

In-House Journey to Success for Women Lawyers

By Mary L. Smith and Teresa Rider Bult

As in any profession, in-house women in all stages of their careers struggle with how best to succeed. While there are no easy answers, some insights can be gleaned from the experiences of other successful in-house women. Because the path to success for in-house women is so varied, however, it is important to have a clear vision of what lies ahead and to set goals accordingly. While “success” will depend ultimately on a number of factors such as opportunities, mentoring, experience, work ethic, and personality, it also depends on finding the right “fit” from the beginning.

This article provides insight for the journey to success for in-house women from the perspective of three seasoned in-house women in various stages of their careers. The discussion ranges from the initial decision to go in-house, the keys to succeeding in an in-house position, the pitfalls to avoid, and opportunities for the future.

The Decision to Transition to In-House Practice

As with any journey, the path toward in-house success for women requires the decision to take the first step. Many women in private firms hesitate to move to the corporate world because, in their minds, that first step is one across a chasm. Others dream of moving to the corporate world to avoid the billable hour, only to find different pressures and rules.

First, anyone thinking of taking that step must recognize that the practice of law at an in-house position is different in many respects from a private law firm. It is important for anyone considering the move to make an assessment of career and life goals and to determine if the move fits with her lifestyle and goals. Some women may find that, despite the onerous billable hour, private practice

provides more challenges, stability, and in some ways, more flexibility.

Even so, there are many reasons to transition in-house. Paula Boggs of Starbucks says that she made the decision to transition to an in-house position because, after analyzing the differences, she felt the job responsibilities in the corporate world were more aligned with her interests. She says one of the first things she did was make a mental checklist of the aspects of jobs that she enjoyed. Boggs determined that she liked the investigative process and taking complex and seemingly unrelated information and seeing how it fit together in a cohesive form. She also liked interacting with people and helping them solve problems. During her 23-year career, she has gravitated to jobs that fit this profile, and she has found that in-house positions fit into her interests and her strengths.

Tracey Salmon-Smith of UBS Financial also made a detailed analysis based, in part, on her past experience. She had spent eight years as a federal prosecutor and joined a private law firm. After the more horizontal structure at the U.S. Attorney’s office, Salmon-Smith found law firm structure more hierarchical than the government had been. She was at a point in her career where she desired more flexibility and independence. She had two young daughters and wanted to be able to spend time with them without being tied to the billable hour. She was also used to working independently during her time as a prosecutor and being able to make decisions on the matters for which she was responsible. For Salmon-Smith, the move in-house allowed her the flexibility and time she desired.

The reasons for making the move in-house may be different for younger lawyers. Noriko Okamoto of Tyco International (US) Inc. was a young litiga-

tion associate working long hours at her firm. Okamoto felt that she was working extremely long hours for very little return on her investment. One of her mentors suggested that she consider an in-house transactional position. Even though transactional work was not her background, Okamoto jumped at the chance to move in-house. The ability to take a hard look and ask “Is this really what I want to do my entire life?” was instrumental to Okamoto’s decision. In the practice of litigation, to a large extent, a young associate’s time is not her own. Deadlines are often set by the court and the senior partner. While there are obviously some deadlines in the transactional area as well, Okamoto has found that she has more flexibility and is often able to manage deadlines and her client’s expectations.

The Fork in the Road: Not All In-House Positions Are Alike

Once an attorney has made the decision to move in-house, however, it is just as important to analyze whether the specific in-house position she is considering fits her lifestyle and needs. It is also important to perform due diligence on the company and law department before accepting any position. Perhaps the most important step in this due diligence is seeking and finding an ethical company. In a great sense, the attorney is interviewing not only for her current job, but also for her next position at the same time. As a young lawyer, one approach is to ask yourself where you would like to be in five years. Okamoto recommends taking a close look at the persons with whom you are interviewing and ask yourself: “Do they seem happy? Are they moving from one area to another, or are they always going to be doing the same job?”

There are also considerations to make as to the size of the company. As a young

lawyer, Okamoto found that beginning her in-house career at a large corporation allowed her to gain the skill sets she needed for her career over time. From her perspective as a relatively junior in-house attorney, Okamoto believes that “the bigger and more established the law department, the more likely you are to get the help and training you need to develop a foundation to become a great in-house lawyer.”

Boggs looked for companies where there is the potential for both career

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growth and personal growth. She also has been attracted to growth companies and companies that are global in reach. In an environment with very talented people, Boggs finds that she “is at the top of her game.” As for the legal department itself, Boggs says it is important that it be respected by the company as a whole.

When interviewing, it is also important to look for subtle red flags in a company that pays lip service to promoting women. These red flags can be the lack of women in high-ranking positions both in the legal department and on the business side as well as a lack of women on the board. An applicant should also determine whether a company has a track record of bringing women in the door, but then cycling them out in a short period of time. To Boggs, a high turnover rate for women executives or women in middle management could be a red flag that the company is not committed to diversity, including women.

Career Growth In-House

While it is important to look at the big picture and to avoid overarching pitfalls, the in-house experience can be different from working in a law firm or the public

sector. One of the common adages is that in-house counsel do not have to work as hard as their peers in law firms. However, this adage often does not hold true. At the outset, after accepting an in-house position, an early assessment of the specific job responsibilities and longer-range projects for the company is crucial.

In this regard, different lawyers may have different experiences with work-life balance as in-house counsel. Salmon-Smith admits that she transitioned to an in-house position to achieve a better work-life balance. She finds that it is easier to achieve a better balance with her in-house position as opposed to a law firm. At law firms, most projects are emanating from the senior partners. Many law firm senior partners have given up a lot of their free time in achieving their level of success, and they may expect more junior attorneys to do the same. In some respects, the law firm environment may not be as conducive to a work-life balance as a corporate law department, particularly for litigators. Deadlines are often driven by the court and then further shortened by the senior partner who must review any pleadings before they are filed. Many young litigators have experienced artificial deadlines from a partner who, in turn, does not review the project until several days after the “deadline.”

In her experience, Salmon-Smith finds that, as an in-house litigator, she does not face the same expectations for billing hours as she did at a law firm. Salmon-Smith attributes her experience, in part, to the fact that her company “has a real commitment to women employees and work-life balance” and, accordingly, has established various options for flextime and telecommuting. She also finds that there is not an issue with so-called “face” time as there might be at a law firm. While Salmon-Smith admits it may be hard to work 9 to 5 as a litigator, even an in-house one, she finds that she is able to structure her schedule with sufficient flexibility to work around her daughters’ schedules.

In commenting on her in-house experiences, Boggs notes that “I work at least as hard as I did when I was in private practice,” but the difference for her is that she is “energized” with her work. One interesting observation by Boggs is that with in-

house lawyers, there is “diversity” in how work-life balance is defined. A work-life balance can be achieved through various means such as trying to be more efficient in the job or learning to work from home. Boggs says she sees more “tolerance” for establishing creative means for achieving a work-life balance in the in-house environment.

Okamoto jokes that “it is generally better when you don’t have to do time sheets.” She notes, like Boggs and Salmon-Smith, however, that there were phases when she was working long hours to keep up with her work, including late nights and weekends. The key to achieving a work-life balance, says Okamoto, is to figure out a way to manage your work—whether it is by preparing templates or checklists or implementing other time-saving measures. At the end of the day, as long as she is getting her work done, the specific way she manages her time does not matter.

Mentoring is often mentioned as crucial in the law firm environment, and Boggs, Okamoto, and Salmon-Smith all agree that mentoring is just as important in the in-house environment. Boggs admits that she has been a beneficiary of mentoring during her entire career. In summing up her experience, Boggs says: “Each of us in our career, if we are successful, are so in part, because someone has seen something we may not have seen in ourselves or maybe we saw it in ourselves, but he or she encouraged it and nurtured it and made us better because of that, and I just think there is no substitute for it.”

At the beginning of any mentor-mentee relationship, the parties should discuss what they hope to get out of the relationship. For the mentee, she should explain what she hopes to achieve in her career and how she defines success. Such a relationship does not work unless the mentor is getting something out of the relationship as well. For an in-house lawyer, according to Salmon-Smith, a mentor can help to navigate the way both in the company and in the legal department.

Finally, to succeed as an in-house counsel, it is important to communicate effectively. To that end, sometimes, men and women do have different ways of communicating. Okamoto finds that men seem to have fewer problems speaking

KEYS TO SUCCESS IN-HOUSE

So if every in-house position is different, how does a woman in-house succeed? Despite the differences, there are some key similarities in in-house positions that allow comparisons and tips.

Clear expectations. In-house positions are not for everyone. For instance, as a general rule, if you want to be in the courtroom every day, then an in-house position probably is not for you. Boggs believes that any potential in-house candidate needs to be clear in what it takes for her to be fulfilled. For instance, earlier in her career, it was important for Boggs to be in the courtroom, on her feet, and trying cases. At that time, an in-house position would not have satisfied her. After trying cases for a number of years, Boggs made the transition in-house at a time in her career when it felt right and made sense in the context of her work and life goals.

Flexibility in terms of location. Sometimes the best opportunities for an in-house position require you to move. If you're not interested in moving and you are not looking at a job offer from a company whose headquarters is located where you live, you may need to realize early on that your in-house potential might be limited.

Keeping an open mind about salary. At a law firm, compensation is typically made up of salary and bonus. While in-house positions may pay less in terms of base salary, Okamoto believes it is important to "look at the salary offered in terms of the overall package, including its benefits" such as matching 401(K), reimbursement accounts, deferred compensation, bonus potential, employee stock purchase, and stock options/restricted stock. In the short term, in-house positions may pay less, but as the responsibilities increase, the compensation and benefits should grow as well.

Talk to people before you walk in the door. One of the most important steps you can take before accepting an in-house position is to thoroughly interview the employees there. The interviewing process works both ways. Just

as the interviewer is trying to determine whether a particular candidate is a good fit for the position, both in terms of experience and temperament, the applicant should make every effort to connect with the interviewer. While Boggs admits that the "interview process is by design an imperfect way" to help you know what a person is really like, she advises that if "red flags" crop up during the interview, it is probably wise to consider another position.

Solid legal experience. Make sure you have sufficient experience in your firm or in previous positions before jumping in-house. Even if it is a large corporation, you won't get the training you might get in a firm. Even though she entered a corporate legal department as a relatively junior attorney, Okamoto believes that "developing basic legal skills before you go in-house is pretty important." Salmon-Smith echoes the importance of a solid skill set. As a rule of thumb, "three to five years of *meaningful* experience" is often necessary to succeed in an in-house position, according to Salmon-Smith.

Understanding the business. Boggs believes it is necessary to be truly interested in the business. "Understanding the business drives everything," says Salmon-Smith. A new in-house attorney can learn about the company from speaking to business people and attending seminars, often those that are offered in-house. Some companies, such as Tyco, offer "Business Days" where you can learn about a particular business segment and meet business leaders with whom you might not otherwise interact.

Keep your ears and eyes open. When you begin an in-house position, the new landscape may be a bit overwhelming. A new in-house attorney, particularly a more junior attorney, may feel that she does not fully understand all the nuances of her new position. But if you listen to and observe what is going on around you, Salmon-Smith predicts that "one day it will start clicking."

Early assessment of your career goals. Prior to taking an in-house position, it is important to understand the

career path at the particular company you are considering. In-house legal departments, particularly for smaller companies, may have flatter organizational structures. In some instances, promotional opportunities that exist in government or even at a law firm may not exist in-house. While there may not be the pressures and uncertainties of trying to attain partnership, sometimes there is a lack of a discernable career path. At the end of the day, Boggs recommends that an applicant must be comfortable with the opportunities for advancement before accepting a position.

Know the market. The legal market is certainly not static. Gone are the days when it was likely that a young attorney would hold one job during his or her entire career. Changes in the economy often have a profound effect on the legal landscape. Companies often evolve as well through mergers, divestitures, and spin-offs. Okamoto advises a young attorney to "make sure you know the market and when the best time to move in-house is." There are often windows of opportunity for certain positions. "If you wait too long beyond the window of time when most in-house jobs are available, the harder it will be to find and get a position," says Okamoto. For instance, opportunities vary, depending on the level of experience and expertise an applicant possesses. In some situations, it may be harder for a partner in a law firm to transition to an in-house position, unless the partner possesses the exact criteria an in-house position is seeking to fill. Whereas, a junior-level position may have more flexible requirements so even if an applicant does not meet all the preferred criteria, he or she still may have the opportunity to qualify for the position. On the other hand, there may not be as many openings for very junior attorneys because companies often expect their in-house counsel to already have the necessary experience.

confidently about an issue for which they really do not have sufficient knowledge. She finds that men also seem to value the confident manner in which something is communicated rather than the substance of the communication. On the other hand, Boggs is not convinced that men and women communicate differently. At bottom, it seems, any in-house woman, to succeed, must communicate clearly, correctly, and confidently.

Opportunities for the Future

As in-house women put these tips into place, they will look ahead for opportunities for advancement, within the legal

department and beyond. Some in-house counsel parlay their experience to jobs on the business side as other women move up the ladder to general counsel.

In legal departments, it appears the opportunities for women are improving. Currently, the percentage of women attorneys who serve as general counsel in Fortune 500 companies is 16.6 percent, up from 9 percent in 2000.¹ The number of women general counsels in those organizations as reported in 2006 is 83, up from 76 just one year prior, in 2005.² In Fortune 1000 companies, that percentage is slightly lower—15.7 percent.³ While these statistics still do not match the 50

percent ratio for incoming female law students,⁴ this trend is encouraging.

Unfortunately, for those women attorneys who hope to rise to the CEO position, future opportunities for women may not be as promising. It appears that women continue to be underrepresented in corporate leadership positions. A recent study by Catalyst found that in the last three years, average growth in the percentage of corporate officer positions held by women fell to 0.23 percentage points per year, the lowest gain in the last 10 years.⁵ From 2002 to 2005, the total number of women in corporate officer positions increased by only 0.7 percentage

PITFALLS TO AVOID

Sometimes more important than knowing the affirmative steps toward a successful career are knowing the pitfalls to avoid. Below are some of the common pitfalls a new in-house attorney may encounter.

Not learning the business. Boggs believes that one of the biggest pitfalls is not learning the business. Salmon-Smith concurs and says that any new in-house attorney has “to understand the business concerns of the client” and understand that “your client is the company.” A new in-house attorney has to understand and appreciate the concerns of the businesspeople. Salmon-Smith gives the example of the timing of a settlement. From a litigation perspective, there are certain periods in the life of a lawsuit where it is more practical to settle, for example, after an adverse ruling or immediately before trial. These specific periods may not coincide with the time frames that are most advantageous for the company. Settlement proceeds come out of some business unit’s bottom line. Accordingly, the businesspeople may want to time the payment of the settlement in the next quarter or the next fiscal year. A new in-house attorney has to be aware of these concerns and structure any settlement with sufficient flexibility to address the client’s needs.

Hanging your hat on one person or a certain group. Okamoto observes that the one constant in a corporation is change. If a new in-house lawyer becomes too identified with a person or group of people who is no longer there or falls out of favor, it can be difficult, if not impossible, to get into good graces with new management.

On a related note, it is important to remember that, unlike a law firm, where the lawyers are the profit-center, in a company, the lawyers are considered a supporting role to the company’s business objectives. A new in-house lawyer should understand that he or she is there to support the business. As a service provider, it is unwise to assume someone in a lower position or with less interesting work can be ignored. This same person can end up being promoted into a much higher position or may have the ear of a higher level person. “If you are seeking a promotion or someone is considering you for a promotion, it can be surprising how negative feedback can hurt you—especially if other candidates come with less ‘baggage,’” says Okamoto.

Not understanding priorities. At the outset, new in-house attorneys should understand the priorities of the tasks they are assigned. It would be a mistake to assume that any matter is not a priority until the client explicitly says it is. In this sense, it may be trickier to manage the workload in-house as opposed to the workload at a law firm where the lines of authority are clearer. A key element of managing the in-house workload is doing so with input from your client. If the client is not consulted, Okamoto warns that a young lawyer may get a reputation for not being responsive or may likely be the fall guy for something that falls through the cracks.

Always saying “no.” Boggs stresses that in-house counsel “cannot have the mindset of a cop that always say ‘no.’” She says that any in-house lawyer has to approach situations in a problem-solving manner and be as

creative as possible. Salmon-Smith observes that “many times the business folks don’t want to hear from the lawyers because the lawyers are always telling them what they can’t do.” Okamoto recommends that a new in-house lawyer temper an initial “no” to his or her client with suggestions for alternative options so that the client is able to meet a business objective. It is clear that in-house counsel have to balance what needs to be done to properly represent the client with the issues that business folks might have. Sometimes this balancing does present challenging situations, particularly for the young in-house counsel. “But you can’t just ignore it and be dismissive of it, because it’s real,” warns Salmon-Smith.

Failing to do first-class legal work. In-house counsel have to avoid letting their legal skills deteriorate. It is easy to “cruise” as an in-house attorney. It is important to constantly set challenges and to develop new skill sets. Boggs says that developing a sense of entitlement is one of the biggest pitfalls. She explains, “the mindset has to be that you earn your seat at the business table every single day. And, if you do a good job, that’s great, but the next day is a new day.” Okamoto elaborates: “Make sure you continue to put passion and energy into your work and constantly strive to add value to your company and for your client—especially if you feel your career is going nowhere. The worst thing you can do is let your career go downhill at a time when you need it to possibly look for other options outside.”

points from 15.7 percent to 16.4 percent.⁶ Of course, while Catalyst acknowledges that their survey defined “corporate officers” more narrowly than it had in 2002, which could skew the comparisons, this trend is still disturbing. In fact, while the average Fortune 500 company had 21.8 corporate officers in 2005, on average, women held only 3.6 of these positions.⁷ And only eight Fortune 500 companies were lead by women CEOs, and none of those companies were in the Fortune 100.⁸ Thus, while the statistical percentages between in-house general counsel positions held by women (16.6 percent) and corporate officer positions held by women (16.4 percent) are almost identical, the percentages for women officers do not appear to be increasing at the same rate.

The experiences of the in-house attorneys interviewed for this article seem to mirror the trend. Women in-house counsel who are looking around seem to see more people like themselves and more opportunities for the future. In her legal department, for example, Boggs notes that 50 percent of the attorneys are women. Salmon-Smith agrees that the opportunities for women are greater in-house than at a law firm. She attributes this to the hierarchical structure of most law firms, where in some firms, it is up or out. In the in-house environment, it does not work that way. There are also business opportunities whereby lawyers can move from the law department to the business side. Many companies, Salmon-Smith observes, are also “proponents of attorneys stretching outside their comfort zones and trying new opportunities.”

Often, women leave partnerships to go in-house. Boggs observes that these are the same women who supposedly grabbed the “brass ring” in private practice but

find their in-house careers more satisfying “because they are rewarded for things that are more objective.”

While Boggs says the number of women general counsels at Fortune 500 companies has grown over the last 10 years, the number of women on corporate boards has not grown as quickly. Boggs attributes this to the fact that often when companies are looking for new board members, they are looking for persons who run businesses. Unfortunately, as a practical matter, there probably will not be more women on boards until the number of women serving as CEOs increases. On a hopeful note, however, Boggs believes that with the enactment of Sarbanes-Oxley, companies are finding it necessary to locate additional independent directors and also directors who are financial experts, both of which broaden the traditional pool of applicants.

The path toward success for in-house women is not so different from other professions. Any attorney moving in-house or continuing in her in-house position needs to be proactive with her career by planning ahead, establishing relationships, doing good work, and creating goals. Even so, there are proactive steps specific to the in-house position that can help make the path smoother. Following the advice and avoiding the mistakes of others can move you toward your career goals, whatever they may be. ■

This article is a compilation of interviews with three seasoned in-house attorneys: Paula E. Boggs, Executive Vice President, General Counsel, and Secretary, Starbucks Coffee Co.; Noriko Okamoto, Ombudsman, Tyco International (US) Inc.; and Tracey Salmon-Smith, Director and Associate General Counsel, UBS Financial Services Inc. The authors wish to thank the participants for their contributions of time and ideas. The views of the participating attorneys reflect their personal opinions and should not be construed as the views or positions of their employers.

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Endnotes

1. See *MCCA 2006 Survey of Fortune 500 Women General Counsel*, DIVERSITY & THE BAR, July/Aug. 2006, available at http://www.mcca.com/site/data/magazine/2006-07/general_counsel.shtml [hereinafter *2006 MCCA Survey*]; see also *ABA Commission on Women in the Profession: A Snapshot of Women in the Law in the Year 2000*, available at www.abanet.org/women/snapshots.pdf.
2. See *2006 MCCA Survey*.
3. *Id.*
4. *American Bar Association Section of Legal Education and Admissions to the Bar: Legal Education Statistics Enrollment 2005–2006*, available at <http://www.abanet.org/legaled/statistics/charts/enrollmentbygender.pdf>.
5. *Catalyst, 2005 Census of Women Corporate Officers and Top Earners of the Fortune 500*, available at http://www.heidrick.com/NR/rdonlyres/30308A4B-614C-439E-8D5329A073872D2D/0/CTLYST_2005WCOTECensusExecSum.pdf.
6. *Id.*
7. *Id.*
8. *Id.*