

IN-HOUSE OPS

The 21st Century General Counsel On Being More Than a Lawyer

In the mid- to late '90s, psychologist Daniel Jay Goleman authored two best-selling books, *Emotional Intelligence* (1995) and *Working with Emotional Intelligence* (1998), in which he posited that just as each person has an intelligence quotient, or IQ, which represents how academically intelligent he or she is, each of us also has emotional intelligence or EQ (emotional quotient), a measure of one's ability to perceive, control, evaluate and express emotions, which, he argued, may be more predictive of workplace success.

If you're unfamiliar with EQ, it's understandable. The legal profession has been slow to recognize that individuals who are more aware of their emotions, better able to regulate their actions, better at owning responsibility, more highly motivated and have empathy for others are more likely, when the rubber meets the road, to outshine those who scored 180 on their LSAT, graduated first in their law school class or were editor-in-chief of their law review.

It is therefore laudable that on the 20th anniversary of Goleman's groundbreaking work, the Greater New York chapter of the Association of Corporate Counsel devoted two out of three presentations in its half-day event, "Evolution of In-House Counsel: Staying Current in Times of Change," to this "touchy-feely" subject, as an ACC official mock-defensively described it.

But while the packed room at the Harvard Club may have been champing at the bit for Stephen E. Roth's presentation on "Why Smart Lawyers Fail – Increasing Your Emotional Intelligence and Your Impact" (the vice president and general counsel of Jewelry Television didn't disappoint, doling out amethyst necklaces, opal rings and other adornments to winners of his interactive "First EQ Game Show") and mindfulness maven Scott Rogers' program on "The Cultivation of Focus, Concentration and the Reduction of Stress," attendees were first treated to a presentation by Frederick J. Krebs, a former president of ACC, on how the role of general counsel has evolved and continues to evolve.

A senior fellow with the Center for the Study of the Legal Profession at Georgetown University Law School,

Krebs reported on the results of a recently released ACC study, "Skills for the 21st Century General Counsel." Based on surveys and in-depth interviews with current and former GCs, corporate directors, legal recruiters and others, the report's key takeaway, Krebs said, was that today's GC is expected to be "more



For the GC, legal skills are table stakes.

—FRED KREBS

than a lawyer." Legal skills are a given, he explained. "They're the foundation, the floor, table stakes." Today's GC, he continued, is expected to fill three "value buckets": leader of the law department, counselor-in-chief to the C-suite and board, and business strategist.

The board perspective, Krebs said, is that the higher-performing GC "contributes strategically." He noted that GCs also see themselves playing a greater role in creating business value. Noting that the GCs surveyed tended to grade themselves higher as strategists than did the directors, Krebs went on to discuss what the research revealed about the attributes and skills that are considered highly desirable in GCs. He referred to them as "The Four Cs."

- **Comfortable with ambiguity.** Learn how to make decisions even if you don't have all the information you need, because you almost never do. Just as you have to know and comply with bright-line rules, you also need to embrace and ably manage the gray areas.
- **Communication.** If you can't communicate effectively with your clients, then your knowledge is wasted.

- **Curiosity.** The desire to learn more about a given topic is critical to creative thinking. If you don't have it, you need to develop it.
- **Courage.** To make the leap from advisor to decision maker, you have to be willing to take a risk (e.g., say "yes" once in a while) and be able to rise above your personal feelings when duty dictates (e.g., fire someone).

Krebs added a fifth trait or characteristic in a GC that organizations said they value above all the others: judgment. "It applies to all the value buckets," he noted. "How do you get it? Experience. And experience comes from making mistakes. So a critical component of judgment is being able to learn from your mistakes."

The Three Buckets

GC as Leader of Law Department.

Whether your legal department is 2 or 200 strong, you're the leader. There are three important skill sets to performing this role:

- **Curiosity.** You have to truly under-

stand the organization, including its business and its culture. If you don't understand how it makes money and how its people work, when you're called upon for counsel, the cure you come up with could be worse than the disease.

- **Team building.** The ability to hire, develop, motivate and retain the right people (including outside counsel) is critical to building an effective and cohesive team.
- **Strong budget management.** Financial, resource and project management have almost become "table stakes." Krebs said, "It's expected that you can [meet your deliverables] "on time and on budget." He added that "demand management – matching up what you can do with what the client expects of you – will make you better able to respond to client requests."

GC as Counselor-in-Chief. Often referred to as the "trusted advisor" role, this involves counseling C-suite executives and board directors. The value of this bucket to directors has risen steadily since the passage of the Sarbanes-Oxley Act of 2002, which introduced new standards of accountability for directors and under which, in the case of accounting crimes, directors risk large fines and prison sentences.

Three skill sets come into play:

- **Good listener.** The ability to listen and calibrate your response to the nuances of situation (a function of EQ).

Continued on next page