not be considered representative of the views of ACC, unless so stated. Further, this LPP is not intended as a definitive statement on the subject; rather, it is intended to serve as a tool for readers, providing practical, benchmarking information for corporate legal executives.

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## OVERVIEW

The Association of Corporate Counsel is pleased to present Legal Operations: Leading Practices in Implementing Strategy, Leading Change and Advancing Law Department Excellence. This resource updates the Legal Operations LPP published in June 2016 and reflects ACC's commitment to supporting the burgeoning legal operations function, advancing law department management within legal departments.

As noted in the original piece published last year, the legal operations role has grown steadily since the emergence of e-billing and e-Discovery technologies during the first few years of this century. The economic collapse of 2008-2009 further underscored the central role of legal department operations in meeting new demands for cost control and sound administrative governance. Today, legal operations professionals are taking the lessons learned and systems created during the first decade of the 21st century to drive the value mandate by developing more efficient and effective legal service delivery mechanisms throughout their organizations and with their external partners.

The legal operations function builds strategic systems within law departments 1) to manage budgeting, staff, technology, vendors and internal resources; and 2) to track performance data and measure efficiency, all for the combined purpose of enabling a legal department to execute its mission at peak performance.

In this resource, ACC explores leading practices in installing and leveraging a legal operations function. Through interviews with general counsel and legal ops leaders from 11 corporate legal departments that span the globe, we present the nuts and bolts of legal operations functions across a range of industries and legal departments. Our participants explain the "why and how" of legal operations, their results achieved, and lessons learned in managing the change that is often inherent in an operations function. They also discuss successes that come with creating transparency and consistency within cost-managed, streamlined operations.

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# I. Introduction

Sweeping change in the way legal services are delivered, from the shift of more work in-house, to the explosion of technology and increasing complexity of management, is the mark of the 21<sup>st</sup> century in-house practice. In response, an ever growing number of in-house legal departments are establishing legal operations functions to align their structures with those of other internal business units. [ACC's Chief Legal Officers \(CLO\) 2016 Survey](#) confirms this trend, with more and more in-house legal departments reporting they are designating legal operations staff to help their offices work more efficiently and successfully. Nearly 50 percent of the in-house departments surveyed said they had at least one person assigned to legal operations, a remarkable increase from 2015, when the figure was just 20 percent.

This is significant because agile corporate environments require that legal departments constantly evaluate and adjust the way they fundamentally operate. ACC Value Challenge guides on [project management](#), [process improvement](#), [staffing](#) and [value based billing](#) indicate that time and again, the overarching challenge for today's law departments is the need to define and articulate the department's value to the C-suite and other executives. Being able to define value requires describing legal work in business terms. Demonstrating that value requires measuring and understanding outcomes, which in turn requires appropriate metrics and data analysis to help legal units drive desired behaviors and quantify successes.

Legal operations officers and their units bring the leadership, knowledge and experience necessary to help align legal services with enterprise objectives. The result is peak legal department performance. Throughout our eleven interviews with general counsel and legal operations leaders for this Leading Practices Profile, an underlying but significantly crucial theme is that legal ops units help drive an operational excellence that yields increased and demonstrated value across all resource sectors.

Yet while managing expenditures and tracking costs are crucial operations priorities across all of the legal departments we feature, the legal leaders we spoke with agree that the role of legal operations extends well beyond financial management. Operation's role in driving change and focus on maximizing value from people, processes and technology is evident throughout our interviews. At Baxter Healthcare, for example, annual strategic planning sessions with legal senior leaders are focused on identifying goals and objectives for mitigating risks and helping bring opportunities to fruition. Bruce Goldberg, Corporate Counsel and Director of Legal Operations at Allstate reiterates the point in the May 2016 [ACC Legal Ops Observer](#): "This notion of being at the intersection of business and the practice of law is helping today's law departments run like the businesses they support."

Indeed, as the law departments featured here describe the legal operations role in supporting the success of the Office of the General Counsel -- by leading strategic initiatives, facilitating alignment with the business, or containing costs by managing budgets, processes and external resources -- all agree that legal operations as a discipline will continue to burgeon given the opportunities for positive dynamic change it facilitates.

## II. Legal Operations: The Who and Why, Program Elements and Results

The law departments featured here range from the relatively small – Yazaki operates with a team of seven attorneys, including its general counsel, to very large: Total S.A. and HPE rely on more than 400 attorneys each to staff their central legal offices and legal divisions, and Bank of America has a team of hundreds of lawyers across its business lines. Telstra and Aon plc both employ around 180 attorneys; while Ingersoll Rand relies on its team of 140. Baxter Healthcare and SolarCity each have a legal department with combined in-house counsel, compliance and risk management staff numbering in the 70s.

A number of these legal departments have far-flung teams. At Baxter Healthcare, approximately half of its attorney and compliance staff is located outside the US. So too at Yazaki North America, where legal staff is housed equally in the US and Mexico. Aon has attorneys in Chicago, London and other parts of Europe, Asia, Canada and America. One-third of Telstra's are located outside of its Australia headquarters. Ingersoll Rand attorneys work with cross-functional teams across 26 locations throughout the world. HPE attorneys work in the U.S. and in over 40 countries, and VMware's legal group resides across the 25 cities in countries where the company operates. French giant Total S.A. relies on a legal team that includes lawyers in subsidiaries across a whopping 61 countries.

While this resource features medium and large legal departments where legal operations teams are most prevalent, we note that legal operations professionals are making a mark in much smaller legal organizations as evidenced by 2017 ACC Value Champions [Bankrate](#), [Express Scripts](#), and [Ricoh](#).

### A. Legal Operations Officers: Who Are They and What Qualifies Them?

#### I. What Titles Do Legal Ops Leaders Have?

Job titles for the legal ops leaders vary, likely a function of the newness of the function. Among the legal departments featured here, titles include:

- Legal Operations Director
- Vice President and Chief Operating Officer, Global Legal
- Vice President and Head of Operations
- Senior Projects and Contract Manager, Legal
- Chief Operating Officer, Legal
- Lean Leader – Legal Operations for Global Legal
- Head of People and Operations

- Chief of Staff for Legal & Director of Legal Operations

For additional Legal Operations job titles and position descriptions, refer to ACC's [Legal Operations Job Description Compilation](#).

## 2. To Whom Do Legal Operations Leaders Report?

At many legal departments, the legal operations head reports directly to the general counsel and is a member of the senior law leadership team. Senior legal leaders generally agree that a direct-line reporting structure can help add gravitas to the position, facilitating the operational leader's role as change manager: "By having him report directly to me," notes SolarCity General Counsel Seth Weissman, "I am able to give [my Legal Operations Director] all the room he needs to be successful and knock down barriers or resistance to his success."

## 3. Who Supports the Legal Operations Leader?

The legal operations teams we profile operate with diverse staff roles. Beyond the legal ops head, operations support roles include: manager of vendor and outside counsel relationships; legal administrative manager; manager of analytics and reporting; billing coordinator; manager of professional development; legal technology specialist for metrics and records; contract clerk for file management; executive assistant; senior legal financial analyst; and senior legal technology analyst.

## 4. What Do GCs Look For? Traits, Experience and Skills of Extraordinary Legal Operations Leaders

The organizations featured here agree that finding someone with the right traits, experience and skills to lead legal operations is essential – and not always easy. "Visionary legal operations directors are a valuable commodity," notes Aon General Counsel Peter Lieb. Why? Because the ideal LO director must be able to identify and fill gaps between the legal practice and the needs of the enterprise, notes SolarCity LO Director Peter Krakaur. The legal operations officer must be able to wear many hats and move in and out of tasks seamlessly as situations require, according to Bank of America's Legal COO Tom Trujillo. With the general counsel, this person must also facilitate the running of a legal department "capable of seeing around corners to manage and avoid risks while at the same time focusing operationally on peak efficiency," notes Campbell Soup's General Counsel Adam Ciognoli.

Some legal departments (Telstra and HPE) believe the LO director and Chief of Staff role should be separate, while at another (VMware) both titles are vested in the same person. On why the roles should be separate, HPE's Schultz observes: "It's hard for a Chief of Staff to cultivate a certain relationship with his Deputy General Counsel and then turn around and push for review and reforms of budgets, process and efficiency."

A key element that promotes success for the GC/LO team is for the general counsel to empower the LO head to do his job, notes Campbell's Vice President and Head of Operations Reese Arrowsmith. Other LO heads, including Allstate's Bruce Goldberg, agree that robust support from the general counsel is a crucial element of success in the legal operations space.<sup>1</sup>

Given the breadth of responsibility and often intuitive traits required to head a legal operations function, it comes as no surprise that the LO leaders here bring years of experience successfully managing finance, information technology, outside counsel, knowledge, human resources and office operations within large legal environments, as well as breadth of exposure from consulting to legal departments. Among the notable skills sought by general counsel in a legal operations officer are:

- Someone capable of designing the house as (s)he is building it. As he prepared to hire SolarCity's first legal operations director in 2015, GC Seth Weissman knew he needed someone with excellent communications skills and plenty of technological savvy. The ideal candidate would be able to communicate easily across all departments and disciplines and be able to find translatable solutions between the group's needs and the client's wants. The successful candidate would also understand legal IT well enough to make the right purchasing decisions and drive technological growth.
- Someone adept at managing the organization through change. To accomplish this, the ideal candidate possesses good strategic planning and facilitation skills, a finance background and an understanding of how legal departments work, according to Baxter's Director of Operations, Legal, Aaron Van Nice.
- Someone who knows the right questions to ask in order to identify needs and drive results. "No one," states Yazaki's General Counsel Lois Bingham, "not even an attorney, can be a subject matter expert in all areas that make up the universe of a corporate legal department. So long as the candidate knows the right questions to ask and has the tools to lead and manage change, he or she can direct operations."
- Someone who possesses soft skills and core legal operations skills. The ideal LO leader is team oriented, determined, adaptable and authentic. Additionally, this person possess a good understanding of strategic planning, financial management, pricing and management of outside counsel; a solid understanding of data analytics and knowledge management; and experience with litigation support and staffing models, explains SolarCity's Legal Operations Director Peter Krakaur. "Most importantly, the emotional quotient and intelligence quotient of a legal ops director must align with that of other legal department members and with the clients."
- Someone who can build collaboration across teams. A legal ops leader must be able to oversee a collective effort that spans across many groups. VMware's GC, Dawn Smith sought a leader who could foster collaboration while assuaging concerns about change. Total's general counsel Aurelien Hamelle expects that legal operations will eliminate practice silos by creating a platform where all lawyers receive consistent support – and in turn offer consistent solutions to clients around the world.

## 5. To Be or Not to Be an Attorney

There is a split of opinion on whether or not a law department operations leader should be an attorney. Nevertheless, all agree that it is important for the candidate to understand the business of law.

Those who believe that a law degree and legal practice experience are essential qualifications of the position argue that lawyers are better able to bridge the gaps between the large law background of many in-house counsel and the demands of corporate leaders. “Experience with legal practice also helps a lawyer understand the nuances of the practice in order to better support it,” explains SolarCity’s Krakaur. Additionally, “a lawyer at the helm of legal operations can lead [career development] better than someone who doesn’t know [legal] career paths,” adds Aon’s Lieb. These two departments also emphasize that LDO heads who are also attorneys can be more effective at negotiating with firms because they understand what drives law firms’ culture and how to manage their needs. This ability to understand department needs and law firm operations was important for Telstra’s Mulhern in selecting someone who had served as senior partner at one of its key law firms to lead its operations function.

On the other hand, those who believe a legal operations leader need not also be an attorney emphasize that a candidate capable of identifying needs and driving results can be very effective by drawing on skills not common in lawyers. “While a legal operations head can certainly be an attorney, finding a lawyer who also has [an aptitude for numbers, an ability to work with systems and who has an operational mindset] is difficult,” explains Campbell Soup’s Ciognoli. Adds Baxter’s Van Nice: “A law degree could [actually] impede execution if the inclination is to act as a lawyer rather than an operational leader.” Those who believe a law degree is not essential note that legal training is not core to what a legal operations executive does. For these general counsel, the ability to understand financial operations is more important than the ability to think like a lawyer. “All other things being equal, if I had to choose between a candidate with a law degree or a Lean Six Sigma background, I would choose the latter,” notes HPE’s Schultz.

Law degree or not, the most important quality an excellent legal ops head brings to the role is a personality that can both encourage and execute change. “The ideal candidate is relentless in her commitment to transforming the department and also a strong communicator of the vision. Only in this way,” notes VMware’s Smith, “can she achieve buy-in for reform goals.”

## B. Why Have a Legal Operations Office?

Legal departments establish legal operations functions for a number of reasons. Most common among those we interviewed include managing the strategic operations of the legal department; managing its administrative operations, including budgets, cost variability, outside counsel/other external resources; and managing risk and infrastructure.

**The most frequently cited justification for the legal ops function, however, is its role in freeing up in-house counsel to do what they do best: practice law.** Legal operations allows the legal department to perform more legal work in-house by enabling lawyers to focus on practicing at the top of their law license. “Every hour a lawyer spends practicing law rather than focusing on administrative matters offsets work that might have otherwise been sent outside. That’s how you sell it,” explains Solar City General Counsel Weissman. Others agree:

- By assembling a team that could support the bank’s entire legal infrastructure, to include everything from management of outside counsel, legal vendor management, analytics, technology, to management of its support staff and the legal offices around the world, the legal operations function would allow lawyers “to focus on continuing delivering world-class legal advice to their clients.” – Tom Trujillo, Chief Operating Office, Bank of America

## Legal

- “Less time spent on firm selection or billing equals more attorney time spent focusing on legal strategy and desirable outcomes for this business.” Mike Russell, Lean Leader – Legal Operations, Ingersoll Rand
- “Having a non-lawyer in the legal ops role frees up lawyers to focus on practicing law.” Yazaki operations’ role in improving internal work processes has allowed the managing attorneys to spend more time directly with their clients by attending business meetings. The result has been sustained ongoing communications and earlier legal involvement. – Terrence Thompson, Senior Projects and Contract Manager, Yazaki North America

A related theme is that **Legal Operations is not something that a general counsel or deputy general counsel can do effectively as a collateral duty.** It takes a fully dedicated professional with the singular focus, drive, know-how and personality to facilitate the legal department’s operation with excellence, say these legal department leaders. “I realized that neither I nor my group heads could effectively manage the strategic or administrative operations of the legal department as a collateral duty. It became very clear that hiring the right dedicated legal operations director would immediately pay for the position and serve as my right hand to scale the group,” explains SolarCity General Counsel Weissman. Ingersoll Rand’s Russell agrees: “Managing [IT resources, matter management, e-billing systems, procurement] isn’t something that a deputy general counsel can do as a secondary job; it’s a role that requires a designated leader to establish and monitor.” At VMware, the support provided by legal operations lets lawyers be lawyers: “Without a dedicated legal operations function, each of my Deputy GCs would have the added task of managing programs, technologies and processes individually. Given the magnitude of responsibilities that are core to their practice responsibilities on a daily basis, these operational tasks simply could not receive the careful strategic consideration they require,” adds Dawn Smith, then-VMware General Counsel.

Similarly for Baxter Healthcare and Telstra, the important task of talent development had been an extra responsibility for each business unit’s general counsel until the legal operations position was established. All agree that the current arrangement is better.

## C. Some Other (Really) Good Reasons to Have a Legal Operations Function

### I. Legal Operations Support a Centralized Management Platform Capable of Seeing Across the Entire Legal Ecosystem

Legal operations units enable their law departments to visualize resources across the entire range of internal and external components. This is especially important for corporations that rely on dispersed legal support across many geographical areas. By working to understand functions that legal supports (such as litigation, IP workflow processes, and talent, outside counsel and risk management), operations units at HPE, Telstra, and Total have been able to centralize delivery of legal services globally. At HPE, the operations team inspects operational review decks assembled by 12 Deputy GC teams to assess group performance. These reports are instrumental in developing dashboards and metrics that facilitate prioritization and an ability to see across the entire organization. Legal operations at Telstra enables centralization of the talent management role, allowing legal to manage and train across the entire department globally simultaneously. Total’s

operations unit developed a blueprint for the legal function that enabled Legal to acquire precise knowledge of the legal universe and served as the foundation for improvements.

## 2. Legal Operations Own Technology and Use It as a Force Multiplier

Most legal operations leaders have responsibility over technology to support data gathering and key performance indicators to drive efficiency and quality. From e-billing platforms that help build budgets and manage outside counsel costs, to document management, contracting and matter management tools, legal operations units like those at HPE and Yazaki are at the forefront of legal technology ownership. Vesting ownership of legal technologies in legal operations facilitates adoption and maximizes utilization of the tools. And by leveraging technology to set up client self-help systems (like contract assembly systems and lifecycle management tools) that limit lawyer involvement in low-risk matters and reduce time spent on search, fact-gathering, document assembly and review, technology acts as a force multiplier for Total and SolarCity.

## 3. Legal Operations Units Use Metrics to Enhance Value

Metrics can give law departments measurable targets to drive improvement in cost and efficiency while maintaining, or enhancing, quality.<sup>2</sup> Legal operations functions use metrics and analytics to understand and manage costs and build employee engagement (Aon and SolarCity). Metrics also enable assessment of outside counsel relationships, performance and spend, as well as tracking of fee trends and employee feedback about the workplace. And although implementing complex systems can be difficult, “spending time to set up systems that collect smarter data to help conduct more detailed reporting is one of the most important roles of legal operations. Only by understanding the data being collected can departments run dashboards that service their purpose,” notes SolarCity’s Krakaur.

## 4. Legal Operations Offer Project Management Support

In order to provide the necessary direction, continuity, and coordination of matters, legal departments are embracing project management as a crucial component of the legal ops team. The majority of the featured LO leads possess expertise in project management, while in two LO functions the support personnel have dedicated PM staff. Project managers within these legal departments are directly involved at the matter level, assisting in matter management, maintaining e-billing systems, and working with corporate IT and procurement teams.

At Ingersoll Rand, project management expertise has been critical in revamping the company’s intranet in order to grant clients better access to resources and facilitate communications. Explains IR’s Lean Leader – Legal Operations’ Russell: “The best project managers can translate large or complex vision into subtasks while being able to communicate the vision to leaders so that there is understanding of how Legal arrived at change.” At Baxter Healthcare, project management capable of centrally coordinating departmental goals was one of four priorities of the LO function when established.

## D. What Do They Have to Show for Themselves? Aligning Operational Results to Organizational Priorities

The eleven legal departments here discuss their priorities for legal operations functions. These include an expectation that the LO function would, after inception: enhance legal-to-business alignment and yield smarter work while enabling the department to provide the best legal service possible; own the interface between users and legal technologies to ensure that business and scope designs fit needs; manage outside counsel and vendors; and manage the department's global legal operations.

Another frequently cited priority emphasizes budgetary and financial management. Whether to target legal spending (especially with respect to outside counsel and other outsourcing); manage costs by improving billing processes; understand where and how money was being spent; or create partnerships with finance colleagues, a number of participants identify fiscal management as a cornerstone element of the successful legal operations function.

Comparing those foundational priorities with results reveals that these LO units have executed successfully on objectives. Priorities and corresponding results include:

**Financial Management.** In redesigning billing management and contract management, SolarCity has freed attorney time to yield a smarter allocation of lawyers focused around higher-value practice. Campbell Soup's newly established Legal Operations office vests greater responsibility for budget management with senior legal leadership team members, facilitated through tools. Baxter Healthcare's Legal Operations team keep metrics on outside counsel spend and track budgets annually. Through efficient vendor management initiatives and disciplined oversight of budget and spending, Baxter is meeting targets and continuously scaling to drive value.

At the onset, HPE's Legal Operations unit constructed a financial discipline strategy so precise that expenditures met quarterly budgets by 99%; the group has continued to reduce spending over the past three years while doing even more. And five years after its establishment, Bank of America Legal Operations has achieved considerable savings through convergence of its litigation firms, its revamping of vendor practices, and initiatives to leverage data and improve information security.

Ingersoll Rand has also achieved monetary savings and efficiencies through its outside counsel management initiatives. These initiatives, which include refinement of its firm network for asbestos litigation, continue to yield savings through preferred rates and alternative fee arrangements – and by freeing up attorneys from outside counsel management to focus more on legal strategy and achieving desirable outcomes.

**Aligning Legal with the Broader Strategy.** Demonstrating how internal legal projects also benefit the business has facilitated high-level support for legal initiatives at VMware. With end-to-end collaboration that ensured business units a voice in structuring the contract management playbook, VMware Legal has drawn support from enterprise leaders who care deeply about the customer experience. VMware demonstrates its contribution to the business with its dashboard, dubbed "[Fearless Legal Innovators - at a Glance](#)" which includes a section on enabling strategic priorities, protecting the company and creating business opportunities.

At Aon Global Law's Legal Operations Unit, taking the company's quest for cost containment and colleague engagement and developing a multifaceted initiative for legal (that includes outsourcing commoditized work, using RFPs to secure flat fees and collaborating with procurement for global

spend management) has reduced Aon’s legal costs, increased its budget predictability, improved legal outcomes and increased employee satisfaction – all within a span of two years.

HPE Legal’s top-notch operational position allowed it to handle the largest corporate separation in history in-house, a feat earning [ACC Value Champion](#) accolades. The responsibilities of the legal department were focused on creating new entities, “cloning” country operations, moving cash and assets, assigning or “cloning” contracts, and allocating 50,000 patents and 15,000 trademarks and leveraged processes and technology that had been implemented by the legal ops team. “Had we not laid the foundation, I don’t know how we could have achieved the separation the way we did,” says Perry in that ACC Value Challenge interview.

**Improving Legal Cohesion Globally.** Several of the profiles cite to the role of legal operations in facilitating connected consistency among legal units operating around the globe. With in-house lawyers dispersed across 61 countries, an ability to integrate legal intelligence is crucial for Total Legal. As this legal department works to ensure it is “One Lawyer” within “One Total,” legal operations is leading the roll-out of a platform that fully integrates sharing of knowledge, models, templates and outside counsel option banks across its entire large and geographically dispersed group.

Similarly, Ingersoll Rand’s Legal Operations supports the needs of the legal department across the world by managing and tracking resource usage and standards for doing business across the span of legal services. Doing so ensures that procedures are being followed consistently and that legal is aware of all potential risks. At Yazaki North America, half of its relatively small legal department operates from Mexico. So Legal Operations has standardized its processes in order to operate as a single unit across both offices. The result is that the entire legal department uses the same budget management and intake system for receiving requests for services, and all attorneys access the same dashboard. The standardization initiative also ensures uniformity of approach and responses, even as it adjusts for jurisdictional and regulatory differences.

Aon’s attorney global rotation program offers in-house counsel a chance to participate in a 2-3 week rotation at an office abroad. The program, which was started in 2015, has already improved engagement and built cross-regional cohesion. For the attorneys, the program offers a chance to work in the local offices and gain perspective. For the legal department, matters tasked to lawyers in the program yield savings of approximately 30% over what it would normally cost to outsource them to firms. For the hosting business, the program offers an opportunity to work with and build the relationship with the legal department.

### III. Leading Practices, Change Management and

## Other Lessons Learned

Beyond the results cited above, the general counsel and legal operations officers cited a number of **leading practices in legal operations management**. These include:

- Vesting ownership of legal technologies in operations to promote efficiency and transparency. At both Baxter and Yazaki North America, legal service request intake tools track how the department interacts with clients and offers transparency on status of contracts and other matters. And both of these legal departments also report that owning legal technologies has given operations the ability to free up lawyers to practice law. Notes Baxter's Van Nice: "The net gain for us is that in automating information seeking processes, we are better able to focus on our key legal work."
- Enabling processes for rapid issue identification and response. A key leading practice for Ingersoll Rand's Legal Operations unit is its ability to be nimble. Through an initiative that assesses whether goals are aligned with their corresponding metric and assessing each goal against the process map, Ingersoll Rand's Legal Ops team can determine whether goals were realistic, whether a step was missed, or whether something wasn't understood. In turn, the process "allows [our team] to pull pieces together quickly and prevent things from languishing for long periods of time. It also helps us avoid strangling ourselves with our own processes," explains Legal Ops Lean Leader Mike Russell.
- Analyzing workflow to yield smarter staffing. As companies shift more legal services in-house by hiring and mentoring talented counsel, and as those legal departments outsource tasks or enable clients to do more for themselves with technologies, operations teams like those at HPE and Telstra are vital to measuring and analyzing data to ensure task redistribution is executed in smart ways. At HPE, the data streams and analysis that Operations generates allows the legal organization to assess whether it is matching the right kind of work to the right cost of service, whether the alignment is with law firms, lower cost internal talent, or foreign outsourcing. The result has been the transition of a considerable amount of contracting, IP, litigation and M&A work in-house.

**The greatest lesson cited by our legal leader executives relates to change management.** Several **key lessons** emerged in this area as legal operations units implemented business or complex technology systems. These include:

- Integrating a Complex System or Process Doesn't Happen Overnight. While turning on a system can be done within a month, explains SolarCity's Weissman and Krakaur, customizing the system to provide granular data (outside counsel invoices, data analytics) is a multi-month endeavor. "Don't underestimate the long change management tail associated with legal ops and management projects. Our lesson learned? It takes longer to get something going than you might otherwise expect and people often don't understand what's involved in setting up a complex system."

Similarly, Yazaki learned key lessons with the rapid deployment of systems linked to legal ops management. As they launched the legal service request (LSR) intake process, they worked hard to get the word out and provide support. However, they realized six months later that many of the intakes were no longer being logged in. Their lesson learned? "You can't expect to roll out a process and have it take overnight," explains GC Bingham. "Be patient, continue the conversation, and most importantly: involve all

stakeholders from the onset to facilitate the necessary changes. Global operations require inclusive input across regions and all impacted functional units.”

- **Ensure You Have Internal Expertise for Technology Enhancements.** Hand in hand with change management is the ability to quickly modify technology tools as changes are made to the service line, templates, and reporting requirements. VMware learned that internal expertise is very important when it becomes necessary to enhance tech tools to meet evolving needs. “Not only will [internal expertise] help with change management, it will also save significant expense over going back to the vendor. Ongoing vendor support will diminish your ROI very quickly,” explains GC Dawn Smith.
- **Communicate. And Be Patient.** Whether to build trust by those affected (SolarCity, Baxter and Total), to emphasize why the change or new system is important (Yazaki and Telstra), or simply to gain awareness and acceptance (Ingersoll Rand), communicating the “why” to affected stakeholders and maintaining the dialogue throughout the process is essential for any successful transition. Explains SolarCity’s Krakaur: “Understanding stakeholder needs and translating how legal operations can help with structure takes time and, by definition, it takes adjustment. Building the requisite trust in those affected takes communication, work and repetition. Yet that collaboration, that getting smarter together, is the true measure of an effective legal operations function.”

Beyond the results and change management lessons above, several **other common lessons** emerged from the legal ops representatives as they discussed successful mindsets for coming into the legal operations role. Specifically, they advise:

- **Come into the role with an open mind and a commitment to learning and adjusting....** “A key for any legal operations head is to really understand what the general counsel’s priorities are and what he seeks to accomplish. Doing so requires understanding the organization and what the general counsel needs from operations in order to accomplish those objectives. Spend time to understand. Come in with an open mind: be aware of the preconceptions that may not be accurately founded and be willing to put these aside,” observes Baxter Healthcare’s Van Nice. What else? “It’s [also] important to be flexible and be willing to change directions as the overall organization and priorities change. It is important to constantly assess what [you] are working on against shifting priorities.”
- **...And get to know the legal executive team. Involve potential supporters from the onset.** “Legal ops leaders often make the mistake of thinking they can execute initiatives and achieve change on their own,” observes Van Nice. “Time and again, I have found that projects are most successful when they bring in a sponsor, whether the attorney(s) responsible for championing that area or other supporters. Resist the temptation to go it alone.”

## IV. Growth Trends within Legal Operations

Asked to describe trends in the area of legal operations excellence, the general counsel and legal COOs predict continued expansion of corporate legal operations as law departments bring more

work in-house and insist that more of the external work be performed at a fixed fee.

Operations is at the forefront of managing costs, processes and technology. Some, like Ingersoll's Russell and HPE's Schultz, note legal operations' growing involvement with counterpart law firm operations as these entities sync into cohesive teams. Integrating IT into a legal department-law firm partnership helps ensure the proper handling of data and security and is a component of this movement. The explosion of big data, artificial intelligence and analysis tools are areas poised for tremendous growth predicts HPE's GC John Schultz. **"The holy grail within reach is a legal operations team that is not only plugged into [the law department], but that is also plugged into the ops teams of [the department's] network firms, collectively leveraging data from both in order to allow the legal department to make the best decisions about how to consume and pay for legal services."**

Others, like Campbell Soup's Reese Arrowsmith, predict the discipline's continued maturation as a powerful tool for legal service value, and further impact by understanding and managing spend.

By using metrics-driven data and tracking and deploying emerging technologies, legal operations will continue to apply smarter staffing models and facilitate response to changing needs in contracts and knowledge management areas, adds SolarCity's Krakaur. Finally, the evolving network of peer legal operations organizations, such as [ACC Legal Operations](#), will continue to play an important role in career development and role effectiveness, concludes Ingersoll's Russell.

## V. Law Department Profiles

### A. AON plc

London based professional services powerhouse Aon plc provides risk management, insurance and reinsurance brokerage, banking and outsourcing services to clients around the world. We spoke with this [2016 ACC Value Champion](#) to understand how Legal Operations drives employee engagement, client satisfaction and team cohesion for a global legal department of 180 lawyers who manage risk and drive value across offices in 42 countries.

Executive Vice President, General Counsel and Secretary Peter Lieb leads the 425-person (lawyers plus staff) legal department out of AON's London headquarters offices; Audrey Rubin, Vice President and Chief Operating Officer, Global Law, is based in Chicago where AON was founded in 1982. Lieb, who has served as AON General Counsel since 2009, hired Rubin several months later.

This decisive duo have taken Aon's quest for cost containment and colleague engagement and developed a multifaceted initiative for Aon Global Legal that has reduced legal costs, increased budget predictability, and improved legal outcomes and greater employee satisfaction – all in a span of less than two years. Execution of the award-winning performance improvement initiative resides in Aon's 10-year old legal operations function.

AON Global Law is decentralized in its legal practice, a model that serves it well in supporting the enterprise in an industry that is both highly and locally regulated around the world. Its legal operations function, however, centralizes budgeting, approvals for major transactions, major hires and leader performance evaluations.

Rubin, who as Chief Operating Officer of AON Global Law reports directly to Lieb, is responsible for ensuring that the legal department operates at peak efficiency so that in-house counsel can support the business units, while operations handles budgeting, human resources, career development, coaching, higher level performance related matters, law department policies, technologies, strategic initiatives and strategic planning. In this capacity, Rubin is responsible for all financial, technology, personnel and other business matters of the law department, which provides strategic legal counsel to all Aon business lines.

Visionary legal operations directors are a valuable commodity, notes Lieb. "The role requires someone with great business and finance skills, excellent organizational and project management skills, very good people skills. The director must also work very closely with HR and must possess excellent leadership skills to support the many initiatives that need leadership." Finding an operations leader capable of handling initiatives that can range from overseeing execution of the annual global law conference to liaising with human resources and procurement is well worth the search effort.

In addition to her responsibilities as chief operating officer for AON Global Law, Rubin has also served as chief operating officer at two law firms and is an adjunct law professor in law at the University of Illinois College of Law where she teaches "The Business of Law". Rubin has also

published a number of articles relating to managing legal departments and controlling costs. These experiences help her understand how to help legal departments and law firms to become more proficient in managing their operations.

Beyond possessing excellent finance and management skills, Lieb believes the head of legal operations should also be an attorney. Why? “It’s important to have someone who really understands lawyers from a whole host of perspectives.” Aon puts significant emphasis on career development; “a lawyer at the helm of legal ops can lead this better than someone who doesn’t know legal career paths.” Lieb also emphasizes that lawyers with large law experience can be more effective in negotiating with law firms because they have an understanding of what drives firms, and what they want from a relationship with a legal department.

As Chief Operating Officer, Rubin’s role in implementing Aon’s legal strategy is significant. As part of the ten-person senior law leadership team, Rubin is instrumental in defining and scaling an aligned strategy by consensus. Strategic legal operations priorities include:

- **Providing the best legal service possible to the corporation.** “We do that in part with important initiatives that help our lawyers develop relationships and understand the business so that they can provide the best service.”
- **Managing Costs** by improving billing processes and leveraging LEAN/Six Sigma principles to drive down costs while improving work quality.
- **Providing Career Development and Performance Coaching.** “Legal department engagement is a very high priority of ours. One of the most important components in driving the most engaged law and compliance professionals is to create career paths that they can aspire to.”
- **Increasing diversity** within the department and the industry.

## I. Leveraging Data and Metrics

Critical to managing costs and building employee engagement are metrics that track outside counsel costs, fee trends and employee feedback about the workplace.

Operations works closely with project managers in Aon’s global spend management team when doing RFPs and with procurement to sync legal with the organization’s procurement and purchasing tech systems. Procurement brings a more objective perspective, applying its systems to rankings of price and other RFP answers, plus its views on a law firm’s value-added services. A legal technology specialist that reports directly to Rubin generates metrics-focused reports and keeps systems current. Rubin also consults with Aon’s IT function through the legal liaison to ensure legal has the most updated technologies and that those technologies are synched with other Aon systems as appropriate.

A company-wide engagement survey seeks to improve high engagement. By measuring employee answers to numerous questions – e.g., how they feel about the company, what they would say about the company, whether they would consider leaving – Aon uses the survey to improve performance. Positive engagement responses are predictive of higher performance in the short and long term. By offering lawyers opportunities to suggest how to improve engagement, Lieb uses the survey as a tool for improving performance, which in turn yields superior legal service. “We believe within the law

department that high engagement is a predictor of great legal service; the more engaged our lawyers and client teams are, the better we'll serve the company."

## 2. Legal Ops Results: Employee Engagement, Client Satisfaction and Bottom Line Savings, Fast

Legal operations initiatives fueled by its 2014 Law Department Strategic Improvement Project have yielded impressive returns on investment. From reforms in outside counsel billing, to staffing reallocation, cycle time reduction, and measures to improve global team cohesion, legal operations initiatives over the past two years alone have yielded a trifecta win: gains in employee engagement, higher client satisfaction and bottom line savings. Specific initiatives include:

- **Outsourcing Commoditized/Routine Work:** By moving standard contract matters from the UK and North America to attorneys in India and Poland, Aon Legal has reduced contract turnaround time by approximately 70% (from 7 to 2 days average) while reducing the annual cost of contracting with customers, vendors and suppliers by 50%. Shifting work from high to lower cost locales has also improved lawyer engagement by freeing Aon's experienced in-house counsel to tackle the difficult, high value work. The result? A significant 20% improvement in legal staff engagement over the past two years alone.
- **Using RFPs to secure flat fees and targeting subpoena cycle times.** Identifying firms capable of delivering legal excellence on flat fees has saved the legal group 30% over costs for the same work done hourly. Reducing subpoena cycle time by 44% over a one-year period (from an average of 175 days in 2014 to 98 days in 2015) has hastened claim resolution, saved costs and improved client satisfaction.
- **Collaborating with procurement for global spend management.** "Some legal departments are reluctant to partner with procurement out of concern that procurement doesn't understand the needs of legal, but by investing time to communicate our needs and establishing a strong partnership with them, we've benefitted from their expertise in outside counsel hiring," notes Rubin.
- **Implementing an innovative attorney global rotation program to improve engagement and build cross-regional cohesion.** The attorney global rotation program initiated in 2015 has been very well received both by lawyers, who apply and are selected randomly for the chance to participate in the 2-3 week rotation at an office abroad, and the local host businesses, who must compete with other potential sites for the chance to host. In one instance, a traveling colleague conducted risk assessment and developed improved processes for a particular business line. In another instance, the lawyer managed due diligence for a proposed acquisition. For lawyers, the program offers a chance to work in the local offices and gain perspective. For the legal department, matters tasked to lawyers in the program yield savings of approximately 30% over what it would normally cost to outsource them to firms. For the hosting business, the program offers an opportunity to work with and build the relationship with the legal department. "Everyone has been thrilled with the program," notes Lieb. "It's been a win for the law department, a win for the hosting localities, and a win for cohesion of the department globally."

## B. Bank of America

Bank of America began its Legal Department operations function in 2011 as the bank and legal department responded to the challenges stemming from the financial crisis. Understanding that managing both risk and outside counsel spend was very important under the increased legal and regulatory challenges sparked by the times, Bank of America's Legal Department implemented an operations infrastructure capable of navigating the department through the crisis and beyond, toward a status quo defined by efficiency and value.

Bank of America's Legal Department relies on full time in-house counsel, paralegals, support staff and contractors worldwide to support the organization's range of complex legal and regulatory matters. With its scope of size and complexity, managing the department and those relationships to optimize value is clearly a high-stakes endeavor.

Tom Trujillo, Chief Operating Officer for Bank of America's Legal Department, spoke to ACC about this [2013 Value Champion](#)'s legal operations function. Trujillo's group oversees the centralized e-discovery practice and supports all of the bank's global legal services.

### I. Justifying a Legal Operations Function

In 2011, Bank of America began taking steps to build an operations framework capable of optimizing legal department performance. The resulting function was established to meet two objectives. First, it sought to create a centralized e-discovery practice that would further develop efficiencies and potential risks. Second, it would assemble a team that could support all of the bank's global legal services, to include everything from management of outside counsel, legal vendor management, analytics, technology for the legal department, to management of its support staff and the legal offices around the world.<sup>3</sup> "The idea," notes Trujillo, "was that the operations function would manage the infrastructure, allowing our lawyers to focus on continuing delivering world-class legal advice to their clients."

The Legal Department easily made the case for the function by showing that the centralization afforded by legal operations translated into efficient processes and programs, in particular around management of outside counsel. This would in turn lead to predictability and reduction of costs. "Although we had to bring in additional resources in the form of managers and support staff to on execute our initiatives (e.g., law firm and vendor convergence), we were easily able to demonstrate that the return on that investment - as the department made further improvements on expense management, outside counsel spend, and process controls - would be significant."

Indeed, the operations framework has accomplished its objectives in short order. In area of outside counsel management alone, since 2011, the department has built a network of 25 law firms to handle its US litigation (the "Litigation Roundtable"), to work with the Legal Department under fixed fee and alternative fee models designed to reduce billable hour billing, and to provide transparency and predictability around the outside counsel spend. This commitment to seeking fixed fees on litigation matters has helped to significantly decreased expenditures year over year. By the end of 2015, more than 80% of the bank's US litigation matters with outside counsel were serviced within fixed fee portfolios.

In reviewing outside counsel relationships, Bank of America had more than controlling legal spend as its goal: it also sought to build a strong platform for proactive management and transparency around each matter and managing vendor-related risks and performance. For instance, detailed

budgets and planning are required on significant matters. This creates open and ongoing dialogue about case management. Likewise, for the management of all vendors, including its outside counsel, the Bank has an extensive vendor management program that assesses the vendors on a multitude of criteria, including such things as information security, performance and diversity.

## 2. Competencies Required of the Legal Ops Head

Trujillo took the operations helm in 2011 as part of a reorganization of the Legal Department. Having seen the evolution of needs and with his considerable business management experience directing operations, Trujillo knew that keeping operations sharply focused on optimization would require both long and short term vision and strategic thinking focused around what the general counsel and clients needed from legal. He also knew that the ability to wear many hats and move in and out of tasks seamlessly as situations require was crucial. "Above everything else, I keep asking myself as I do my job: 'what are the pressing needs of the bank, what are the immediate needs of Legal Department in order to help the enterprise, and what do I own versus what do I have to influence?' The answers to these questions change over time, and thus our approach needs to remain flexible as the circumstances change."

Beyond possessing both versatility and strategic thinking competencies, and while not always an absolute requirement in every legal department, Bank of America felt that having a lawyer in the role of Legal COO would provide many important benefits for them. "In our circumstances, we thought that a lawyer as COO would have a deeper appreciation for the purpose and business of the organization. Having a lawyer at the helm would also be important for building credibility in the position," notes Trujillo. Beyond a law degree, Trujillo brought to the position extensive business experience, having been embedded as an executive in Bank of America's corporate banking and home loan divisions during his tenure with the bank.

## 3. Defining Legal Operations

Bank of America's legal operations function is responsible for managing legal vendors (including outside counsel), internal spend, legal invoicing, information security issues for the department and its vendors, business continuity, IT infrastructure, training and communications. It also owns the interface between users and legal technologies to ensure that business and scope designs fit needs.

A Six Sigma black belt project manager who supports process improvements and project management is also part of the legal operations team. Human resources, IT and finance assets are centralized and external to legal but liaise with operations through designated contacts on each side. These centralized service models provide consistency throughout the enterprise for setting goals, etc.

## 4. Results to Date

Five years after it was established, operations has centralized various processes and achieved considerable savings. At its inception, legal operations had to map a strategy for doing more with a workforce that was being scaled back. With support from General Counsel and the rest of the Legal Department's leadership team, today's legal operations function has helped manage costs and risks around portfolios, build the centralized e-discovery team, and centralized operations across the global legal department, all while achieving considerable savings through a comprehensive vendor

convergence that capped spending through fee arrangements, revamped vendor practices, leveraged data and enhanced information security practices.

## 5. Leading Practices

Bank of America has realized significant savings and efficiencies through the Department's Litigation Roundtable. Other savings stem from its diligent budgeting process, its relationship-based approach to fixed-fee negotiations and rigorous vendor management. Bank of America's Legal Department remains committed to furthering these successes in the interest of realizing greater efficiencies, all without sacrificing the quality of legal work provided by it and its partners.

### C. Baxter Healthcare

Illinois based Baxter Healthcare is a producer of products to treat chronic and acute medical conditions. It had global net sales of \$10 billion in 2015 across its Renal and hospital products businesses.

Legal Operations has been a discrete function since 2007 when Van Nice was hired to centralize budget and project management, and manage invoicing and coordination of staff. Before the function was established, these matters had been the collateral responsibility of a deputy general counsel and two legal administrative staff members. Aaron built a robust legal operations unit that would own finance, technology and project management responsibilities. We spoke with Aaron Van Nice, Director of Operations for Baxter Healthcare Corporation Legal Department (BHCL), to understand what factors drove implementation of the function and results to date.

BHCL is a centralized global legal department of 135, of which 75 are in-house counsel. The department supports the business around the world: Staff within the department is responsible for government affairs, compliance and legal affairs. Approximately half of Baxter attorneys are located outside the US. The head of each function reports to Corporate Vice President and General Counsel David Scharf. As Director of Operations, Van Nice also reports directly to Scharf.

Prior to joining Baxter as Legal Ops Director, Van Nice, a licensed CPA since 2001, had served as legal operations director for Merrill Lynch for four years and was a strategic legal solutions manager for four years at Deloitte prior to that. As a Consultant, Van Nice helped clients assess and implement operational and technology improvements.

With a consulting background and a problem solving mindset, Van Nice assumed the role with a goal of understanding needs and facilitating solutions. A strong believer that effective operational execution requires keen understanding of the unique needs of the legal department, Van Nice brought to the job a commitment to invest in learning the dynamics in order to customize legal's best efforts to support Baxter Healthcare.

Asked what traits a strong ops leader should possess beyond an open mind and willingness to listen and understand, Van Nice explains: "A legal operations director must be adept at guiding the organization through change. To accomplish this, the person must possess good strategic planning and facilitation skills, a finance background and an understanding of how legal departments work." A law degree is not essential and could, Van Nice opines, impede execution if the inclination is to act as a lawyer rather than an operational leader.

## I. Functional Priorities at Inception

When brought in to build and lead operations, Van Nice and the then-general counsel identified four priorities for the Legal Operations function:

- Understand where and how money was spent and create partnerships with finance colleagues to ensure mutually supportive collaboration.
- Centralize legal technologies within IT to ensure a focused vision around what the legal department needed for e-billing and higher quality legal reporting. Cultivate strong relationships with IT resources to facilitate the development of technologies and processes.
- Build a project management structure and culture capable of centrally coordinating departmental goals and initiatives and enhancing trust even through changes.
- Develop a strategic plan capable of both leading the legal department into the future and enhancing client service.

## 2. Legal Operations Today

Nine years after it was established, Legal Operations now functions with a team that includes one person charged with vendor and outside counsel management, one legal admin manager for department-wide operational and administrative processes. Collaborating as a team within the legal practice, operations has identified the right priorities and achieved greater efficiency while aligning the department along enterprise priorities.

All attorneys are trained by legal ops in components of project management. A legal service request tools track how the department interacts with clients and offers transparency on status of contracts and other matters. Van Nice is the business system owner for tech tools that facilitate matter management, e-billing and work flow. “The net gain for us is that in automating information seeking processes, we are better able to focus on our key legal work.”

Van Nice works to build good relationships and trust within the enterprise units at all levels, a task that helps ensure Legal’s needs are met. Within IT as an example, the cohesion forged through these efforts can help when legal needs a tech tool IT understands the value to Legal and the overall business beyond straight ROI.

Another key priority for operations is vendor and outside counsel management: “making sure we have the right cost structure and resources in place given the risks and opportunity of the matter is very important.” Operations keeps metrics on outside counsel spend and tracks budgets annually. It also keeps metrics on goals and progress and shares results through quarterly town hall meetings. Annual client satisfaction surveys drive appreciation of the legal department’s value output.

Although managing spend and tracking costs are crucial operations priorities, Van Nice emphasizes that the legal operations role is about much more than financial management. “Annual strategic planning sessions with legal senior leaders focused on identifying goals and objectives for mitigating risks or helping an opportunity come to fruition, are examples of operation’s role in driving change and focusing on other areas beyond finances,” notes Van Nice. “Developing relationships and trust

within all levels of the organization is critical for success and essential for getting the work done.” For more from Van Nice and Campbell’s Reese Arrowsmith on active management and driving change see the ACC webcast, [Strategic Planning for Legal Departments](#).

### 3. Results, Lessons Learned and Change Management

Baxter Healthcare Legal has been transformed into a lean and centralized organization thanks to the leadership of General Counsel Scharf and the structure provided by operations. Through efficient and effective vendor management initiatives and disciplined oversight of budget and spending, Legal is meeting targets and continuously scaling to drive value.

Experience has taught Van Nice the importance of coming to the role of legal operations with a commitment to learning what the department needs. “A key for any legal operations head is to really understand what the general counsel’s priorities are and what he seeks to accomplish. Doing so requires understanding the organization and what the general counsel needs from operations in order to accomplish those objectives. Spend time to understand. Come in with an open mind: be aware of preconceptions that may not be accurately founded and be willing to put these aside.” Also, it is important to be flexible and be willing to change directions as the overall organization and priorities change. It is important to constantly assess what we are working on against shifting priorities.

Other advice: Really get to know the legal executive team, what they are attempting to accomplish and how. “Legal ops leaders often make the mistake of thinking they can execute initiatives and achieve change on their own. Time and again, I have found that projects are most successful when they bring in sponsors, whether the attorney(s) responsible for championing that area or other supporters. Resist the temptation to go it alone.”

#### D. Campbell Soup

Although relatively new to Campbell Soup Company, the General Counsel and the Head of Legal Operations at this Fortune 500 global food company aren’t new to one another. In fact, Senior Vice President and General Counsel Adam Ciognoli and Vice President and Head of Operations Reese Arrowsmith previously worked together to build a legal operations unit at Lincoln Financial Group that among other things reduced outside counsel spend by over 60% over a period of two years. They bring the same interest in better managing risk to their new positions at Campbell.

Campbell’s legal operations unit is a longstanding and well-established function that has been an integral part of the legal leadership team for 17 years. Since joining Campbell, Ciognoli has continued to prioritize the department’s operations focus. Currently, Campbell’s legal department is run by the General Counsel and legal operations is staffed by the Head of Operations and a manager. The new operations team is carefully evaluating the Campbell’s structure to assess what has worked well and what can be improved. In part, Arrowsmith is looking at some of the successes from his prior work at Lincoln Financial, where there was a larger operations team that included an IT lead and a finance lead plus an enterprise records manager and three support personnel (including a project manager), which helped drive efficiency and savings.

Prior to joining Campbell, Arrowsmith was head of operations at Lincoln Financial for four years. Previously, as a consultant for legal departments, he assisted legal teams with system implementations, organizational improvements and cost savings initiatives.

Ciognoli wanted the operations mindset and execution focus that Arrowsmith displayed at Lincoln, as well as his aptitude with numbers and ability to work with systems, to serve as a legal ops head capable of taking a highly functioning department and further raising the bar. Did the fact that Arrowsmith is not an attorney cause Ciognoli to pause when choosing him? “No,” responds Ciognoli. “A legal operations head can certainly be an attorney. In my experience, however, finding a lawyer with those skill sets is difficult.”

## I. What to Tackle First

Ciognoli and Arrowsmith have identified two priorities for the legal operations function’s first six months:

- Assess existing relationships with outside counsel to further centralize the network and relationships.
- Grant more budgetary authority and responsibility to the GC’s direct reports and vest ownership of the budgetary function in the entire senior legal leadership team.

The team intends to use metrics, analytics, the Campbell legal department’s experiences and good old business intuition to assess existing outside counsel relationships to determine short and long-term goals for its outside counsel management program. Through a thoughtful convergence at Lincoln focused on getting the right firm and the right person for every matter, every time, “we were able to achieve our goal of getting the best result as quickly as possible and at the best price. The result was a significant reduction in outside counsel spending *and* a reduction in settlement costs,” explains Arrowsmith. “Paying less did not mean we were willing to sacrifice outcomes and settle at higher costs.” “Every company is different and the same approach may not result in the same outcome. The approach at Campbell will be just as thoughtful as it was at Lincoln.”

In 18 months, the team expects to take what is today a well-run organization and make it even better with updated, clear, and well-defined processes, including an elevated and updated outside counsel program that covers the process from negotiations to intake to matter management and billing.

Legal operations at Campbell historically has been a highly centralized function, with responsibility for department operational budgeting falling almost solely on the general counsel and operations head. Each lawyer manages his or her case and case budget and collaborates with business partners but the information is not discussed as a department. To help target spending, Ciognoli intends to involve the senior legal leadership team by tasking them to track their budgets and to report monthly on their numbers. “Monthly budget reviews forces discipline: regular conversations about how money is being spent prompts careful thought over how it is done. When people know they must report regularly on finances, it helps to influence spending habits,” notes Ciognoli. This practice is proven: Companies that review their budgets on a monthly basis spend approximately 40% less on outside counsel as a percent of operating revenue according to a [report](#) by Huron.

## 2. The Role of a Legal Department [and Its Legal Ops Head]: The Management Big Picture

The role of a corporate legal department is to manage legal and regulatory risk. The challenge is that managing these risks is very expensive. It is also very difficult to project extraordinary and variable

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costs year over year. How can a legal department manage its extraordinary and variable costs in a way that most effectively pursues the organization's mission? According to Ciognoli, with experts who can do two things: identify and mitigate risks; and manage costs and people resources. The best legal departments manage both effectively.

"Most lawyers are very good at the first piece, however most have not been trained to think about the second part." In Arrowsmith, Ciognoli found the perfect teammate. By joining forces, the team has been able to tackle both responsibilities to run a legal department capable of seeing around corners to manage and avoid risks while at the same time focusing operationally on peak efficiency.

Key to the success of this team has been the general counsel's empowering Arrowsmith to do his job. "In this way, I have authority to run the department from an operations perspective, and think strategically and long-term about how to remain proactive as a department." The team expects to execute in the same way at Campbell, by creating an annual strategic planning process that focuses on proactively mitigating risk. The goal is to cut costs over time while allowing legal, regulatory and compliance risk to come in at regular intervals – then deploying resources (projects, firms, people, etc.) to minimize impact.

Projecting from long-term experience in legal department management, Arrowsmith predicts continued heavy interest in the legal operations role. "Especially over the past ten years, the pressure has been on the general counsel to cut and explain costs. Legal operations is key to better understanding and managing spend. Key for me as head of legal operations will be to cut costs while doing a better job of running the department, supporting business clients, and managing risks – something that can be done while still managing costs." Arrowsmith believes this is only the beginning. "Everyday there more disrupters in the legal space, whether they are new startups to further commoditize portions of the legal space or predictive analytics that will better determine outcomes." Either way he expects pressure on the industry to continue to push spend lower, resulting in more operations experts to manage and drive results.

## E. Hewlett Packard Enterprise (2017)

When John Schultz became Executive Vice President, General Counsel and Corporate Secretary of Hewlett Packard in 2012, the Office of General Counsel began parallel initiatives designed to build capacity in the department and bring more legal work in-house. In 2015, Hewlett Packard Enterprise separated from Hewlett Packard Inc. Yet thanks to the reengineered infrastructure laid over the previous two years by this [ACC 2016 Value Champion](#), the law department's own split and divestiture across the greater enterprise was significantly facilitated.

Since the 2015 split and the subsequent spinoffs of its enterprise services and software segments, HPE and its legal department have continued to restructure and transform operations to support the enterprise computing business's growth and new focus. As part of the 2015 separation, the law department went from a staff of 1,000 down to 700, of which more than 400 are attorneys located in over 40 countries. Legal headquarters are in Palo Alto but its operations function of 40 is distributed across several jurisdictions.

At the time Schultz took over in 2012, both operational and personnel oversight were the purview of the Chief of Staff. It was a model that Schultz soon realized was not the ideal. "It's hard for a Chief of Staff to cultivate a certain relationship with his Deputy General Counsel and then turn around and push for review and reforms of budgets, process and efficiency." Looking at the structure of the organization, Schultz could see that needs fell beyond personnel. Finance, budgeting expertise,

technology, data analytics and metrics were also components of Legal's operations. **"It was very clear to me that we needed a COO function separate and apart from that of the Legal Chief of Staff to manage these operational needs in a way that paralleled the approach of the broader business."** He decided that the best way to optimize the strengths of each role was by separating them. The result was a legal operations function in 2013 that centralized budget and process while positioning the group to optimize resourcing and technology.

## I. LO Staff: What the General Counsel Looked For in Building the Optimal Team

To achieve the high aspirations he had for the department, Schultz knew he needed to hire a leader and build a function that had the ability to map the capabilities to the needs of Legal. The leader would also possess a mindset that was more business strategist than legal analyst. Schultz found the ideal candidate in Molly Perry, a CPA and experienced operations and corporate strategist and financial manager. Perry had also been with Hewlett-Packard in business planning and corporate strategy roles prior to joining the intellectual property team as operations director in 2007. In 2013, Perry launched the function as Chief Operations Officer for the Office of the General Counsel.

While a legal background is a good asset for a legal ops head or operations support team member to possess, Schultz believes it is not essential: "legal training simply is not core to what the operations leader does." More important than the ability to think like a lawyer is the candidate's ability to understand financial operations. **"One of the greatest strengths of our ops organization is that they understand legal but do not necessarily think like attorneys. This structure serves as a check and balance in the execution system.** At the end of the day, the real value this brings is the operational capability to execute on economics, efficiency, process engineering, and technology deployment. So all other things being equal, if I had to choose between a candidate with a law degree or a Lean Six Sigma background, I would choose the latter."

## 2. Operational Structure and Focus: What Legal Sought and How They Built It

Schultz and Perry knew they needed a function capable of managing legal budget, deploying technology, monitoring contracts and data, and optimizing resources through Lean Six Sigma methodologies in their centralized department.

Perry's first task was an ambitious one: she was to construct a financial discipline strategy so precise that expenditures would meet quarterly budgets by 99%. Perry's team not only met this bar in the first year, it has continued to reduce spending over the past three years while doing more: more patents were filed in year three than in one and at a cost that was 20% less.

The team also wanted to demonstrate the business value of the organization. It has done so by measuring the financial benefits from IP sales and licensing, brand protection programs and affirmative recoveries, which when compared to their spend shows the legal organization to be a virtual profit center. "Most recently we have established internal costing for our attorneys, which gives us the flexibility to substitute internal resources at lower cost to our business clients," remarks Perry. Overall, Perry's team is able to accomplish more with less by focusing on process and optimizing resources and technology applications.

To accomplish these goals, the ops chief sought a team capable of understanding the organization from within. Prospective team members had to possess not only strong core skills, but also had to be

willing to embed themselves within the functions OGC supports in order to learn how to best meet their legal needs. **When operations can understand litigation, or workflows in intellectual property, the result is a “gold mine,” observes Perry, “because every time we ask questions, we are almost always led to finding ways we can do things simpler, better, cheaper or a little faster.”** The resulting consistent inspection of department operations enables Perry’s group to analyze quarterly operational review decks assembled by each of the 12 Deputy GC teams in order to assess individual group performance and work out trouble spots. In turn, the decks are instrumental in developing the dashboards and metrics that facilitate prioritization and an ability to see across the entire organization.

Selecting the right technology tools was another key success element for this high functioning operations program. Because he understood the danger to change management and productivity of technologies that overpromise and under deliver, Schultz was committed to finding tools that really help the team and to deploy them in a way that would drive the right type of usage. He understood that change management is made more difficult by past challenges, and charged the ops team to excel in selection and rollout.

Perry hired Lean Six Sigma experts to orchestrate the technology deployments. These process specialists soon became integral to department-wide assessments involving all areas of operations. Their ability to assess whether a process is efficient and scalable is a skill that benefits all areas, so much so that the biggest concern surrounding their services is allocating their time in order to meet the significant demand for their services.

The technology facilitated better data management, which in turn facilitated better resource allocation and cost containment. Enhanced data allows Legal to charge clients according to their consumption and to assess how cost effective they are as compared to outside counsel. By constantly monitoring the technology to ensure it doesn’t become stale or obsolete, Operations has built confidence across the group that it can enable the more efficient processing of matters. “Our result has been a cultural shift in how Operations is perceived and a ready ability to support changes as systems are refined,” notes Perry.

### 3. LO Results and Key Successes

An overarching goal for Schultz in transforming legal was finding ways to enhance its value to the organization. Operations’ ability to prioritize process, resourcing and technology by seeing across the enterprise has significantly augmented the caliber of service across each practice group. Integrated metrics and data analytics, smart redistribution of staffing, and dynamic risk assessment are three major reform areas where HPE Legal Ops is facilitating a significant ROI.

Other noteworthy outcomes include:

- **Enhanced Data Gathering.** The OGC is keenly focused on being a data driven organization. By investing in the business intelligence portal Counsel Command and adapting this open platform to go beyond generating e-billing data and reporting, operations is able to gather data on contracts, IP and time reporting on a single and flexible platform.

These enhancements have improved ability to analyze patterns and refine metrics. As examples, data gathered from combining time records with other data sets allows operations to understand costs across a range of matters, including what a litigation task

costs internally versus externally; the cost of producing different kinds of contracts from inception to signature, sorted by price point, agreement type or geography. With this data the group was able to identify certain teams that were spending considerably more time on lower value contracts compared to their counterparts. “We provided those teams with guidance on their drafting and negotiation practices and within a few weeks their time was reduced by nearly 30%,” notes Perry.

The enhancements also allow practice groups to collect time on their matters and map that time granularly by task, by customer, or by transaction. User-friendly templates also facilitate client self-help.

The overall result has been a significant increase in highly valuable data that is informing improvements across the board. “By setting up the platform so that it was neither intrusive nor difficult for those doing the reporting, we are yielding information depth that is allowing us to see patterns and linkages in the data. These analytics are really paying off as we create and validate models; we have knowledge today that simply wasn't there even a year ago,” notes Perry.

- **Smarter Staffing.** The knowledge gleaned from the data gathering yielded insights about how best to source and staff legal work. HPE Legal Ops has facilitated the disaggregation of work and “operations has been a key part of our ability to successfully identify who can best meet the legal needs of the organization,” explains Schultz. “When you have the right data streams and are measuring the right things – time or contracting volume for example – you are able to compare apples to apples to determine whether you’re delivering as efficiently as you think. **The data streams and the analysis that Operations generates allows us to assess whether we are matching the right kind of work to the right cost of service, whether the alignment is with law firms, lower cost internal talent, or foreign outsourcing. This is a trend that we believe will continue to grow across internal legal departments.**”

The result has been the transition of a considerable amount of contracting, IP, litigation and M&A work in-house. “We can measure the cost to deliver those services internally vs. externally, and the savings when we bring work in house, and when we shift work from higher to lower cost internal resources. In the IP team we had observed overall savings as we shifted patent filing work in house, but with the more granular data we could see that there was a greater savings potential if we shifted more of the prosecution work in house, so the IP team was able to quickly pivot in that direction. In our contracting work we have shifted work from an external service provider to in-house attorneys in an “internal LPO” model,” explains Perry.

- **Risk Assessment.** Dynamic risk assessment is another important trend in legal ops value delivery. As legal and compliance departments work to manage risk and optimize opportunities, operations teams continue to be poised as significant contributors in this space, helping enterprises make better choices around policies and risk assessment. “Our operational analytics allow us to look at areas of exposure and assess them to make better informed decisions,” concludes Schultz.

## 4. Trends in Legal Operations

The explosion of big data, artificial intelligence and analysis tools are areas poised for tremendous growth. In the internal/external counsel collaboration space alone, **“the holy grail within reach is a legal operations team that is not only plugged into us, but that is also plugged into the ops teams of our network law firms, collectively leveraging their and our data in order to allow us to make the best decisions about how to consume and pay for legal services,”** notes Schultz.

## 5. Parting Advice

A well-defined and structured legal operations function tasked with the exact right tasks has been key to the success of HPE Legal. Optimizing operational and financial capabilities to allow the General Counsel to focus on legal issues and the Chief of Staff to focus on performance management of internal personnel has been crucial to ensuring success across the entire range of services and roles,” explains Schultz. **“If I were sitting down with a new GC, on the top of my list of recommendations would be to establish a legal operations unit. And once they have it, to make sure the person who runs it is one of the best players on the team.”**

## F. Ingersoll Rand

Ingersoll Rand is a global diversified industrial manufacturer of brands serving customers in global commercial, industrial and residential markets. Headquartered in Ireland, the company also has major operations in Belgium, the US and China.

Ingersoll Rand attorneys within the 140-member legal department routinely partner with business leaders and work with cross-functional teams and multiple businesses across 26 locations throughout the world. Although the department is geographically decentralized, all report centrally to Maria Green, Senior Vice-President and General Counsel located in the North American headquarters in North Carolina.

Ingersoll Rand’s Business Operating system guides a global integrated supply chain that runs seamlessly from customer demand through the entire product and service lifecycle. The function boasts a strong operational excellence culture, with many aspects of Lean manufacturing including standard work, processes, templates, training and six sigma and other tools designed to enable the company to deliver premier performance.

ACC spoke with the Lean Leader – Legal Operations for Ingersoll Rand’s Global Legal, Mike Russell, to understand how the role is structured within a legal operations function that is focused around process improvement and application of metrics and tracking tools.

### I. Legal Operations: Focus and Leadership

With a focus on the most significant area of legal spend – litigation (including asbestos and other toxic torts), the former General Counsel and the current VP & Deputy General Counsel Phyllis Morey established the Legal Operations function in 2014 with a team of three. In addition to Russell’s operational excellence role, the legal operations function includes a senior legal financial analyst and a senior legal technology analyst.

While the team is heavily focused around litigation and reports to the Deputy General Counsel, it

also interfaces with the Legal Leadership Team globally across a broad spectrum of functions that includes electronic discovery, matter management, electronic billing, and intellectual property systems.

As a result of the heavy manufacturing role of the company, the role of Legal Operations is more centered around process and the application of tools to manage projects than around the chief of staff roles that are more common to companies operating in other industries. An annual goal deployment process and metrics centered around legal spend for both attorney fees and indemnity settlements, turnaround time, cycle reduction and cash flows, helps ensure that Legal's goals are aligned with corporate priorities.

Because of its process improvement focus, legal ops benefits from someone with both significant project management experience and experience in legal supportive roles such as IT and paralegal duties. A project management skill set – being able to break down tasks, specific components, align resources, understand vendor workings and how to resource and price needs (such as litigation plans) and assemble budgets – is essential for leading legal operations, notes Russell. The right candidate must also have a technology background to partner with IT resources. “While a law degree can be valuable, it is not essential if one understands the business of law,” notes Russell.

While not a lawyer, Russell's extensive 25-year experience in both Lean for legal and legal technologies led him to his present position. Before joining Ingersoll Rand, Russell spent nearly 15 years in-house as a director for Liberty Mutual Insurance Legal Strategic Services where he helped to streamline its 1,800+ professionals corporate legal department. He has also leveraged his enterprise content and knowledge management legal tech skills while serving as IT Director at various law firms.

## 2. Key Operational Priorities

The General Counsel, Legal Leadership Team and Russell have identified a number of priorities for the function. These include:

### a. Litigation

Legal operations at Ingersoll Rand is primarily focused around litigation as a key spend area. The pattern-driven nature of the litigation work lends itself well to budget tracking. “We use tracking and benchmarking tools to track defense costs by jurisdiction and case type and complexity. Targeted analytics also allow us to assess spending as a percent of revenue and the nature of spending so that we can ensure we are working with the right firms and suppliers who meet our criteria.”

### b. Supporting Legal Globally

Another crucial operations priority area is supporting the needs of the legal department globally.

With legal presence in 26 of 792 facilities around the world and integrated within specific business units, managing and tracking resource usage and standards for doing business across the span of legal services is very important. “Only by doing so can we ensure that our procedures are being followed consistently and that we aren't missing: continuing to expand standard work globally is a

major initiative,” notes Russell.

Within the next 18 months, legal ops plans to overhaul its matter management and e-billing systems to achieve a consistent platform usable everywhere Ingersoll Rand engages legal service providers and customizable to local currency, tax and language. “For us, it’s a way of using resources and managing legal services as evenly as possible in what can be a disparate environment and with limited resources.”

### c. Project Management

Project management is a crucial component of legal operations at Ingersoll Rand. “The best project managers can translate a large or complex vision into subtasks while being able to communicate the vision to leaders so that there is understanding of how legal arrived at change.”

For Russell and team - the sole designated legal operations PM resources - supporting strategic initiatives is a multifaceted role that is driven by present and projected needs. Ongoing tasks requiring project management expertise include matter management, maintaining e-billing systems, and working with the corporate IT and procurement teams. For litigation rising to certain levels (such as where there are significant document collection assessments that can potentially impact discovery), the same PM expertise is applied for managing legal matters.

As the company revamps its intranet in order to grant clients better access to resources and facilitate communications, shared PM expertise within the legal ops team and designated IT resources has been critical. “Managing these tasks isn’t something that a deputy general counsel can do as a secondary job; it’s a role that requires a designated leader to establish and monitor.”

A “voice of the customer” exercise of the legal department seeking feedback on service gaps, process improvement and waste elimination yielded beneficial insight. “The legal ops team challenge is to take that feedback and develop a plan/ensure its execution using existing tools and infrastructure. In this way, the project manager role drives change.”

Operations also leverages the expertise of external functions. This includes tapping the robust expertise and best practices of the procurement and sourcing departments in their own sourcing of legal vendors and tracking performance.

## 3. Results and Leading Practices

Ingersoll Rand Legal has realized monetary savings and efficiencies through operational oversight. Soft benefits include the time savings reaped from structuring processes for outside counsel management: “less time spent on firm selection or billing equals more attorney time spent focusing on legal strategy and desirable outcomes for this business,” notes Russell. Revamping a firm network for asbestos litigation has also yielded hard cost savings through preferred rates and alternative fee arrangements. “Legal ops helps control and predict costs by working with a select number of firms and evaluating their efficiencies; we often provide as much training and support as the firms need to achieve constant improvement in process execution and data quality. “

A key leading practice is the function’s ability to be nimble. Through its Rapid Improvement Events initiative, legal operations uses the department’s goal matrix to assess target achievement over the quarter. By looking at whether goals are aligned with their corresponding metric and assessing each goal against the process map, Russell and the team can assess whether goals were realistic, whether a step was missed along the way or whether was something not understood. “This process allows us

to pull pieces together quickly and prevent things from languishing for long periods of time. It also helps us avoid strangling ourselves with our own processes.”

Giving firms the opportunity to stand up and be recognized for their work, and facilitating their ability to network collectively across geographies for the good of the organization are other leading practices. Biweekly calls with all regional firms is an opportunity to share best practices and bring up challenges or opportunities to improve.

#### 4. Change Management and Trends

Because of the commoditized, process-driven nature of much of the work and because the business operating system is a fixture in the way the company operates, change management is not an unfamiliar concept within the legal department. Continuous improvement efforts help lay the groundwork for gaining support for new processes and task improvement. Russell emphasizes the importance of breaking projects down into tasks that can be analyzed and resourced. A second crucial component of managing change is being able to communicate clearly the benefits of those changes in order to gain awareness and acceptance.

Russell notes a number of positive trends in the area of legal operations, including legal department operations becoming more involved with the operations of law firms to sync both entities as part of a cohesive team. Integrating IT into the legal/firm partnership to ensure that data and security are handled appropriately is another critical area.

Professional development of legal staff that includes exposing them to divisions of the business through rotations or other initiatives is another area key to employee engagement. All employees at Ingersoll Rand have the opportunity to develop and grow in areas that include project management, Six Sigma projects and certification, strategic change leadership and facilitation and strategic management.

The evolving network of peer legal ops organizations also plays an important role in career development. The emergence of organizations and legal ops interest areas such as the ACC [Legal Operations section](#) and its [annual conference](#) have brought the wide-ranging role of Legal Operations to the forefront.

#### G. SolarCity

SolarCity is an American provider of solar energy services serving residential and commercial customers. Headquartered in San Mateo, California, the publically traded company has approximately 14,000 employees, over 90 operations centers nationwide and installations in 27 states and Washington D.C.

ACC spoke with General Counsel Seth Weissman and Director of Legal Operations Director Peter Krakaur to understand their expectations for the newly created legal operations function designed to support a legal department of 70 internal attorneys and a rapidly growing company with \$122 million in revenue as of March 31, 2016.

## 1. Why Have a Legal Operations Function, and How to Justify It

In April 2015, Seth Weissman had a legal department of 70 lawyers divided among general legal, litigation, intellectual property, compliance, and risk management subgroups. The department was also managing the external legal work of dozens of law firms while trying to scale and support SolarCity's rapid growth as a leading provider of photovoltaic systems across the country. "I realized that neither I nor my group heads could effectively manage the strategic or administrative operations of the legal department as a collateral duty. It became very clear that hiring the right dedicated legal operations director would immediately pay for the position and serve as my right hand to scale the group."

SolarCity Legal needed an operations director who could identify and fill gaps between the legal practice and the needs of the enterprise. It also needed someone who could map out a strategy that would free in-house counsel to focus on practicing law rather than managing the legal department.

## 2. What the General Counsel Looked For, and What He Hoped to Achieve From the Get-Go

### a. Who to Lead Legal Operations

To achieve these goals, Weissman knew he needed someone with excellent communications skills and plenty of technological savvy to launch a legal operations function. The ideal director would be able to communicate easily across all disciplines and departments (to include clients and IT and HR support units) and be able to articulate the group's needs and the clients' wants. The right candidate would be conversant in billing and document management software and understand legal IT needs well enough to make the right purchasing decisions and drive technological growth and software. In short, the optimal legal operations head for this newly formed unit would be able to find translatable solutions and "design the house as he was building it."

And so Weissman began the search for a legal operations director who could identify and fill the gaps between the legal practice and the support the needs of this rapidly growing business (SolarCity had grown by 95% between 2014 and 2015). He hired Peter Krakaur, an experienced attorney with over 15 years of knowledge management and senior executive leadership experience in large law, to launch SolarCity's legal operations function in April of 2015.

Krakaur brought with him the communications and IT skills SolarCity needed in its first legal ops head. But he knew he also needed to bring certain "soft skills" and core skills to the job in order to be effective. "From my experience in large law, I knew that the most effective LO leaders have soft skill attributes that help them to be team oriented, determined, and adaptable. They also possess core legal ops skills, including a good understanding of strategic planning, financial management, pricing and management of outside counsel; a solid understanding of data analytics and knowledge management; and experience with professional development, litigation support and legal staffing models." Most importantly, notes this leader in the legal operations community, "the EQ and IQ of a legal ops director must align with that of other legal department members and with the clients."

Krakaur believes a legal operations director should be an attorney. Why? "A legally trained ops head is better able to bridge gaps between the large law background of many in-house counsel and the structure of legal departments. Experience with legal practice also helps a director understand the nuances of the practice in order to better support it. A lawyer can also better understand the perspective of law firms and manage their needs."

Krakaur reports directly to the General Counsel and is part of the senior legal leadership executive team. “By having him report directly to me,” notes Weissman, “I’m able to give him all the room he needs to be successful and knock down barriers or resistance to his success.”

Legal operations at SolarCity is a core team of three; a manager and a billing coordinator report to Krakaur.

### **b. What to Tackle First**

With the core team set, Weisman and Krakaur identified three key operational priorities for the first 12-18 months of the function’s existence. They set out to:

- Purchase and roll out a document management system (eDocs);
- Revamp and redesign the legal ticketing system (to manage requests for legal assistance and help manage data, understand the nature and cost of legal’s work); and
- Gain a better understanding of billing and billing management.

## **3. What Has Been Accomplished to Date**

In just 12 months, the team has implemented its three first targets and is realizing results.

To help the department scale document management with a system, Krakaur’s team is relying on eDocs and a contract assembly system fueled by Contract Express to scale and gain efficiencies through stored templates.

Billing management is another area that has experienced rapid results. Before legal operations, SolarCity’s legal eBilling was functional but not structured to help us manage strategically our legal spend. “We had no overall plan for organizing work by client or matter.” Krakaur’s immediate focus was to look at the “plumbing” to understand systems and how eBilling could be optimized. The team redesigned billing management to implement pricing requirements established in their outside counsel guidelines, and the new system automatically reviews and rejects invoices that do not comport with those guidelines. Krakaur hired a billing coordinator whose sole job it is to review and identify inefficiencies and billing mistakes. They have also reviewed outside counsel guidelines to specify what is and is not acceptable in processing rate increases.

As SolarCity’s ops function matures and more data is captured, the group expects to do more precise measurements on a number of KPIs. For now, the nascent function is focused on 1) better understanding and managing outside counsel spend, and 2) understanding the cost of their work and the needs of the legal team. “Spending time to set up systems that can collect smarter data to help conduct more detailed reporting is one of the most important roles of legal operations. Only by understanding the data you’re collecting can you run dashboards that serve their purpose,” notes Krakaur.

## **4. Results, Lessons Learned and Change Management**

Results of these preliminary objectives reveal that the function’s paramount goals – legal-to-business alignment and smarter work – are materializing very quickly. In redesigning billing management

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and implementing the contract assembly system, Weissman and Krakaur have freed additional attorney time, yielding a smarter allocation of lawyers focused more on high-value practice. In setting up client self-help systems (like the contract assembly system) that limit lawyer involvement on low-risk matters, technology is acting as a force multiplier. And by improving measures (like refining outside counsel guidelines, reviewing engagement letters and managing request for conflict waivers) that align legal with the broader strategy, operations has identified gaps between legal tasks and enterprise needs and implemented systems and processes to close them.

Managing the change that comes with restructuring operations into a formal office has yielded a number of lessons. Notes Krakaur: "I don't think there's a particular appreciation of the difficulty in truly aligning complex technology systems and business processes and workloads. Turning on a system can be done in a month but customizing it for granular data needs (outside counsel bills, data analytics) is a multi-month endeavor. Weissman and Krakaur's advice: "Don't underestimate the long change management tail associated with legal ops and management projects. Our lesson learned is that it takes longer to get something going than you might otherwise expect and people often don't understand what's involved in setting up a complex system." Change, they emphasize, is a continuing process. "Understanding stakeholder needs and translating how legal operations can help with structure takes time and by definition, it takes adjustment. Building the requisite trust in those affected takes communication, work and repetition. Yet that collaboration, that getting smarter together, is the true measure of an effective legal operations function."

Asked to project future and evolving needs, both agree that as legal departments continue to bring more work in-house and insist that more of the external work be performed at a fixed fee, the legal operations field will continue to grow. Krakaur projects a continued focus on truly understanding the cost of work through metrics and analytics. Where the trend is to shift work away from firms by using contractors or creating an internal position, data helps legal operations to advise the general counsel on how to staff in the smartest way possible. And with the emergence of systems that will change the way contracts are drafted and reviewed, especially over the next 2-5 years, "effective operations officers must be able to project what may be coming in order to anticipate changing staffing and systems needs," adds Krakaur.

## 5. How to Sell the Legal Operations Function - in a Nutshell

Legal operations and the innovations it brings promote efficiency at SolarCity through proper needs-outcome alignments. It also allows the legal department to perform more legal work in-house by enabling lawyers to focus on practicing law. "The math is really easy," concludes Weissman. "Hire someone at a fraction of the cost of paying a firm to do the work. Every hour a lawyer spends practicing law rather than doing administrative work offsets work that might have otherwise been sent outside. That's how you sell it."

"I should have created this position three years ago."

## H. Telstra Corp Limited (2017)

Telstra Corp Limited is a global Australian telecommunications company that builds and operates telecommunication networks in more than 20 countries across Asia-Pacific, the United States and the United Kingdom. Employees in 22 countries provide services to business and government customers. Supporting them is a legal team that operates with a global mindset of support for the entirety of its ecosystem.

Telstra Legal supports the mission through a centralized platform staffed by 180 members domestically and 30 members outside of Australia. Of these 210, approximately 180 members are attorneys. Legal sub-teams led by their own unit general counsel work side by side with their assigned commercial business units and their executives; in turn, each of these GCs reports directly to Carmel Mulhern, the Group General Counsel who is a member of the CEO's leadership team. Corporate counsel within these teams are actively involved in business decisions and gain working knowledge to anticipate enterprise needs and create innovative legal solutions. Beyond the sub-teams, legal centres of excellence support the entirety of Telstra in dispute resolution and intellectual property. On equal footing with the legal practice areas units is legal operations, a group of six led by Mandy Bodger, Head of People and Operations who together manage finance, planning and career development for the legal department.

We spoke with Mulhern and Bodger to understand how this [2017 ACC Value Champ](#) has employed design thinking to identify process improvements that opened opportunities to generate measurable time and cost savings while freeing up the legal team to focus on higher-value activities centered around strategy.

## I. Why Telstra Needed a Legal Operations Function and How It Chose Its Leader

Three years ago Carmel Mulhern was managing 13 direct reports who represented legal teams throughout the enterprise. While the local general counsels understood their teams and the teams executed well within their ambits, Mulhern realized the siloed structure was inconsistent with the more matrixed, evolving model of Telstra's organization. The fragmented structure meant the group had **no centralized platform** for talent development, budget management or resource distribution. "It became very clear we needed a more holistic approach to managing legal, from a cohesive map for using resources to enhanced ways to develop talent, pipelines, and manage finances." Talent development and mentoring became major priorities at the outset.

Mulhern wanted a dedicated role to focus on legal talent, career development and succession planning. She wanted to ensure lawyers had a chance to work in other areas and learn new skills. "I felt a responsibility for this talent part – I wanted to leave the team in a better place than I found it." She had a Chief of Staff, but knew she needed another role. "My Chief of Staff was there to prepare speeches, action matters, and to help me accomplish my day-to-day work." To help her advance her legal staff, she also needed capabilities centered around talent development.

Mulhern found the perfect candidate for this big job in Mandy Bodger, a senior partner at one of Telstra's key law firms. Having provided advice and served as the relationship partner for Telstra's legal group for well over a decade and being legally trained herself, Bodger was the perfect person to assume the role of Head of People and Operations for Telstra Legal. "Her understanding of how our team operated, what we needed, and her vision for what a world class and sustainable legal team should be made her the natural choice to lead this function," notes Mulhern.

Coming in to lead what was to be a centralized function, Bodger immediately began working to understand all facets of Telstra in order to help transform legal services delivery. And legal excellence started with staff. Before Bodger's arrival, the primary obligation for people development had fallen on the general counsel, but the general counsel only had visibility of their own area. "**With Mandy's arrival and centralization of the talent management role,**" explains Mulhern, "**it was now possible for the first time to see and manage across the entire legal department and train**

across the globe simultaneously.”

## 2. What the Legal Operations Function Has Accomplished

Today, three years after the People and Operations role was created, a robust and more structured training program is in place for Telstra attorneys. Training sessions on core legal practice areas and “soft” skills are delivered by internal legal experts and by Telstra’s panel firms on an almost weekly basis. Responsibility for coordinating this training falls on an attorney member of the legal ops team.

As the legal talent program has matured with this centralization, new goals to improve technology and innovation have emerged. Working in collaboration with a key law firm Telstra Legal developed an Innovation Forum. The Forum is a group of about 15 Telstra lawyers of varying levels of seniority who represent each of Telstra’s business units. Members rotate every six months or so to bring fresh ideas and perspectives to identify and prioritize areas where the Forum can make the biggest difference in the way the legal department works.

Among the first four issues prototyped and tested (meetings, internal reporting, internal communications approvals, and non-disclosure agreements), results have shown significant savings in time that attorneys are now able to dedicate to more complex, high-impact matters. In the non-disclosure agreements arena alone, for example, the Forum created a self-service Instant Confidentiality Agreement tool that is expected to save 6,500 hours annually once fully implemented. In addition to the four pilot initiatives, the Forum, the People and Operations team and other interested attorneys are leading a program of change and Telstra Legal has recently launched a new spend management system, is well advanced in developing a knowledge management system and a matter management system. To read more about the work of the Innovation Forum, see this ACC Value Champion’s profile [here](#).

## 3. Results and Successes: Lessons, Challenges and Trends

The People and Operations Group lists a number of accomplishments since its inception three years ago. By breaking down silos and giving attorneys greater flexibility to work outside of their teams, Telstra in-house counsel today have a greater understanding of other parts of the enterprise and are better poised for professional development. Internal lawyers are now more agile, flexible and adaptable. The result is greater visibility to other and more senior general counsel and stronger performance reviews.

**Rebalanced Staffing Roles.** An additional result is a staff rebalanced by skill level and an adjusted reporting structure. By reorganizing the senior leadership team and reducing the number of direct reports to Mulhern from 13 to 7, the group has achieved a better mix of senior and junior lawyers. In turn, more of the complex work is being handled by senior leaders, and the offshore LPO is handling more of the lower risk matters. Lower legal costs have followed from smarter allocation of work across internal and external resources.

**Global Operations.** Beyond freeing up internal lawyers to do more of the complex work, legal ops initiatives have better facilitated the law department’s ability to operate globally. Telstra Legal relies on 30 internal attorneys who are assigned overseas. With such a large number of attorneys working at great distances from headquarters offices, facilitating their professional growth could easily fall by the wayside. Instead, the centralized focus on people development avoids that risk. “Having one person in charge of people and operations globally shows that we are just as interested in

developing our attorneys in Hong Kong as we are in developing those here in Australia,” notes Mulhern. Managing talent at this higher, centralized level helps lawyers accomplish tasks across entire geographical areas while leveraging their knowledge of operations in those localities. As an example, this exposure enabled one of the group’s New York-based attorneys to become the country manager for all U.S. operations.

**Change Management.** Having a Head of People and Operations also helps manage concerns about change. “Any new approach, especially as it affects staffing, can naturally be a cause for concern. Approaching a change in direction with open and thorough communication, explaining why it is coming, how it will benefit employees and improve outcomes, was important. Giving people a chance to process the information and ask questions goes a long way in managing those concerns and leading to acceptance,” notes Mulhern. “Our lesson learned? Even bringing on a Head of People and Operations was itself worrying to people. They wondered what would come of this new process and how it would impact operations and the team. We learned not to underestimate the nervousness that comes from implementing these changes.”

### Parting Thoughts

Creating a People and Operations function transformed how the Telstra legal department operates. “All in all, we’re operating smarter, we’re not just fighting fires, doing things the way they’ve always been done. Instead, we are setting up the group for sustainable success. There’s an energy, a right level of agility and movement that is palpable. Legal ops is a driving force in that momentum,” concludes Mulhern.

## I. Total S.A. (2017)

Total S.A. relies on a hybrid legal department staffed with five central corporate offices and approximately 80 lawyers who report directly to General Counsel Aurelien Hamelle. The five central divisions support Corporate Affairs, Compliance, Mergers & Acquisitions, Litigation, and Management & Development. The Management & Development Office is the legal operations group. When Aurelien Hamelle assumed the role of General Counsel of this French energy producer in January 2017, he found an established and highly capable Legal Operations function led by Sabine d’Angely-Lavail. As head, d’Angely-Lavail is one of the five direct reports to the General Counsel.

Beyond the five centralized corporate offices, the Total Legal network also includes six legal divisions staffed by almost 400 lawyers, each headed by a branch general counsel who reports on a dotted line basis to the General Counsel. These six divisions support the business units engaged in Exploration/Production, Refining/Chemical, Gas/Renewable, Global Procurement, Marketing and Services and Trading/Shipping.

Back in 2014 when d’Angely Lavail and then-GC Maarten Scholten began to outline the structure of the Legal Operations unit, a top priority was to develop a blueprint for the legal function that would allow them to visualize resources across the entire range of internal and external components of the Total Legal universe.

The first order of business back then was to map the legal ecosystem. The reason? Total Legal wanted to understand better who they were, which firms they were tapping, and what specific risks they should be prepared to target. This preliminary schematic enabled the legal department to acquire a very precise knowledge of their universe and served as the foundation to improve how it

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would do things going forward. The blueprint ultimately also served as the framework for the three central program areas (outside counsel management, risk management, digitalization) that would be led by Legal Operations.

## I. What the General Counsel Sought in an LO Function

Given the breadth of Total's operations across the entire oil and gas supply chain and the potential for exposure within the countless projects and jurisdictions it operates, the priority for General Counsel Hamelle when he arrived in January 2017 was to develop a legal risk management protocol capable of identifying issues and responding to the range of issues that can arise for an energy company with a global footprint like Total's.

Hamelle found the existing Legal Ops action plan to be the perfect springboard for taking legal services to the next level. "With its focus on mapping risk and enhancing digitalization, the three-part plan was ideally suited to my desire **to simplify the business units' understanding of regulatory requirements while promoting consistency of legal support throughout the global ecosystem.** To manage risks that can span from criminal exposure (including corruption/bribery, country sanctions) -- to contracts exposure, one of my top priorities coming in was to work with Operations to **simplify access to legal services, both by facilitating understanding of requirements for our operating units and also by facilitating the exchange of knowledge and coordination within Total Legal.**" Thanks to the existing legal ops framework, Hamelle's group is making steady and significant progress toward achieving these goals.

The legal ops group, known as the Management & Development Department, is one of the five central corporate operations offices within Legal. It is also the office that powers this platform.

## 2. The Legal Operations Action Plan: Managing Legal Risk, the Digital Platform and Outside Counsel

Core to Hamelle's strategic vision for Total Legal is the ability to manage risk. As a company with ambition to be a global leading energy producer, Total relies on its lawyers to anticipate the legal implications of risk and respond with the weight of the expertise that resides in its practice areas. **The Legal Operations action plan facilitates the early detection and rapid response needed to stay ahead of exposure.**

### a. Managing Legal Risk with Targeted Expertise and Technology

When the results of a comprehensive audit in 2015 identified 10 major legal risk areas, the department, with the support of Legal Ops, responded by implementing targeted mitigation methods to contain exposure. The mitigation methods included training, internal rule development and supported guidance tailored to the business units supported by Legal.

Managing risk is especially important for European legal teams, a fact that is underscored, according to Hamelle, by the prevalence of GCs with litigation, contacts, M&A backgrounds. The heightened sensitivity to the spectrum of operational risk, which can range from corruption, to geopolitical (embargoes/trading restrictions) to discreet and sophisticated risks arising out of contracts, requires in-house counsel with expertise in their fields. "This experience profile reflects the critical need for lawyers who can manage the range of criminal and contract exposure that enterprises here face on a daily basis." Total Legal meets this need with subject matter attorney experts that reside in the

business legal groups and in the corporate operations units. These attorneys also operate cross-functionally to anticipate legal implications in climate change, human rights, supply chain, contracts, and mergers & acquisitions.

With over 480 internal lawyers, including lawyers residing in subsidiaries across 61 countries, managing risk will entail is a **two-part strategy**. First, the legal ops plan will **simplify understanding of complex regulatory requirements**. As part of this first step, the plan will also simplify the company's own internal regulations to make them easier to understand by managers on the ground. The goal here is to help ensure that business units are able to comprehend and implement the many regulations (both governmental and internal) that govern the highly complex demands of operating around the globe. To automate that process, Legal is currently testing legal compliance software tools that can facilitate understanding of all legal obligations and feed to the business managers those safety/prevention/compliance regulations that apply to each specific refinery. Legal Operations is supporting this endeavor by managing the digitalization of knowledge sharing and templates, training sessions, and integration of lawyers to the single platform.

A second component of the risk management strategy will ensure that lawyers are not practicing in isolated silos, but rather are leveraging the platform, **receiving consistent support** – and most importantly, **offering consistent solutions** to internal clients around the world. Here again, the legal ops office is enabling this connected consistency. “As we work to ensure that we are ‘One Lawyer’ within ‘One Total’, Legal Operations is leading the roll-out of a platform that will fully integrate sharing of knowledge, models, templates and outside counsel opinion banks across our entire large and geographically dispersed group,” notes Hamelle. With in-house lawyers dispersed across 61 countries, integrating legal intelligence is crucial.

**One component of the consistency strategy is to train lawyers on emerging issues.** As part of an ongoing and multifaceted project, Legal Operations is working to create tools to deliver all training virtually. It is also collaborating with HR, IT and the department's preferred law firms to fully integrate all legal training into a centralized, digital “Legal Campus” that can provide the highest level of training on emerging issues and trends.

## **b. Leveraging Digital Platforms to Enhance Law Department Management**

Managing risk also requires the right department management tools. To that end, the global objective of legal operations is to implement a digital platform capable of managing legal, training and knowledge across the company's activities in 130 countries. Legal Operations has started this initiative with the implementation of LegalConnect, an enterprise legal management (ELM) solution that will handle e-billing and matter management. Total Legal is among the largest European legal departments to have installed a software platform of this scale for the department.

Digitalization is defined as using digital technologies and data to transform business processes and create an environment for digital business.<sup>1</sup> For Hamelle, refining digitalization of the legal function to provide greater utility worldwide is a priority. The result over the last six months has been enhanced contract lifecycle management and automatic drafting capabilities will facilitate long-term internal client self-help and reduce attorney hours spent on searches and reviews. At the same time, Legal Operations continues to support enhanced training for its lawyers on emerging issues related

<sup>1</sup> For a discussion of digitization, digitalization, see Digitization, Digitalization and Digital Transformation: The Differences, i-scoop.eu, <https://www.i-scoop.eu/digitization-digitalization-digital-transformation-disruption/>

to digital projects through the Legal Campus project. Legal rolls out a centralized platform for training with support from IT, legal ops expects to continue to enhance its ability to identify and respond to emerging areas where lawyers need discreet training. The initiative is already showing signs of success: in the first six months alone, legal ops has organized 20 training sessions on core practice and emerging areas. The next step will be to migrate the training strategy to the digital platform: “The investment will be critical in helping us maintain the highest levels of expertise in areas where we need to be very well trained,” notes d’Angely-Lavail.

### **c. Enhancing Outside Counsel Support**

The third prong of Total’s Legal Operations action plan will optimize the law department’s relationship with outside counsel. Two objectives orbit Total’s outside counsel strategy: controlling spend and facilitating consistency in the way that lawyers work with and rely on outside counsel.

To begin, legal ops has reorganized the extensive outside counsel provider base. A comprehensive convergence process identified eight global law firms, that would form the nascent preferred law firms. In the second phase, a process that is ongoing, the group is focused on reviewing its list of approximately 800 law firms in order to form geographic panels of legal service providers that can support Total’s needs in the U.S., Asia and other parts of the world. These panels will serve as the go-to’s on complex practice area questions as they arise. Here again, alignment is key: “We want a framework in place that can facilitate consistency throughout our group in how, when and why we turn to outside counsel,” states Hamelle.

## **3. Results and Challenges**

Total Legal’s commitment to enhancing synergy between legal services and enterprise operations across the globe is expected to benefit significantly from the Legal Operations team’s focus on consistency, connectedness and coordination. The result of this focus will continue to be the alignment of lawyer and client around strategic priorities; and alignment of legal services with business processes across the enterprise.

“Understating the transformation in the way we work has not been without challenges,” notes d’Angely-Lavail. Managing process changes in a way that would not impede daily work with internal clients has been the greatest challenge to implementing the Legal Operations plan. Legal Operations has a key role in managing that change by ensuring that outcomes are beneficial for the Group. “In our case, detailed communication and a unified message from the top down helped ensure buy-in by the lawyers from the start. Managing change is a difficult process, perhaps more so in European departments as compared to our American counterparts,” notes d’Angely-Lavail. Total Legal is managing the transition with recorded videos from Hamelle, the Legal VPs and d’Angely-Lavail, among other lawyers. Moreover, lawyers have access to training tools (e-learning, intranet...) and in-class training sessions. These change management resources have and will continue to facilitate the embrace of changes across all legal groups.

At the same time, the emphasis on unification has ushered a change in the way lawyers work. Observes Hamelle: “Whereas before lawyers worked individually and within their business units, we realized that this isolation increased our risk in the complex and transnational landscape in which Total operates.” Eleven Legal Practice Groups now share their expertise and best practices across the entire matrixed legal ecosystem in areas that include litigation, mergers & acquisitions and contracts. With its goal of managing risk by simplifying access to legal services and ensuring consistency and integration across all service areas, Legal Operations is facilitating the transition

from lawyers working as silos to cross-functional team collaborators.

Total's legal function manages risks and simplifies the understanding of complex regulatory requirements by offering consistent solutions to internal clients around the world. In order to do so, lawyers are trained on emerging issues and develop their legal expertise. Moreover, lawyers have at their disposal digital tools that simplify their daily work and sharing of knowledge across departments. The aim is a laudable one: to facilitate access to efficient legal services and enhance synergy between legal services and enterprise operations across the globe.

## J. VMware (2017)

**Note: This practice profile reflects the comments of Dawn Smith during her tenure as Senior Vice President and Chief Legal Officer at VMware. Smith left VMware in 2017 after our interview. The comments below represent her approach and strategy and are not necessarily reflective of those of her successor. This profile also reflects the comments of Aine Lyons, VP & Deputy General Counsel, Worldwide Legal Operations, who remains in that role at VMware.**

VMware is a global leader in cloud infrastructure and digital workspace technology.

Headquartered in Palo Alto and a member of the Dell Technologies family of businesses, VMware has operations in 16 countries generating more than \$7 billion in annual revenue. Coming up on its 20<sup>th</sup> anniversary, VMware remains among the most nimble and innovative companies in existence, ranking second (only to Microsoft) on the IEEE Patent Power Scorecard for computer software.

Legal services must be provided at the speed of business. At VMware, that means very fast. Embedded in with their business colleagues in 25 cities across the globe, VMware Legal pride themselves on being "fearless legal innovators" who bring true diversity – gender, race, background, thought – to legal service delivery.

Earlier this year, ACC spoke with then-Senior VP, Chief Legal Officer Dawn Smith before she departed VMware, and VP & Deputy General Counsel, Worldwide Legal Operations, Aine Lyons to understand how this [2015 ACC Value Champion](#) has integrated the operations function into its legal team.

## I. Why Have a Legal Operations Function and Who Should Lead It

At its core, VMware Legal creates and enables value through focused teams that support IP and products innovation, defend the company's financial posture, and facilitate production, tracking and closing of revenue-generating contracts. There are a lot of moving pieces. Operations helps keep them in sync.

Synchronization is not spontaneous. In 2011, the team had fabulous lawyers doing great work. But they could not add skilled bodies fast enough to keep up with VMware's meteoric growth. The VMware lawyers were overutilized but underleveraged. "I knew we weren't going to be effective if we couldn't redesign our group to run like a business. We needed to be sustainable and relevant and able to scale with the company even while keeping costs down," explains General Counsel Dawn Smith.

VMware had to create the space for someone devoted not to individual work product but to the systems of production in which the lawyers were embedded. Smith recognized, “I needed someone who could focus on excellence, think years out and make sure the legal team was working at the highest levels. For this, I knew I needed someone with strong execution skills who could drive change with passion and stamina.”

Above all, Smith envisioned an operations function capable of coordinating a collective effort. “My ideal ops leader had to be able to build collaboration across our teams while assuaging concerns about change.” The ops leader would help deliver on Smith’s vision of a department that could drive value by supporting the rapidly growing business, all without increasing costs or sacrificing client service. This meant, in part, optimizing resources so the right people were doing the right work the right way. Right sourcing required restructuring to systematize and outsource commoditized work so that VMware’s senior attorneys could shift their full attention high value, strategic imperatives.

Smith found the ideal partner in Aine Lyons, an experienced lawyer and leader with a strong operational bent. In 2011, they created Worldwide Legal Operations within VMware.

*Was it important that the legal operations head also be an attorney?* Yes and no. Notes Smith: “A legal background is helpful because it enables operations to speak the same language as other legal department leaders and understand the discreet technology and training needs of legal staff. On the other hand, a lawyer as ops head may not possess the project management experience that is most suitable for the process mapping and resource management that is operations.”

Skills and knowledge can be acquired. What mattered most to the Smith was finding someone who could truly manage change. “The ideal candidate is relentless in her commitment to transforming the department and also a strong communicator of the vision. Only in this way can she achieve buy-in for reform goals.”

That person needed to be empowered to work with key stakeholders. Lyons reported directly to Smith also playing the role of Chief of Staff for Legal. “This direct-reporting structure facilitates my ability to drive change,” notes Lyons.

The legal operations team is a six-person function headed by Lyons and her three leads, who support (i) technology management and automation, including contract management, (ii) resource management and professional development; and (iii) vendor management and analytics. Reporting within these pillars are a manager of analytics/reporting and a manager of professional development programs. With a LPO support team in India, the operations team, like the Legal team, is globally dispersed.

## 2. Operational Priorities, Results and Change Management

In 2011, VMware’s Legal Department redefined its mission to deliver innovative and strategic legal solutions to support the corporate vision of becoming a \$10 billion cloud services business. The challenge was to scale department capacity in sync with this rapidly growing company without significantly increasing operational costs or sacrificing client service.<sup>2</sup> Paramount for General Counsel Smith was being able to free up lawyers to think strategically. “I knew we needed to scale with the company in a way that kept costs down but excelled in service,” notes Smith.

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<sup>2</sup> To read more about VMware’s transformation of legal into an award-winning department, see this 2015 [ACC Value Challenge profile](#).

Legal operations was instrumental in meeting these objectives. The goal for the newly formed operations unit was to drive operational excellence through the delivery of people, processes and technology solutions while investing in team growth and professional development to support a more complex business model.

In 2013, the majority of VMware's legal department was engaged in supporting the sales team in producing and closing revenue-generating contracts. But with the company's steep growth trajectory, there was no way to add skilled bodies fast enough to keep up with demand. The system was overloaded. Cycle times were long, the process was opaque, and executed contracts were placed in a repository that took hours to navigate and research.

By January 2016, all that had changed. Spearheaded by Legal Operations and the Worldwide Sales Legal Team (WWSLT) and supported directly by the CEO, VMware Legal built a centralized contract repository for all executed contracts globally and managed a successful cross-functional effort to re-engineer the contract component of revenue-generating projects. To achieve the automation of the contract lifecycle, the WWSLT – lead by Morris Kremen and Jackie Davis – rebuild contracts as modular templates and implant the contract generation process inside an automated playbook.

The result has been a concerted effort between Legal and the business units to significantly increase deal speed and customer satisfaction. While velocity and volume has increased to over 5,000 contracts annually from more than 1,000 business users, cycle times have been cut in half. Despite a 74% reduction in escalations, quality and consistency have improved as an automated playbook and a 50% decrease in templates has simplified the process for both business users and lawyers. Upon execution, contracts are tagged and uploaded to a new repository that has reduced search and reporting times from hours to minutes.

Technology is an important part of the story. But so is finding a way to add human capacity while still cutting costs. VMware shifted lower risk, repetitive work from their internal lawyers to an LPO in India. Since 2015, managed services combined with efforts to control law firm costs have saved the company over \$12 million.

Automation and outsourcing provided time dividend. This gave VMware Legal an opportunity to, consistent with the company ethos, invest in developing its people. In 2016, the operations team building introduced a horizontal assignment program that enabled more than a third of the department to train on functions outside their standard domain. "This cross-pollination increased both cohesion and flexibility in an environment that must relentlessly re-examine and improve itself," notes Lyons. Horizontal assignments are just the newest piece of a comprehensive professional development commitment that includes training sessions (averaging 4 per month), rotations, mentoring relationships (38 new pairs in 2016), and ensuring that every department member has a career development plan.

The VMware team has bought in. Lyons notes that the focus from the onset was to achieve an environment where lawyers were challenged by their work and mentored to develop their careers. "Many times people don't make that connection between operations and initiatives that can help them enhance their careers. Our general counsel gained support by focusing on talent development, tapping each individual's personal strength, and facilitating temporary rotations to help them round out their expertise. By communicating her purpose clearly and emphasizing professional development to drive effectiveness, everyone could see that we were executing on our vision to support our team's development to support a more complex model. Instead of push-back, there has

been great interest in the rotations and acceptance of the change initiatives.”

### 3. Lessons Learned and Trends

The support provided by Worldwide Legal Operations lets VMware lawyers be lawyers. “Without a dedicated operations function, each of my Deputy GCs would have the added task of managing programs, technologies and processes individually. Given the magnitude of responsibilities that are core to their practice responsibilities on a daily basis, these operational tasks simply could not receive the careful strategic consideration they require. Our dedicated legal ops group ensures that all of our teams deliver excellence through people, process and technology solutions.” Adds Lyons: “Other business units have long relied on operations to drive efficiency and synergy; why shouldn’t Legal?”

Implementing operational priorities to streamline and drive cohesion has taught these group leaders a number of lessons including:

- **Don’t Underestimate Resistance to Change.** “The change management piece is key,” notes Lyons. “Change is tougher than people expect and it’s easy to underestimate the resistance to change. Change management training for the leader, and a real focus on communicating and bringing people with you on the change journey are critical.”
- **Ensure Internal Expertise for Technology.** Hand in hand with change management is the ability to quickly modify technology tools as changes are made to the product line, templates, and reporting requirements. “When you implement tools, be sure you have the internal expertise on hand to enhance them as necessary to meet evolving needs. Not only will this help with change management, it will also save significant expense over going back to the vendor and doing hourly work. Ongoing vendor support will diminish your ROI very quickly.”
- **Align Your Goals with the Greater Business Strategy.** Aligning internal projects with business needs enhances the likelihood of high-level support. “Your internal legal projects should benefit not only your group but should also offer a positive benefit for the business. Demonstrate how this is so and your likelihood of support is greatly enhanced,” adds Lyons. As an example, collaborating and giving business units a voice in structuring the playbook for contract management drew attention and support of enterprise leaders who care deeply about the customer experience.

Beyond lessons learned, Smith and Lyons note an increase in the legal operations discipline. Over the past five years, the number of legal ops functions has grown significantly, even within small legal departments (a trend also noted by ACC’s [2016 Chief Legal Officers Survey](#)). The growth of operations correlates with a continued focus on enhanced automation and better integration capabilities. “Achieving better integration of ebilling and contract management tools between our department and our firms and vendors and development of automated GC dashboard are areas where we can expect to see evolution in the discipline in the near future.”

### 4. What It’s Done for Us

With legal operations support, the VMware legal team has been able to drive an 18% reduction in legal spend as a percentage of revenue over the last four years by improving productivity and

collaboration across a diverse and globally-connected team. Concludes Smith: “Thanks to our dedicated legal operations team focused on fiscal discipline, professional development, automation, technology tools and the expansion of an award-winning outsourcing relationship, we are able to be fearless legal innovators who devise ways to best mitigate legal risks while pursuing business objectives in an ever-changing global environment.”

## K. Yazaki North America

Since 2012, the Association of Corporate Counsel (ACC) has named the annual [ACC Value Champions](#), honoring in-house legal departments and their external partners that apply diverse tactics to reduce costs, increase predictability and improve outcomes. Among the Champions are several small legal departments with fewer than 10 attorneys, like [Yazaki North America](#). A common thread within these smaller departments is that they are often required to do more with less, so employing value tactics that include targeted legal operations is key to their successful management of legal resources.<sup>3</sup>

In 2011, as the American automotive industry continued its recovery, so did its demand for parts. Yazaki North America, Inc., the Michigan-based regional headquarters for Yazaki Corporation operations in North and Central America (YNCA), along with other suppliers, needed to respond with greater capacity. The same was true for YNCA’s Legal Department: As the company significantly expanded its manufacturing footprint, its members also had to stretch to provide legal services consistently and efficiently.

Further, the Legal Department was challenged to demonstrate its value. The company’s new president wanted to know what the department did and what value it brought based on metrics. At that time the department, staffed with only two attorneys, did not have that data or evidence – “and we didn’t want to guess,” explains Lois Elizabeth Bingham, Vice President, General Counsel, Secretary and Compliance Officer for YNCA. The president also questioned whether department personnel might be doing unnecessary tasks.

Bingham, working with Terrence Thompson, then serving as Legal’s Senior Projects and Contract Manager, responded by launching a data collection and strategy development effort in 2011. As part of the initiative, the team established a legal operations function that would have responsibility for budget and vendor management, strategy development, process, invoice management and technology.

This was the beginning of YNCA’s value journey. Five years later, this small legal team of seven attorneys including Bingham, a support team of two (an executive assistant and a contract clerk for file management), and Thompson who now serves as Manager, Legal Department Operations, is yielding a customer satisfaction approval rating of 97% across the enterprise thanks to technology, procedural and communications initiatives that create transparency and streamline how legal services are provided.

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<sup>3</sup> To learn more about the value champion strategies of small legal departments see, Small But Mighty, How Small Law Departments Can Apply Value Levers to Do More with Less, <http://www.acc.com/valuechallenge/resources/loader.cfm?csModule=security/getfile&pageid=1404536&page=/legalresources/resource.cfm&qstring=show=1404536&title=Small%20But%20Mighty%20How%20Small%20Law%20Departments%20Can%20Apply%20Value%20Levers%20to%20Do%20More%20with%20Less&recorded=1>

## I. Legal Operations: Who and How

The need for legal operations became apparent as the company grew and reporting on tasks and results required greater effort. Bingham needed someone with significant experience working within legal departments who knew the right questions to ask to identify needs and drive results. She knew she also needed someone who was strong in a number of skills, including project and budget management, cross-functional ability to operate in a matrix environment, and excellent communication ability. To support the department's commitment to legal technologies that facilitate efficiency, the candidate would also be required to identify and deploy technology solutions to support metrics-based data gathering and its emphasis on project management. She found these qualities in Thompson, an MBA with a project management certification as a PMP who had previously supported Yazaki as a paralegal.

Although both admit there's no right answer to the question whether a legal operations head should be an attorney, Bingham and Thompson emphasize that if the candidate is capable of identifying needs and driving results, the legal degree is not essential. "No one, not even an attorney, can be a subject matter expert in all areas that make up the universe of a corporate legal department. So long as the candidate knows the right questions to ask and has the tools to lead and manage change, he or she can direct operations." Thompson adds, "having a non-lawyer in the role frees up a lawyer to focus on practicing law."

## 2. Operational Priorities

Recognizing the need for a data collection and strategy development effort prompted this team to implement comprehensive records management and legal service request intake initiatives. Company growth and staffing changes, coupled with the lack of a formal operations office, had left Legal without an effective infrastructure for managing files and records. "Time spent looking for a contract or determining when it was signed was depleting valuable staff resources," Bingham notes. "We knew we needed a process to tackle how we managed these records." Moreover, the department had just completed its first internal audit in the department's history of existence and had been cited for poor records management as the custodian of contracts.

While the department had used case matter management systems in the past, staffing issues had resulted in a backlog of years of documents that had not been properly handled. Utilizing an RFP process, the department purchased Ascent in 2014 as its new management system to provide contract and matter management, as well as e-billing support. Ascent also facilitates executive reporting on outstanding contracts by business unit. The executive assistant and a contracted records clerk supported Thompson as he addressed the contract management initiative. In less than a year, Thompson and the new executive assistant set up a new electronic infrastructure for storing documents. With help from contracted staff, they facilitated the transfer of all prior matters into the new system, while in the process inventorying seven years of information, imaging docs and uploading files to a cloud environment. They also sent historical files to offsite storage - eliminating the high risk finding by internal audit. The primary responsibility for technology, vendor management and data analytics and reporting belongs to Thompson.

An internal survey revealed the need for better tracking and metrics on legal department response to requests. All business units, functional groups, and affiliates were assigned a specific lawyer as their liaison to the department, and a technology solution was implemented. "I wanted to better leverage technology that we already had in place," says Thompson, who worked with YNCA's internal IT department to develop a Legal Services Request (LSR) intake process using SharePoint. LSR

automatically routes the request to the appropriate department member and provides the requester with tracking and status updates. “LSR also provides key metrics that allow us to assess attorney workload, response rates, number of matters handled, and business groups supported,” says Bingham. “As a result, we can now generate reports that can be shared with executive management.”

Moreover, besides the need for metrics, Yazaki’s internal stakeholders wanted the attorneys to increase their knowledge of business operations to better meet their needs. Improving internal work processes allowed the managing attorneys to spend more time directly with their clients at operational meetings – thereby sustaining communications and facilitating early legal involvement.

### 3. The Role of Legal Operations in Globalization

Using the survey results as a base, Bingham and Thompson also conducted a Legal Work Value Assessment, identifying the value and risk of work performed by the department. They surveyed super users and analyzed the company’s regional strategy to assess potential legal needs. Armed with this information and the increasing request for assistance from internal customers, Bingham built YNCA’s current legal department by hiring three lawyers for the Michigan office and creating a legal department in Mexico staffed with three lawyers.

With almost half of its corporate counsel located in Mexico, Yazaki relies on legal operations to standardize practices within this international legal department. Operating as a single unit was important to Bingham. As such, all of the department’s processes and software systems are bi-lingual and the lawyers in Mexico likewise use Ascent and the LSR intake system for receiving requests from their assigned functional units. Moreover, the team collaborated on the creation of standardized contract templates for use within the region. The result is a process that ensures uniformity of approach and responses even as it adjusts for jurisdictional and regulatory differences.

Employing budget management techniques to identify matters appropriate for alternative fee arrangements and requiring uniform billing guidelines for external counsel use is another area where the Legal Department increases the department’s value yield and improves its reputation as an effective fiscal steward. With the launch of the e-billing in May 2015, the department is able to more effectively measure the fiscal performance of external counsel against budget.

### 4. Lessons Learned and Change Management

Thompson cites the use of legal technology to drive efficiency as a notable accomplishment of legal operations. “From e-billing technologies that help build budgets and manage outside counsel costs, to document management and matter management and IT management tools, legal operations units are at the forefront of legal technology ownership.”

“We learned key lessons with the rapid deployment of systems like the LSR intake process linked to legal operations management – especially as it related to change management,” notes Bingham. As we launched the system, we really worked hard to get the word out, provide support. But we realized six months later that many employees were not using the system, and that we were working on matters that had not been properly tracked in the system. We realized that change management is an exercise in over-communication and constant articulation to our external users of why it was important for all to use the system, i.e. the benefit, the value, to the company, not just the

department.” Our lesson learned? “You can’t expect to roll out a process and have it take overnight. Be patient, continue the conversation, and most importantly: involve all stakeholders from the onset to facilitate the necessary changes. Global operations require inclusive input across regions and all impacted functional units.”

## 5. Results and Leading Practices

Two leading practices are emblematic of this small department’s operations success: the launching of a data collection and tracking program to show what legal does, and a commitment to managing change through inclusion. Another leading practice is the LSR intake initiative which, when coupled with the enhanced presence of attorneys in operational meetings of the company, provided matter status transparency even as it streamlined outreach and vastly improved communication flow. Results of the client satisfaction survey shows that efforts over the past three years have paid off: “the high approval rating shows that we are hitting the mark and that we’re not a silo sitting off to the side with no clue as to what’s going on in the organization,” notes Bingham.

By vesting ownership of legal technologies in operations, the result has been efficiency and transparency within a shared vision. Notes Bingham: “Regardless of department size, the complexity of what we do as lawyers requires the appropriate technologies. Whatever solution you use, make sure you have as a priority the goal of freeing attorneys from the administrative minutia.” Thompson further notes that “tackling records management is a good example of a departmental infrastructure improvement that was internal to us but that also delivers ongoing benefit to our clients.”

## VI. Additional Resources

### A. Participant Resources

- Telstra, 2017 ACC Value Champion Profile, <https://www.acc.com/valuechallenge/valuechamps/telstra-and-herbert-smith-freehills.cfm>
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<sup>1</sup> See, Allstate Applies Big Business Initiatives to Big Law, Novus Law LLC, ACC Legal Ops Observer, May 2016, <http://newsmanager.commpartners.com/accalegal/issues/2016-04-01.html>.

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