Young Lawyer Forum

Message from the Chair

The ABA Section of Business Law recently developed a Young Lawyer Forum (the “Forum”) as a way of easing the transition for young lawyers into the substantive work and leadership of the Section of Business Law (the “Section”) and its committees. The Section also hopes that the Forum will offer young lawyers an environment in which they can socialize together and learn more about leadership opportunities within the Section. Every Section lawyer member who is under the age of 40, or has been in practice less than 10 years, will automatically be a member of the Forum. Simply put, the Forum provides a soft landing for young lawyers in Section committees and assists young lawyers in finding a home in active Section work by way of those committees.

The Section's two current Young Lawyer Division ("YLD") liaisons will serve as co-chairs of the Forum. The Section's ten Business Law Fellows will be actively involved in and support the Forum. Active Forum members will suggest the structure of the group and Forum leadership will include Fellows as well as other active young lawyers, as the group deems appropriate. Forum leaders are also expected to ensure the inclusion of those who have been active in the YLD as well as those who have not been so active.

More...
Rainmaking
Timothy M. Lupinacci

This article summarizes responses received to a rainmaking questionnaire on advice for young, and not so young, business law practitioners on building and expanding your practice. The number one piece of advice that rainmakers have for attorneys attempting to build a business law practice with regard to marketing is to perform quality work. Many areas of business law are highly specialized with a large portion of the business coming through referrals from other lawyers and clients. Therefore, above all else, a young attorney must focus on competence of practice. This includes always being thoroughly prepared for each and every case or transaction irrespective of how large or small. As one rainmaker noted, the "best marketing advice ever created is the constant pursuit of excellence."

It is also important to develop a personal vision for how you want your practice to evolve. While you can certainly learn from experienced attorneys, it is important to develop your personal vision, style and business plan. Write your business plan down and continue pushing to meet the goals of your vision. Be flexible and continue striving to be the best at what you do.

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Emerging Section Leaders
Timothy M. Lupinacci

One of the goals of the Young Lawyer Forum is to provide a pathway for young lawyers to grow into leadership positions in the Section of Business Law. In an effort to promote the Section's pathways to leadership, the YLF will highlight young leaders who have risen to leadership positions within the Section of Business Law. For our first article, we highlight Rew Goodenow, a partner in the Reno, Nevada law firm of Marshall, Hill, Cassas & de Lipkau.

Rew works in a small firm setting focusing primarily on business transactions and commercial litigation. Rew helps form large and small businesses, and assists in structuring their business operations with the goal of helping the owners stay profitable, while staying out of trouble and decreasing transaction costs. Rew previously was active in the ABA Young Lawyers Division, serving as District Representative, a member of the Executive Council, Editor and Chief of "The Young Lawyer", Assembly Clerk, Assembly Speaker, and ultimately liaison to the Section.

More...
This is a free program for law students presented by the Committee on Corporate Counsel, the Committee on Diversity, and the Young Lawyer Forum of the ABA Section of Business Law. This will be a lively panel discussion to learn about in-house practice and the credentials and work experience generally expected for an in-house job, plus what to expect once you’re inside. There will be ample opportunity to pose that age-old question, “How Did You Land That Great In-House Job?” The program will be hosted by Vanderbilt University School of Law. Interested students should RSVP by March 23, 2005, to jolene.yee@ejgallo.com.

Our distinguished panel includes:

- **JANE HANNER ALLEN**, Founder, Counsel on Call  
- **MICHELLE GALLARDO**, Office of General Counsel, Ford Motor Company  
- **PETER H. KESSER**, Shareholder, Baker Donelson, Memphis, TN  
- **MARI VALENZUELA**, Corporate Counsel, Microchip Technology, Inc.  
- **WILLIAM (BILL) YOUNG**, Senior Vice President, General Counsel and Chief Compliance and Risk Officer of BlueCross BlueShield of Tennessee

Moderated by **JOLENE A. YEE**, Assistant General Counsel, E. & J. Gallo Winery and Co-Chair of the Corporate Counsel Committee

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**Institute for the Young Business Lawyer**

*David A. Gemunder*

After its successful debut last year in Seattle, the Institute for the Young Business Lawyer is travelling cross-country for an encore in Nashville! The Institute is an exceptional opportunity for young business lawyers who want to learn the basics of new practice areas, would like to get more involved in the ABA, or who just want to make new friends and expand their professional networks.

**More...**

**Public Service Project**

*S. Kendall Butterworth*

Looking for a great opportunity in Nashville to spend time with friends, both old and new, and do some public service at the same time? Then look no further than the “Hands-On” Public Service Project co-sponsored by the Section’s Young Lawyer Forum, the Committee on Pro Bono and the Committee on Business and Corporate Litigation Subcommittee on Pro Bono and Public Service.

On Saturday, April 2 from 9 a.m. to 12:00 p.m., volunteers will spring clean the Campus for Human Development, which provides emergency shelter to individuals in need during the months of November through March. While staying at the shelter, residents have access to services such as showers, telephones, drug and alcohol counseling and GED programs. Section of Business Law volunteers are needed to move furniture, wash walls and floors, and hang notices and pictures that have been displaced during the winter months in the Day Services Area.
The center will provide cleaning supplies and asks that our volunteer group wear appropriate clothing and closed toe shoes.

This project builds upon the Section’s tradition of providing public service at the ABA Annual Meeting for the past four years. Interested volunteers should meet in the lobby of the Nashville Hilton at 8:45 a.m. on April 2. The Center is only 10 minutes from the hotel and is located at 532 8th Avenue South. For more information about the project or the Center, contact Project Coordinator Kendall Butterworth at (404) 249-3388 or Kendall.butterworth@bellsouth.com. Please pack your work clothes and join us!

Quick Links

Please feel free to contact either of us with questions about the Forum, or if you would like to submit an article for the newsletter. Look forward to hearing from you!

Forum Co-Chairs

Michelle M. Gallardo, mgallar3@ford.com
Timothy M. Lupinacci, tlupinacci@mcglaw.com
WELCOME TO THE YOUNG LAWYER FORUM
by
Michelle M. Gallardo
Ford Motor Company
Office of General Counsel

The ABA Section of Business Law recently developed a Young Lawyer Forum (the “Forum”) as a way of easing the transition for young lawyers into the substantive work and leadership of the Section of Business Law (the “Section”) and its committees. The Section also hopes that the Forum will offer young lawyers an environment in which they can socialize together and learn more about leadership opportunities within the Section. Every Section lawyer member who is under the age of 40, or has been in practice less than 10 years, will automatically be a member of the Forum. Simply put, the Forum provides a soft landing for young lawyers in Section committees and assists young lawyers in finding a home in active Section work by way of those committees.

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The Forum will work closely with the YLD to identify and maximize mutually beneficial opportunities to recruit and retain young lawyers. While the Forum represents a transition opportunity for active YLD members as they age-out of the YLD, it is also anticipated that the Forum will attract members who have not previously been active in the YLD. The Forum will promote and encourage all Forum members who remain eligible for active involvement in the YLD to participate not only in the Section activities, but also in YLD activities and leadership.

As a member of the Forum, you will receive a quarterly newsletter that will include tips for young business lawyers as well as articles on the latest business law developments. The Forum will also sponsor CLE programs targeted at the interests of younger lawyers, for example, how to go in-house, and present them through teleconferences and web casts. During the Section’s Spring Meeting in Nashville, TN, the Forum will also sponsor special events, including a hospitality suite and a ticketed dinner for Forum members. The Section will sponsor the Institute for the Young Business Lawyer. Please view the calendar for the sponsored Forum events at the Spring Meeting.

As the Forum becomes more well established, we hope to explore other activities, such as a recurring column in BLT Today, assisting the YLD Business Law Committee with its projects and CLE programming, and the Section in its pro bono and public service projects. We also hope to find opportunities to make the Forum’s meetings family-friendly by including programming for spouses and children during the meetings. The Forum’s goals are defined by the needs of its constituents, so if you have suggestions, or would like to participate in the active work of the Forum, please contact the Forum Chairs, Michelle Gallardo at mgallar3@ford.com or Tim Lupinacci at tlupinacci@mcglaw.com.
WHAT GENERAL COUNSEL LOOK FOR
IN HIRING OUTSIDE LAWYERS

By

Timothy M. Lupinacci
Maynard, Cooper & Gale, P.C.

The Section of Business Law has instituted a Business Law Advisors Initiative, which aims to facilitate discourse between Section members and outstanding attorneys in the profession. Each Business Law Advisor serves a two-year term and will engage in a broad range of Section activities such as mentoring and participating in panels. One of the members of the first class of Business Law Advisors is Paul J. Polking. Until his recent retirement from Bank of America, Mr. Polking served as Executive Vice-President and General Counsel for Bank of America Corporation and was responsible for providing legal representation to the corporation and its subsidiaries. Mr. Polking joined the company in 1970 as an Assistant Vice-President and attorney and was promoted to Executive Vice-President and General Counsel in 1988. Mr. Polking earned a Bachelor’s of Science degree from the University of Notre Dame and a Doctorate in Law degree from Notre Dame Law School. He served as an Officer in the United States Navy and was an attorney in the legal department of the Office of Comptroller of the Currency from 1966 to 1970. He is a member of the Bar in the States of North Carolina and Iowa and the Bar of the United States Supreme Court.

One of the responsibilities of the Business Law Advisors is to speak at the Section’s Council Meeting once a year. Mr. Polking spoke to the Section’s Council during the Midwinter Meetings in January 2005. He provided a list of what general counsel look for in hiring outside counsel. Mr. Polking indicated that in retaining outside counsel he looked for the following:

1. Experienced lawyers in the area of specialty. He wants someone who can get the job done and has experience doing it.
2. Lawyers who have been successful in their practice.
3. Lawyers who are innovative and pro-active.
4. Lawyers who can be aggressive and take hard positions as necessary.
5. Lawyers who are responsive and can provide quick turn-around of work product. A lawyer needs to have 24/7 availability.
6. Lawyers who are solution-oriented. “Anyone can identify a problem but only the best can solve the problem.”
7. Lawyers whose firm has no conflict of interest with representing the company.
8. Lawyers who provide cost efficiency to the company.
9. Mr. Polking indicated that he always hired the lawyer and not the law firm. He developed an approved list of law firms based on particular lawyers within the firm that he wanted to use.
10. When a firm is retained, Mr. Polking wants the “A Team” who can hit the ground running, get the job done and accomplish the objectives.
11. Lawyers who have high ethical standards, including standing up and challenging the client’s actions as necessary.

With 30 years experience serving as corporate counsel and ultimately General Counsel at Bank of America, his insightful comments provide guidance to all members of the Bar, and particularly members of the Young Lawyer Forum.
GROWING YOUR
BUSINESS LAW PRACTICE
By Timothy M. Lupinacci
Maynard, Cooper & Gale, P.C.

This article summarizes responses received to a rainmaking questionnaire on advice for young, and not so young, business law practitioners on building and expanding your practice. The number one piece of advice that rainmakers have for attorneys attempting to build a business law practice with regard to marketing is to perform quality work. Many areas of business law are highly specialized with a large portion of the business coming through referrals from other lawyers and clients. Therefore, above all else, a young attorney must focus on competence of practice. This includes always being thoroughly prepared for each and every case or transaction irrespective of how large or small. As one rainmaker noted, the "best marketing advice ever created is the constant pursuit of excellence."

It is also important to develop a personal vision for how you want your practice to evolve. While you can certainly learn from experienced attorneys, it is important to develop your personal vision, style and business plan. Write your business plan down and continue pushing to meet the goals of your vision. Be flexible and continue striving to be the best at what you do.

It is important to return phone calls and be responsive to clients and other attorneys. This will help build a good reputation. It is also important for you to be prepared and zealously represent your client in all situations. Build a reputation for creditability and integrity. Believe in yourself, and build confidence in what you are doing and your vision.

Given that business law practices often thrive on referrals, the experts were asked the best way to build contacts to secure referrals. In addition to doing quality work, the experts uniformly recognize the importance of networking. Practitioners are urged to develop relationships with CPA's, business consultants and other attorneys. It is important to get to know the lawyers who might recommend your retention, particularly in conflict situations. These contacts should not only be on a local level, but also national contacts who identify you with the state in which you practice. If you do a good job representing your clients, word will spread. The experts agree that networking is crucial to building your practice, however the foundation to such networking is to spend time in establishing your competence and credibility.

The rainmakers agree that visibility in business law circles is important. Visibility is increased through involvement in significant transactions, court appearances and involvement in local, regional, and national meetings and functions. As you gain a reputation for performing high quality work, your visibility in the community will increase. Rainmakers also stress speaking at seminars and publishing articles on business law issues as means of increasing visibility. Speaking at seminars also, is an excellent way to keep up with changes in the law and to keep a constant review of fundamentals. Making these presentations spreads your name, and therefore serves as an excellent exposure for marketing purposes.

The experts agree that client newsletters may be helpful if targeted to specific clients, however they focus more attention to networking. Additionally, while firm brochures have become common place, most rainmakers agree that they are not as important in their marketing efforts as the other items mentioned herein.

The importance of participating in various trade and professional groups is debated among the experts. Some experts indicate that it is important to participate in national organizational work, especially with referrals from out of state. Such involvement, however, is
quite expensive and without a law firm willing to bankroll the young attorney, young attorneys are encouraged to make inroads locally before moving upwards. Others agree that participation in these groups is helpful, but that it has not been a big factor in their experience. It is clear that merely belonging to one of these groups serves little marketing purposes. However, if you become active on a committee or working group, it can be helpful.

Another piece of advice is that the young practitioner should be persistent in one organization not just "hit or miss" in several organizations. You should define in your own mind the objectives for participating in the organization and pinpoint those meetings that will serve the best marketing purposes given the expenses today of travel, meals and hotels. Be prepared to do what may be unglamorous work for the organization. An excellent example was shared of an attorney who, after practicing bankruptcy law for four years, pinpointed an area of bankruptcy law that was of interest. At an ABA Midyear meeting in a city within driving distance of his practice, he attended a meeting of a subcommittee focused on the area of interest. At that meeting, the leaders of the subcommittee were looking for volunteers to summarize recent cases on the topic for an annual compendium that was distributed. The young attorney volunteered when several of the senior members of the committee expressed a lack of interest. Working with the chair of the subcommittee on the "scut" work, lead to an idea for a seminar presentation at the following year’s Spring Meeting of the ABA Section of Business Law. The young attorney was asked to participate based on his work during the year.

In the audience at the presentation was the editor of a leading treatise. The treatise needed an attorney to fill an opening on a chapter on the specific area of business law that was presented at the Spring Meeting. This led the young attorney to be named to the editorial board of the treatise. This appointment subsequently led to the opportunity to speak at several national seminars on that and other topics. It all started with a commitment to do a job that other attorneys did not want to undertake.

Other advice to help generate bankruptcy business include treating everyone with respect and being courteous. Good lawyers do not need to be rude or disrespectful to others. Also, you should never underestimate the ability of your opponent. Others must be convinced that your word is your bond. Further, it is critical to develop personal relationships with your client.

In summary, business law experts maintain that doing quality work, becoming and remaining proficient in the law, developing a reputation for honest dealings, increasing visibility, networking, having compassion for clients, knowing local rules and court procedures, lecturing, writing and some level of involvement in local, regional or national bar association and trade organizations is important. It is never too early, or too late, to focus on marketing your practice. Remember, tomorrow's rainmakers are taking important steps today to build their practice.
EMERGING SECTION LEADERS: REW GOODENOW

By

Timothy M. Lupinacci
Maynard, Cooper & Gale, P.C.

One of the goals of the Young Lawyer Forum is to provide a pathway for young lawyers to grow into leadership positions in the Section of Business Law. In an effort to promote the Section’s pathways to leadership, the YLF will highlight young leaders who have risen to leadership positions within the Section of Business Law. For our first article, we highlight Rew Goodenow, a partner in the Reno, Nevada law firm of Marshall, Hill, Cassas & de Lipkau.

Rew works in a small firm setting focusing primarily on business transactions and commercial litigation. Rew helps form large and small businesses, and assists in structuring their business operations with the goal of helping the owners stay profitable, while staying out of trouble and decreasing transaction costs. Rew previously was active in the ABA Young Lawyers Division, serving as District Representative, a member of the Executive Council, Editor and Chief of “The Young Lawyer”, Assembly Clerk, Assembly Speaker, and ultimately liaison to the Section.

As the Young Lawyers Division Liaison to the Section for three years, Rew became more active in the Section. He progressed to serve as a member of the Editorial Board of Business Law Today. Rew was named Editor and Chief of Business Law Today in 2004. In addition, Rew has served the Section on the Committee on ABA Relations and is an active member of several subcommittees related to his primary areas of practice.

Being active in the Section has given Rew the opportunity to excel at work through access to a network of experienced accomplished lawyers. He indicated that by associating with and knowing good lawyers, “their good habits rub off”. Rew stated that, “almost every week, I receive a referral that I contribute to my Section involvement.”

Rew encouraged young lawyers to become involved in the Section so they can develop a network in which to succeed in their practice. Rew encouraged young lawyers to join one of the Sections many substantive committees and contribute time and energy to the committee’s and the Section’s work. He stated “you get out of everything what you put into it”. As a final word of advice, Rew indicated that the Section is a great place to find a mentor and he encouraged young lawyers to do so as they grow in their practice.
LAW STUDENT PROGRAM: THE INSIDE TRACK ON GETTING IN-HOUSE:
WHAT IT TAKES TO GET THROUGH THE DOOR
Wednesday, March 30, 5:00 – 7:00 p.m. followed by a light reception
Vanderbilt University School of Law
Moore Room, 2nd Floor

This is a free program for law students presented by the Committee on Corporate Counsel, the Committee on Diversity, and the Young Lawyer Forum of the ABA Section of Business Law. This will be a lively panel discussion to learn about in-house practice and the credentials and work experience generally expected for an in-house job, plus what to expect once you’re inside. There will be ample opportunity to pose that age-old question, “How Did You Land That Great In-House Job?” The program will be hosted by Vanderbilt University School of Law. Interested students should RSVP by March 23, 2005, to jolene.yee@ejgallo.com.

Our distinguished panel includes:
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- MICHELLE GALLARDO, Office of General Counsel, Ford Motor Company
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- MARI VALENZUELA, Corporate Counsel, Microchip Technology, Inc.
- WILLIAM (BILL) YOUNG, Senior Vice President, General Counsel and Chief Compliance and Risk Officer of BlueCross BlueShield of Tennessee

Moderated by JOLENE A. YEE, Assistant General Counsel, E. & J. Gallo Winery and Co-Chair of the Corporate Counsel Committee

INAUGURAL MEETING OF THE YOUNG LAWYER FORUM
Thursday, March 31, 4:00 – 5:00 p.m.
Renaissance Hotel
Rock & Roll Room, 4th Floor

YOUNG LAWYER FORUM DINNER
Thursday, March 31, 8:00 p.m.
Merchants Restaurant
Cost: $65

PROGRAM: MEET THE MANAGING PARTNER, THE HIRING PARTNER AND THE GENERAL COUNSEL
Friday, April 1, 10:45 a.m. – 12:30 p.m.
Renaissance Hotel
Ryman Room One, 3rd Floor

We have assembled a Managing Partner, a Hiring Partner and a General Counsel for you who will share their recommended career planning strategies and insights for 2005 and beyond. What do you need to consider when selecting just the right law firm or corporate law department? What practical things do you need to know about being successful in your law firm or corporate career? What career enhancing moves do you need to make? What career limiting moves do you need to avoid? Whether you just took the bar and are starting your career, wondering how to stay on the right track or thinking about making a move to work in a law firm or corporate
environment, this forum is for you! Sponsored by the Committee on Diversity and the Young Lawyer Forum.

Our distinguished panel includes:

- **KARL J. EGE**, General Counsel, Russell Investment Group, Tacoma, WA
- **SHIRLEY A. PADMORE**, Hiring Partner, Husch & Eppenberger, St. Louis, MO
- **LAURENCE M. PAPEL**, Managing Partner, Baker, Donelson, Bearman, Caldwell & Berkowitz, PC, Nashville, TN

Moderated by Timothy M. Lupinacci, Maynard, Cooper & Gale, P.C., Birmingham, AL

**YOUNG LAWYER FORUM HOSPITALITY SUITE**  
Wednesday, March 30, 9:00 p.m. - 1:00 a.m.  
and  
Friday, April 1, 10:00 p.m. - 1:00 a.m.

**PUBLIC SERVICE PROJECT**  
Saturday, April 2, 8:45 a.m.  
Meet in the lobby of the Nashville Hilton Hotel

Bring your old clothes and work gloves to Nashville and join your Business Law colleagues to spring clean the Day Services Area of the Center for Human Development. From November through March, the Center provides emergency shelter to individuals in need to give them access to services such as showers, telephones, drug and alcohol counseling and GED programs.

Business Law volunteers will move furniture, clean floors and walls and hang posters and pictures that were displaced during the winter months of occupancy. Don’t miss this opportunity to bond with other members of the Section and do some much-needed public service!

**SURVIVOR: HOW TO OUTWIT, OUTLAST AND OUTPLAY IN THE LEGAL WORLD**  
Saturday, April 2, 2:00 – 4:00 p.m.  
Convention Center, Room 212

We’re sponsoring a special program designed to help law students and recent law school graduates know what they need to know to get a job after law school, what to expect about firm/office life, and how to move on to other opportunities. How can you avoid the top ten mistakes made by recent graduates and more seasoned lawyers? You have a great job - how can you keep it? How can you not only survive but be successful working at a firm, in-house or with the government? Join us for these answers and more from those who have “been there” and “done that” - this program is a "can’t miss"! Sponsored by the Committee on Diversity; the Young Lawyer Forum; and the Committee on Business Bankruptcy Subcommittee on Membership, Minorities and Young Lawyers.

Our distinguished panel includes:

- **DEBORAH SCHWAGER FROLING**, Hirschler Fleischer, Richmond, VA
- **JACQUELINE PARKER**, JPMorgan Chase & Co., Wilmington, DE
• JIM VINES, United States Attorney, Nashville, TN
• SHARON Z. WEISS, Weinstein, Eisen & Weiss LLP, Los Angeles, CA
Moderated by VICKI TUCKER, Hunton & Williams LLP, Richmond, VA
SECOND ANNUAL INSTITUTE FOR THE YOUNG BUSINESS LAWYER

After its successful debut last year in Seattle, the Institute for the Young Business Lawyer is travelling cross-country for an encore in Nashville! The Institute is an exceptional opportunity for young business lawyers who want to learn the basics of new practice areas, would like to get more involved in the ABA, or who just want to make new friends and expand their professional networks.

Programs at this year’s Institute include:

• Banking Law 101 – A Survey Course for New Lawyers

• Cross-Border M&A Transactions – Unique and Challenging

• Nuts and Bolts of Mergers and Acquisitions

• Securities Law Basics

• The ABCs of “E” (and “D”) – What Every Business Lawyer Should Know about the Law of Electronic Commerce (and Discovery)

• The Alphabet Soup of Unincorporated Business Organizations – The ABCs of LPs, LLPs, LLLPs and LLCs

• UCC: Avoiding Common Pitfalls and Keeping Your Priorities Straight

• Understanding and Documenting Commercial Loans – A Beginner’s Guide

Additionally, at this year’s Institute Luncheon, Thomas Cash, the Executive Managing Director of Kroll’s Business Intelligence and Investigations Division, will be speaking on the useful subject of “How Not to Get Kidnapped While Doing Business Overseas (And How to Get Back Safely if You Do).” The Institute also will have myriad social and networking opportunities.

All of this comes at the unbeatable price of $99. Attendees who would like to attend the rest of the Spring Meeting can do so for an additional $300.

Get a year’s worth of CLE in one day! Meet fascinating people! Learn how to protect yourself the next time you have a closing in Uzbekistan!

For more information, or to register for the Institute, go to www.abanet.org/buslaw/ybl.

See you in Nashville!