



---

**PROGRAM MATERIALS**  
**Program #30225**  
**September 25, 2020**

## **Top Tips to Excel as In-House Counsel**

**Copyright ©2020 by Dr. Sharon Meit Abrahams - Legal  
Talent Advisors and Elizabeth Jin - Coca Cola North  
America.  
All Rights Reserved.  
Licensed to Celesq®, Inc.**

---

**Celesq® AttorneysEd Center**  
**[www.celesq.com](http://www.celesq.com)**

**5255 North Federal Highway, Suite 310, Boca Raton, FL 33487**  
**Phone 561-241-1919      Fax 561-241-1969**

## MODERATOR



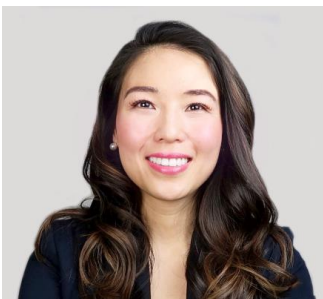
Dr. Sharon Meit Abrahams  
[sharon@legaltalentadvisors.com](mailto:sharon@legaltalentadvisors.com)

Dr. Sharon Meit Abrahams is a legal talent development expert helping lawyers improve their productivity and profitability through skill assessments, coaching, and interactive workshops. Dr. Abrahams has three books published by the American Bar Association and over 100 articles related to professional and business development in the legal profession.

Dr. Abrahams has over twenty-five years of experience in client relationship building, business development techniques, communication skills, and management/leadership development training. She has conducted over 200 seminars on a wide variety of topics for esteemed audiences at the ABA, ALA, NALP, local bar associations, Harvard, Yale, Cornell, Northwestern, University of Virginia, University of Chicago and Duke Law Schools as well as others.

She was appointed to the Professional Development Committee of the Law Practice Division of the ABA and served as the chair of the Professional Development Advisory Committee of the Association of Legal Administrators. She gives back to the community by conducting workshops gratis for 501(c)(3) organizations across the country.

## SPEAKER



Elizabeth Jin  
[liz.jin@gmail.com](mailto:liz.jin@gmail.com)

After graduating from Pennsylvania State University and the University of California, Berkeley School of Law in 2007, Liz started her career as a corporate associate at the law firm of Simpson Thacher & Bartlett LLP in their New York and London offices where she worked on M&A real estate transactions in the U.S., Europe and Asia with a total aggregate value of over \$28 billion.

Liz joined The Coca-Cola Company as in-house counsel in 2012 supporting the Global Marketing function. In this role, she oversaw all marketing campaigns, talent and sponsorship deals and advised on litigation matters for the Sprite, Dasani, Powerade, smartwater and vitaminwater brands. In 2018, Liz transitioned over to the business side, and she is currently Director of Business Affairs, where she negotiates

and manages celebrity talent endorsement deals and music, sports, gaming and entertainment sponsorship deals for Coca-Cola North America.

Liz has been a member of Toastmasters since 2014 and served as past President of Coca-Cola's 310 North Toastmasters Club. She credits Toastmasters for inspiring her to start her storytelling blog, Unbury That Badass, and motivational YouTube channel. When she's not creating content, Liz loves watching true crime documentaries, eating strawberry glazed doughnuts, and playing with her two nieces.

# TOP TIPS TO EXCEL AS IN-HOUSE COUNSEL

Presented by: Elizabeth Jin

September 25, 2020

# BIG LAW VS. IN-HOUSE

## **BIG LAW**

- Billable hours
- Deals/lawsuits means \$\$ for firm
- Associates generate revenue
- It's clear who the client is
- Associates play role of legal advisor

## **IN-HOUSE**

- No billable hours
- No lawsuits is good news for company
- Legal department is a cost-center
- Not always clear who the client is
- Lawyers serve as both legal/business advisors

SO HOW DO YOU EXCEL AS  
IN-HOUSE COUNSEL?

## LEARN THE BUSINESS

- What does your company do?
- How does your company make money?
- What are your company's pain points and recent lawsuits?
- Set up Google alerts for your industry, company, deals, and projects.
- If you work for a publicly traded company, read the 10-K.
- Remember that you're more than an attorney – recognize and act on the fact that you can and do wear multiple hats – e.g., consumer, shareholder, customer, etc.

## FIGURE OUT WHO YOUR CLIENT IS



Generally speaking, follow the money. Whose budget is paying for whatever your client is doing/procuring? Whether it's a contract, marketing campaign or product launch, the budget holder needs to understand the legal/business risks and obligations.



# COMMUNICATION IS KEY

## **ABA Model Rules of Professional Conduct**

### **Rule 1.4: Communications**

#### ***Client-Lawyer Relationship***

(a) A lawyer shall:

- 1) promptly inform the client of any decision or circumstance with respect to which the client's informed consent, as defined in Rule 1.0(e), is required by these Rules;
- (2) reasonably consult with the client about the means by which the client's objectives are to be accomplished;
- (3) keep the client reasonably informed about the status of the matter;
- (4) promptly comply with reasonable requests for information; and
- (5) consult with the client about any relevant limitation on the lawyer's conduct when the lawyer knows that the client expects assistance not permitted by the Rules of Professional Conduct or other law.


(b) A lawyer shall explain a matter to the extent reasonably necessary to permit the client to make informed decisions regarding the representation.

## BE RESPONSIVE




Being responsive is a simple thing that generates a lot of goodwill with clients. If a client knows that you'll pick up the phone if they call or respond to their emails, they will be more likely to reach out on quick "little" questions which actually might turn out to be important or significant legal issues.

Don't cut and paste long contract sections into an email and expect your client to understand it.



## KNOW YOUR AUDIENCE

*"It is hereby agreed among the parties hereto that upon the occurrence of each and every failure by Purchaser to comply and perform in all respects with the covenants, restrictions and limitations set forth in Section 7, Seller shall have and be entitled to, exercise, and shall be deemed to have, and be entitled to exercise, the right and privilege to cause the termination and extinguishment of the Agreement, provided, however, that delivery of prior notice of said termination and extinguishment must be made to Buyer."*



**EXPLAIN INSTEAD:** If we (the Buyer) breach any obligation listed in Section 7, the Seller has the right to terminate the contract after giving us notice. So let's make sure we can agree to our obligations!

Know your audience. Your clients will be from marketing, finance, sales, IT, etc. – speak **THEIR** language. Avoid legalese and break down issues into laymen's terms using real-life, relevant examples whenever possible.

# DON'T JUST BE AN ORDER TAKER



Don't just say "it's a business decision." Feel empowered to ask strategic questions to understand your client's goals (to determine whether they align with the company's goals) and to smoke out what the real issues are.

Sometimes there are "yes" or "no" answers, but most of what we do is gray. Take the time to walk your client through an issue. For example, say your client comes to you with a product label that is problematic. You give your advice that they should change the label and they balk and give 100 reasons why they don't want to do that (delays, costs, etc.). Really quantify the risk for them and give them options in response so they can choose. Say "Changing the label is the safest option and financially the one the makes the most sense, but if you don't want to change it or can't, what can we change?" If nothing can change, then advise what a potential lawsuit might cost and the PR implications.

## SHOW YOUR VALUE

Most in-house legal departments are leanly staffed. Figure out how you can streamline processes or otherwise add value for your clients.

If you are in a business function where there is a high volume of contracts, a good idea is to create annotated contract templates for your clients. This works particularly well for supplier agreements, talent agreements or agency agreements.

Another idea is to hold trainings for your clients as well as for your legal team. Possible training topics are:

- Client/attorney privilege
- How to run a successful sweepstakes
- Advertising on social media
- Compliance trainings re: data privacy



# SOMETIMES DONE IS BETTER THAN PERFECT

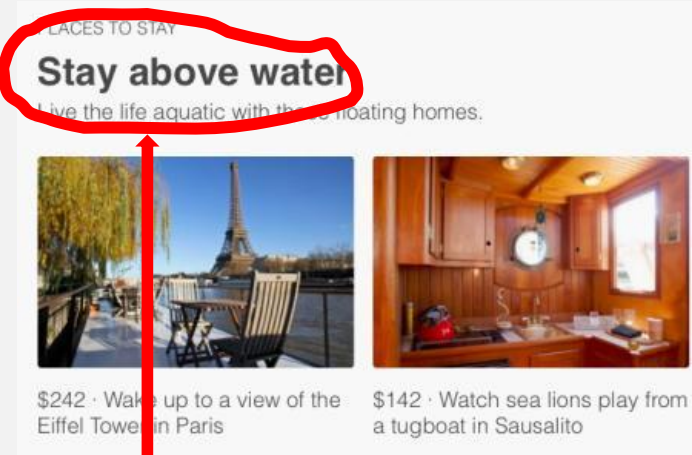


Coming from Big Law, you may be used to "perfect" work product. By no means be sloppy, but recognize when "good enough" is better than not being protected at all. You will need to get comfortable making judgment calls based on the facts at hand.

# USE COMMON SENSE



This 2015 Bloomingdale's ad drew backlash for appearing to promote date rape.



This seemingly harmless Airbnb ad was launched on August 28, 2017 when Hurricane Harvey was engulfing Houston, making it come off as tone-deaf.



"Who says espresso has to be intense? We have for 43 years. But we're Starbucks Coffee Company. So we did the exact opposite."

Huh? This 2018 ad announcing the release of Starbucks' blonde espresso isn't offensive. It just doesn't make any sense.

Just because it's "legal", it doesn't mean it's a good idea. Your job isn't simply to assess legality. You also need to protect your company's reputation and avoid PR pitfalls.

## BE INVESTED IN YOUR CLIENTS



Be supportive of your company and clients in a genuine way. Make sure you attend any client group meetings. If your team doesn't meet regularly, reach out to your clients monthly (or whatever frequency is appropriate) to touch base and hear about new projects on the horizon. Wear the t-shirt with their brand. Eat/drink their product. Talk about your experiences with the product. Show up for their promotional events. Set up Google alerts for your industry, company, deals, and projects.



# ALWAYS DO MORE THAN WHAT IS ASKED OF YOU



Don't be the person on the left. Always try to move a problem forward even if you aren't the right person who can help or if the answer is "no". This could mean connecting your client with another resource or brainstorming alternative options for how your client can proceed.

At the end of the day, it's about having a great relationship with your clients where they trust and like you. That doesn't mean you'll have all the answers, but if you have a relationship based on trust, they will know that you will get them the answer and they will wait for your approval and guidance in the interim. It also means that they will come to you before going down a path to ensure that they are minimizing risks, and they'll be more receptive to tough advice.

You'll know that you're doing a good job when clients start coming to you for all sorts of non-legal questions.

# HAVE CONFIDENCE IN YOURSELF



If you went to Big Law, you already possess all the skills necessary to excel in-house. Have confidence in yourself that you know more than you think. You're going to do great. Good luck!

# ELIZABETH JIN

After graduating from the University of California, Berkeley School of Law in 2007, Liz started her career as a corporate associate at the law firm of Simpson Thacher & Bartlett LLP in their New York and London offices. Liz joined The Coca-Cola Company as in-house counsel in 2012 supporting the Global Marketing, Procurement and Public Affairs functions before transitioning over to the business side.

Currently, Liz is Director of Business Affairs, where she negotiates and manages celebrity talent endorsement deals and music, sports, gaming and entertainment sponsorship deals for Coca-Cola North America.

[Liz.jin@gmail.com](mailto:Liz.jin@gmail.com)

Unburythatbadass.com

