CHEAT SHEET

- *Demand.*
  The rise of on-demand counsel services is due to client dissatisfaction with the traditional law firm services and a lack of professional fulfillment on the part of the lawyers.
- *Clientele.*
  A large percentage of clientele for on-demand general counsel services firms are startup and growth stage companies. However, the number of larger business using these services to supplement their in-house counsel is steadily growing.
- *Benefits.*
  On-demand legal services offer new career paths for in-house lawyers with more flexible schedules, as well as more affordable legal options for businesses.
- *Variety.*
  On-demand services afford general cousel the opportunity to work with multiple clients from various sectors at once, gaining dynamic experience in diverse practices.

THE "OUTSIDE" GC:

A NEW OPPORTUNITY FOR IN-HOUSE LAWYERS

By Lakshmi Sarma Ramani Years ago, when I first went in-house, I thought I would never go back to a law firm. Although I was fortunate to have had a great law firm experience, I didn't feel that the billable requirements and business development lifestyle would be a good fit for me. I've been in-house now for about 12 years, including serving as general counsel for a well-known nonprofit organization. But, to my own surprise, I am back at a firm. However, nothing about it feels like a traditional law firm. In fact, I continue to be a general counsel, only now I am the outside general counsel for several nonprofit organizations, helping them all further great missions. I am doing what I love, while managing (and enjoying!) my family and other important commitments, because this firm is structured differently than traditional law firms.

I am a wife, a daughter, and a mother of two wonderful children, ages 11 and 8. I am a Girl Scout troop leader and a board member for a prominent women's health organization. As part of the "sandwiched" generation, I am often tending to the needs of my children and my parents while maintaining my career.

So, how exactly did I get here? I've always enjoyed being a part of a team, and working in-house allowed me to do just that: work collaboratively to develop trusting relationships with my colleagues and internal clients. I have been fortunate to find positions that continued to build upon each other — I started off as a government tax attorney then transitioned into a public finance and tax attorney at a law firm. Those skills helped me as a transactional attorney at SprintNextel, which in turn was useful for my work at The Nature Conservancy (TNC). My in-house experience culminated when I was general counsel and assistant secretary at the National Association for the Education of Young Children (NAEYC).

My in-house experience was very enjoyable, and I was fortunate to work for companies with great colleagues at Sprint, TNC, and NAEYC. Not only was I able to help advance great missions, but I also had the privilege of working with very dedicated colleagues. Professionally, I had a range of responsibilities, from finance and investments to marketing, membership, philanthropy, cybersecurity, and privacy, as well as serving as an assistant secretary of the organization. All of which expanded and deepened my areas of legal expertise. As general counsel and assistant secretary at NAEYC, I was able to support the largest early childhood education association in the world, while working within a complex organization comprised of over 300 affiliates across the globe.

These experiences played a defining role as I looked to my future. I knew that I needed a job that would be meaningful, collaborative, and flexible. Although Outside GC is the nation's largest provider of on-demand, in-house counsel legal services, I had never heard of it until I was looking for a new position. I was pleasantly surprised to learn that at Outside GC, I could join a team of more than 60 former general counsel and senior in-house lawyers and serve as the outside general counsel for multiple organizations. It seemed too good to be true — I could continue doing what I love as a GC, while enjoying the autonomy to pursue other important life interests.

For me, those "other interests" are meaningful in so many ways. I am a wife, a daughter, and a mother of two wonderful children, ages 11 and 8. I am a Girl Scout troop leader and a board member for a prominent women's health organization. As part of the "sandwiched" generation, I am often tending to the needs of my children and my parents while maintaining my career. Many of my law school classmates opted out of their respective legal careers after starting a family, but I had always been fortunate to find positions with flexibility, so this was essentially a non-negotiable item for me. You can imagine my delight then when I had an opportunity to become an on-demand general counsel, an alternative practice model that has steadily gained traction over the past 20 years.

When I first met Jon Levitt, co-founder and managing partner of Outside GC, I had a basic understanding of the model. Nonetheless, I was apprehensive about mentioning the breadth of my existing commitments with my idea of continuing with a full-time, executive career. Levitt was completely reaffirming, explaining, "We want people on our team just like you, who are looking for a balance between professional and personal pursuits." At

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that moment, I knew this was the right fit for me.

Beyond a reasonable work-life balance, the opportunity to continue working as part of a team was a major draw. In this case, the team consists of former GCs and senior in-house lawyers from various industries, each of whom brings significant legal and business experience to their roles as outside general counsel. In fact, all Outside GC lawyers have at least 10 years of experience and have worked as a GC or senior legal counsel, which enables them to provide client service marked by efficiency and practicality. It is incredible to work with a group of such highly accomplished colleagues, and the support we provide one another is invaluable to our ability to deliver the best possible service to our clients.

I was equally attracted to the nature of the client work. I would have the opportunity to work with multiple clients simultaneously, each furthering different, yet important, missions and goals. The variety lends itself to new challenges and issues that keep the work interesting.

Since joining Outside GC last fall, I have become the outside general counsel for four nonprofit organizations, and the list is growing steadily. I also have opportunities to provide legal advice to a variety of clients in various sectors and use the full range of my experience to help their general counsel with overflow, or to advise on a discrete matter. Although several of these engagements were self-originated, there is no pressure to bring in clients. Our managing partners handle business development, and there is a business operations team that provides support with billing and other administrative details. Moreover, I can decide how many hours per week (or month) I wish to spend on client work, and I have considerable latitude in how I manage my client relationships. If I am planning a vacation, or require time away for another reason, I am fortunate to have colleagues at Outside GC who will cover for me.

As I consider my own satisfaction with this new role, it is easy to see why the on-demand legal services model continues to grow in popularity. Industry gurus have attributed its rise to many different factors, but two often-cited reasons are client dissatisfaction with the traditional law firm services and a lack of professional fulfillment on the part of lawyers. Even before the Great Recession, clients had begun to balk at skyrocketing legal fees, especially when they were being charged for routine, day-to-day legal matters as opposed to major corporate transactions or litigation. Meanwhile, lawyers have long struggled to manage billable hour requirements and partnership track stressors while juggling other priorities. Identifying a need for an alternative that addressed these problems, Outside GC's founders launched their firm in 2002, and in doing so, offered a new career path for in-house lawyers and a more efficient and affordable legal option for businesses.

Like other on-demand general counsel services firms, it sees a large proportion of its client work coming from startup and growth stage companies, many of whom are post first-round,

Doing it her way

Sarah Ennor prefers to work independently, a realization she made after she took some time to travel and soul-search. After years of working as in-house counsel at ScotiaBank and later at the Bank of Montreal, including a short stint overseeing the bank's US compliance, she decided to launch her own firm, GrowthCounsel, to help startups and young businesses grow. The decision allows her to focus on the things she enjoyed most about in-house work: helping the business grow. "Right now, I have the chance to work on anything from construction, leasing, and entertainment law, as well as corporate and securities work, and the variety is wonderful," she says. While her primary clients are growing Toronto businesses, she recently joined Conduit Law, a flexible on-demand legal service firm.

Late last year, Peter Carayiannis, the president of Conduit Law, approached Ennor to see if she would be interested in working with a NewLaw pioneer, working to support a global financial services client whose needs matched her background, experience, and expertise. Conduit Law allows its lawyers the freedom to work from anywhere, a perk Ennor relishes. Another benefit is the steady, reliable, and sophisticated work. "For people looking to have a flexible alternative but aren't suited for the business development side of the law, it is nice to have Conduit Law's support and the opportunity to work with exciting clients," she says. Carayiannis, a former general counsel himself, understands the changing dynamics of the legal profession. And he knows that some the lawyers currently working for Conduit Law will eventually go back in-house, as the businesses they are helping need more in-house work.

Ennor isn't ruling out that possibility working with a client full-time, but it would have to be the right fit, she maintains. "I love acting as in-house counsel, especially with young, entrepreneurial businesses that are growing quickly but only need part-time legal help." For now, she is happy with the flexibility and variety in her career. Tomorrow, she may be working for a different client, in a different practice area, from another continent. And that's OK with her.

I think one of the best indicators of career satisfaction for an on-demand GC is that, like me, many lawyers choose this role at the pinnacle of their in-house careers. I am able to continue pursuing a professionally challenging career, while maintaining control over my time and my life.

venture-backed entities. Because companies like these are primarily focused on bolstering value through increasing revenue and controlling costs, they are not in a financial position to hire their own in-house counsel, nor are they willing to pay large firm rates for routine legal work. Since I've joined, we have also seen a strong increase in interest from the nonprofit sector for many of the same reasons: An outside GC can provide in-house legal services on an as-needed basis, at reasonable hourly rates. Their experience as former general counsel enables them to handle that work with efficiency and a practical business-minded approach.

On-demand in-house lawyers have also become a valuable solution for larger, more established companies who already employ an in-house lawyer or legal team. For these businesses, I am able to support GCs by supplementing their team's bandwidth when needed or providing specialized expertise where none exists in-house.

The flexibility and adaptability of this model are a huge win-win for clients and lawyers alike. I think one of the best indicators of career satisfaction for an on-demand GC is that, like me, many lawyers choose this role at the pinnacle of their in-house careers. I am able to continue pursuing a professionally challenging career, while maintaining control over my time and my life. Moreover, Outside GC's reasonable fee structure allows me to help many clients without charging them cost prohibitive fees. I can work from wherever I choose; for me, that is an office space in Washington, DC. However, many of my colleagues work from home. I work hours that fit into my life, not the other way around. I feel very fortunate to be a member of Outside GC's team, where I get the best of both the law firm and in-house worlds. **ACC**

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Sample Form & Policy

Working Effectively with Outside Counsel Checklist (Oct. 2016). *www.acc.com/legalresources/resource.cfm?show=1442252*

Program Material

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