

WHAT EVERY FIRST-TIME General Counsel Should Know

Taking on your first general counsel role can be exhilarating, empowering and intimidating. In fact, in the past 18 months, approximately 522 lawyers took on their first general counsel roles within the U.S. (according to data from Manzama and Major, Lindsey & Africa’s own 2020–2021 placements). More than ever, corporate boards and executive management teams are relying on general counsel for astute leadership on a host of issues. As more companies go public, take on new investors and increase M&A activity, they want a strategic advisor to lead processes, assist with increasingly complex compliance and regulatory requirements, and proactively manage risk while guiding the organization through tumultuous times—and the general counsel has been the right person for the job.

With the influx of new general counsel taking the helm, we recently asked more than 150 current general counsel to look back on their first role and tell us what they wished they had known from the start. Pairing their responses with our nearly 40 years of experience placing counsel in their first GC role, the following insights and advice can help you prepare to step into the general counsel seat now or in the future.

PAST 18 MONTHS

APPROXIMATELY

522



LAWYERS

took on their first
general counsel roles

WITHIN THE U.S.

46%

of those
GCs identify as

FEMALE

21%

ARE RACIALLY DIVERSE



SUBSTANTIVE SKILLS

To lead a legal team in the 21st century, traditional legal skills are table stakes. According to survey respondents, basic IP knowledge, contract negotiation, litigation management, employment law and data protection—for example—are unquestionable skills necessary to oversee an in-house legal department, as an in-house lawyer should understand all legal areas that a business touches. In order to be recognized as leadership material, you need to go beyond. Business acumen is a must, and getting involved in the business will be a crucial step to success because the legal strategy needs to align with the overall strategy of the organization and also reflect its risk appetite.

“ It is not about the law and good legal advice that makes you successful; it’s about the interpersonal skills and building trust. ”

– **General Counsel**

Ideally, understanding the other sides of the business will be important, particularly the financial side and the impact of tax and accounting on the company. It will also be beneficial to understand the industry sector’s regulations and the regulatory process.

“ Accounting is the language of business. Learn it and make connections with the CFO/finance/investment teams. ”

– **General Counsel**

Then there are soft skills that every leader should have to be successful, including gravitas, emotional intelligence, confidence and empathy. A strong legal leader will also possess good judgment, be an active listener and excellent communicator, respect a wide variety of talents and experiences, and have the ability to manage complex and nuanced relationships. If a person is curious, collaborative and ready to tackle new challenges, then they will also have a better chance of succeeding.

The reality is that COVID-19 has reshaped what companies are looking for in their leaders and general counsel. They need help stabilizing the organization and making the organization socially responsible, all while facing and navigating uncertainty head on and being able to pivot quickly and efficiently — these are the qualities of the next generation of GCs. Of course, the nation is also in the midst of a powerful movement focused on social justice, diversity, equity and inclusion. Consequently, GCs need to be focused on keeping corporate diversity and inclusion initiatives front and center.

MANAGEMENT SKILLS
INTERPERSONAL RELATIONSHIP
CONTRACT NEGOTIATIONS
CAPITAL MARKET
BUSINESS PARTNERS

TRANSACTIONAL EXPERIENCE
CORPORATE GOVERNANCE
RISK TOLERANCE
ORGANIZATIONAL SKILLS
PARALLEL PROCESSING
BUILDING RAPPORT
POLICY ADVOCACY
MANAGEMENT BUILDING
PROGRAM MANAGEMENT
EXECUTIVE PRESENCE
BUSINESS ACUMEN

SENSE OF SELF

LEADERSHIP

PROJECT MANAGEMENT
DATA PRIVACY COMPLIANCE
IP KNOWLEDGE
INDUSTRY REGULATIONS
STRATEGIC THINKING
TIME MANAGEMENT
CORPORATE KYC
FINANCE SKILLS
LEARNING SKILLS
RISK ANALYSIS
FINANCIAL ACUMEN
SUBJECT MATTER EXPERTISE
RISK ASSESSMENT
VERBAL SKILLS
DIPLOMACY

LISTENING SKILLS

COMMUNICATIONS SKILLS

BUSINESS KNOWLEDGE
INTERPERSONAL SKILLS
PEOPLE MANAGEMENT
CAPITAL MARKET RISK MANAGEMENT
LEADERSHIP PROJECT MANAGEMENT
BUILDING TRUST **POLITICAL SKILLS**
ORGANIZATIONAL MANAGEMENT

INDUSTRY KNOWLEDGE
SOFT SKILLS
EMOTIONAL INTELLIGENCE
WRITING SKILLS
EXECUTIVE PRESENCE
DATA PROTECTION
REGULATORY PROCESS
BUILDING RELATIONSHIP

 TAKE ACTION

Upon taking on the GC role within an organization, our respondents believe that specific milestones called for specific actions. Looking at the first week, first month and first 90 days, here are actions you should take to set yourself up for success:

TIME FRAME	ACTION
First week	<p>Introduce yourself to the rest of the leadership team and have at least three 1:1s with other members of the team.</p> <p>Introduce yourself to the board via email to establish ease of direct contact and to clearly indicate you're now actively in the role.</p> <p>Acquire comprehensive org charts of D&Os, corporate entities, and employees and begin reviewing and learning them.</p> <p>Introduce yourself to everyone and let people get to know you.</p> <p>Create your 90-day plan.</p> <p>Listen.</p>
First month	<p>Take a deep dive into the legal function and how it supports the organization.</p> <p>Assess internal and external legal capabilities with a view to identifying skill and resource gaps.</p> <p>Triage any emergency needs and obtain buy-in to short-term goals.</p> <p>Establish the top three threats and opportunities facing the company as well as what hiring plan is needed.</p> <p>Review the past year's board minutes/documents and status of corporate governance policies.</p> <p>Gain an understanding of the financials, legal budget and cost drivers.</p>
First 90 days	<p>Start demonstrating your value, whether through participation in committees, issuing policies or other written guidance, etc.</p> <p>Assess the most critical workflows in the legal department and formalize processes.</p> <p>Conduct a SWOT analysis to guide the development of legal strategy and road map.</p> <p>Prepare a report on the state of the legal department with your recommendations and plans for implementation.</p> <p>Figure out the revenue cycle and implement a plan for how to remove legal impediments to revenue.</p> <p>Meet with every outside counsel supporting the business.</p> <p>Complete some early actions (wins) to build credibility and confidence among the team.</p>



RELATIONSHIPS MATTER

When asked what is one of the first things a new GC should do in their new role, respondents consistently provided answers that centered around building relationships—with the legal team, with other stakeholders in the organization, with the board and with the executive team, to name a few. As a new leader, it is important to gain an understanding of the company culture and the working styles of the people you will interact with daily. It’s also important to get to know stakeholders both to make that valuable first connection and to understand what they consider success for the legal department. We asked survey participants to rank the order in which to approach relationship building. Of those who responded, 69% ranked the C-suite as the first group to focus on when cultivating relationships.

	RANKED 1 ST	RANKED 2 ND	RANKED 3 RD	RANKED 4 TH	RANKED 5 TH
Board of Directors	4%	17%	31%	34%	13%
C-suite	69%	26%	0%	4%	2%
Human Resources	0%	2%	7%	13%	77%
The business side of the company	7%	19%	37%	32%	6%
The rest of the legal team	20%	37%	24%	17%	2%



KEYS TO SUCCESSFUL RELATIONSHIPS

- > “Building relationships is incredibly important to building trust—it’s the only true currency for a GC.”
- > **“Strong relationships make tough conversations easier.”**
- > *“Your internal clients have to have confidence in you, your ability and the quality of your judgment if they are to listen to you and have confidence in your advice.”*
- > “You have to deeply understand what others are trying to achieve within the organization and what motivates them.”
- > “Forming relationships with leaders and influencers in the organization is as critical as or more critical than a thorough understanding of the law.”
- > *“Anyone can be a lawyer, but if no one trusts you or knows you, everything you do will fall on deaf ears.”*



HOW TO START BUILDING

- > “Listen first and listen for longer than you think you have to. Don’t show up telling everyone how wrong they were in what they did before. As you fix things over time, they’ll get it on their own.”
- > **“Find the informal power brokers.”**
- > “Do your best to reserve judgment about the people you meet. First impressions are usually right but not always.”
- > **“Take the big stakeholders out to lunch or drinks to get to know them informally/personally.”**
- > “Foster relationships with everyone on the leadership team—think horizontally as much as up and down and about risk.”

← LOOKING BACK

After years in the general counsel role, leaders can often look back and spot actions they could have taken and considerations they should have made from day one. Here are a few of the things the survey respondents wish they had done or known from the outset:

- > *“Balance legal/business but remember you are there for your legal focus. Clearly communicate all risks so that the business can make an informed decision.”*
- > **“There will be a lot you don’t know, but you will learn it.”**
- > *“You don’t need to know the answer to every question. Ask for time if you need it but be realistic about managing expectations around timelines in particular.”*
- > *“When dealing with multiple ‘fires,’ there will not be time to address important but not urgent matters. Do not commit to taking on the less urgent matters until there is time or else plan to bring in resources to help.”*
- > *“Always remain focused on service and exceeding expectations with deadlines, work product, meetings, etc. Knowing the answer is sometimes not as important as excelling at communication.”*
- > *“I wish I had known the amount of time I would spend on corporate governance and supporting a public company board.”*

🌿 WHAT GCS WOULD HAVE DONE DIFFERENTLY

- > **“Sought more mentors among other GCs.”**
- > *“Hired an executive coach to help me navigate the new role.”*
- > **“Insisted on meeting the board during the interview process.”**
- > *“Taken more risk in outsourcing certain legal matters so that I could have devoted more time to learning the business at a faster rate and building internal relationships.”*
- > *“More directly engaged with technical team.”*
- > **“Properly staff the department for the emerging needs of the business.”**
- > **“Created a system and culture of knowledge management.”**
- > *“Given special attention to the well-being of team members especially during times when they are overstretched and stressed.”*
- > **“Documented the legal strategy and road map more quickly.”**
- > *“End my work day after 12 hours, no matter what—burnout creeps in quickly.”*
- > *“Anticipated the challenge of managing reports who wanted the role and were not selected.”*
- > **“Managed my time with CEO better and engaged more broadly with the business.”**



CONCLUSION

There is no one right way to approach becoming a general counsel. However, much can be learned from those who have already walked this path. The key is to develop a support network of mentors, sponsors and other lawyers who can help you navigate the new situations you will face. As several of our respondents commented, the people you surround yourself with can enhance your success:

- > ***“Finding a community of lawyers similarly situated to you can be really helpful so that you know that you’re not alone and a lot of the issues you’ll be facing are normal and universal.”***
- > *“Get as much free advice and thoughts from outside counsel and other advisors as you can, including on the business side. Take a ‘we, not they’ approach where you are on the same team as your business stakeholders. Have a clear message and point of view.”*
- > *“Network with other GCs and service providers. These connections will not only help you do your job better but they will also keep you primed and connected.”*
- > *“Listen to others as much as you possibly can. Never be quick to offer an opinion unless asked; offer opinions after measured thinking.”*
- > *“Surround yourself with strong talent. GCs are required to weigh in on a plethora of issues; you need smart people you can rely on to help you meet the expectations of your client.”*

Acknowledge and accept that this is a new role for you and there will likely be a learning curve. Be patient with yourself, stay calm, breathe and don’t let anyone rush you into a decision.

As one of the survey respondents wisely commented, “It is a sprint for the first year. Be prepared to work hard, but do not be intimidated by learning a new business or new areas of the law — you already have the skills to do so.”