



The global GC: Succeeding with a small legal team

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There is little more exciting than taking on a general counsel (GC) position for the first time, especially when the company is small, but with big plans to carve out a role on the international stage. You get to be in charge and do things the way you have always wanted to do them, and to make a real, positive difference.

Still, there are challenges. To start with, in a small business, the entire in-house legal "team" may be comprised of just you, or perhaps one or two others, to handle a wide variety of legal work, including meeting complex regulatory compliance obligations spanning multiple jurisdictions and managing contracts pertaining to operations and suppliers across borders. Meaning that, mixed with that shiver of excitement is a very real twinge of fear; as in, what happens now, and can I handle it?

The answer to the latter is almost certainly, "Of course you can!" The answer to the former can be a bit more complex, depending somewhat on your comfort level with the fast pace and scope of requirements with sometimes limited resources, and the challenge of being one of a handful of lawyers at the company — or the only one.

It's vital to understand what will be expected of you, and to get to grips quickly with your company's legal needs and business environment, including its market dynamics and the regulatory landscape, not just in the UK but the EU and beyond. Success will rely on building your commercial acumen quickly, fostering supportive networks, and harnessing technology as you focus on mitigating risk while demonstrating the value of the legal function. If this sounds like something you might like to try, then read on. Here is a primer on how to succeed as a general counsel in a business with global ambitions, and how to hit the ground running.

Clarify your position

Before accepting the position of GC, clarify exactly what your role will be, because employing in-house legal resources might be new territory for a growing organisation as well as for you, and if the company is on a growth trajectory, expectations could change fast. Are you expected to be part of the executive team and a trusted advisor to leadership and the Board of Directors, or is your job mainly to draft contracts and manage external law firms? While it's likely to be some combination of both, get your role, duties, and expectations nailed down in advance.

Ensure that all agreements regarding your employment — including job responsibilities, salary, bonuses, equity, and other benefits — are formally documented. The following elements should be front and centre when you are discussing your compensation and benefits:

- Salary
- Any equity granted
- Annual bonus
- Pension contributions
- Holiday days
- Stock purchase programmes
- Relocation packages
- Remote work opportunities

Ensure that your remuneration package, including base salary, bonuses, and equity awards, is commensurate with that of your peers within the executive team. While it is understood that your compensation may not be on par with that of the CEO or CFO, it should be comparable to that of other senior roles such as the Head of Human Resources or the Chief Technology Officer. Your goal is to avoid a significant disparity in compensation within the executive team and help position Legal as equal to other functions.

Lastly, spend time looking at the financials (audited if possible). While commitments to benefits like bonuses or share allocations are commendable, they must be evaluated against the backdrop of the company's financial stability. In the event that the organisation's fiscal footing is unstable, the reliability of such assurances may be significantly compromised.

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Is this really for you?

Before you say “yes” to becoming a general counsel you need to stop for a self-evaluation. Is this really what you want to do with your career? It takes a special type of lawyer to be the GC in a small team because small and medium-sized enterprises (SMEs) can have extensive needs. Consider the following:

- To take a job like this, you need at least four to five years of experience, and more is definitely better.
- How ready are you to give up the perks and lifestyle of working at a law firm or a big in-house department? In this new job, you will need to be almost completely self-sufficient and ready to work long hours to ensure everything gets done.
- Prepare to exercise flexibility and swift judgment when making legal decisions. You will need to become the ultimate do-it-all generalist. On a daily basis, you will make important decisions with less-than-perfect information in areas of the law where you have little to no background. Are you comfortable with this?

Be ready to take on and get comfortable with more risk than you may have previously experienced in your legal career. Your orientation will quickly become more “business” than “legal” much of the time. It is essential to develop the ability to assess risks promptly and present potential courses of action to the business. Ultimately, the business must make its own decisions regarding the path it chooses to take. GCs must acknowledge that the legal department does not govern business operations. This role requires a considerable degree of fortitude.

- Compensation at small companies is often lower than at their larger peers but the workload may not be commensurately lighter. Are you comfortable taking the risk of lower personal compensation now for the kudos of having the GC role on your CV sooner rather than later (as opposed to working your way up in a large team)?

Lastly, get agreement up front on what resources you will have available to do the job. In particular:

- Overall legal department budget.
- Technology budget, such as e-billing system, contract lifecycle management system, document management system, research tools, and e-signature tool, as well as whether there is scope to use AI-powered tools.
- External law firm/vendor budget and if you will have the freedom to select your preferred firms and vendors. Find out about what your cross-border requirements will be, to make sure you have the support you need in other jurisdictions.
- Administrative support.
- Training/continuous professional development (CPD) budget.
- Membership of industry organisations or access to networking events.

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Dealing with lack of resources

It's often the case that becoming the general counsel of a small company means you will need to be very frugal. Expect tremendous pressure to limit expenses. You may have no budget for external legal advice or an extremely limited budget. Here are some ways you can limit costs in your role:

- **Find a boutique law firm or sole practitioner.** You can stretch your legal budget by finding a small firm or even a sole practitioner to help with legal work. Try to find an individual who previously worked for a sizeable law firm and then decided to step out on their own or as part of a boutique firm. The work will be five-star quality, but the price will be drastically lower. If they are experienced in cross-border work, all well and good but if not, identify similarly suitable yet cost-effective firms overseas in the jurisdictions where you are/will operate.
- **Find free continuous professional development courses and seminars.** If you look, you'll be amazed at how many free CPD courses are available to you, either in person or via webinar. Take advantage of these opportunities to learn and hone existing or new legal skills at no cost. You typically get great materials, including forms and checklists by attending. You can sign up for free client alerts on the websites of most major law firms. Once you do, you will often get offers for free CPD opportunities.
- **Find free resources.** You can access a lot of free guidance, information, and forms on legal blogs dedicated to the GCs of small companies. The [Thomson Reuters legal blog](#) is a great place to start.

Thomson Reuters® [Practical Law](#) can be a lifesaver for small in-house legal teams. Practical Law can give you the research, forms, checklists, and sample policies you need to answer just about any legal question or request put to you by the business.

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Building business acumen and commercial credibility

To be a successful in-house lawyer, whether as part of a large or small department, you need to learn the business of your company, how it operates, and, most importantly, how it makes money. This will help you establish credibility early on with the executive team.

Your education starts with the following: a) get product demos so you can see what your company's products do and how they are used by customers; b) ask questions. If you don't understand something, be sure to ask someone to help you understand; c) make a friend or two in the business who can help guide you in learning about the company, the more friends the better; and d) understand basic business finance including how to read a balance sheet, income statement (P&L), and cash flow statement.

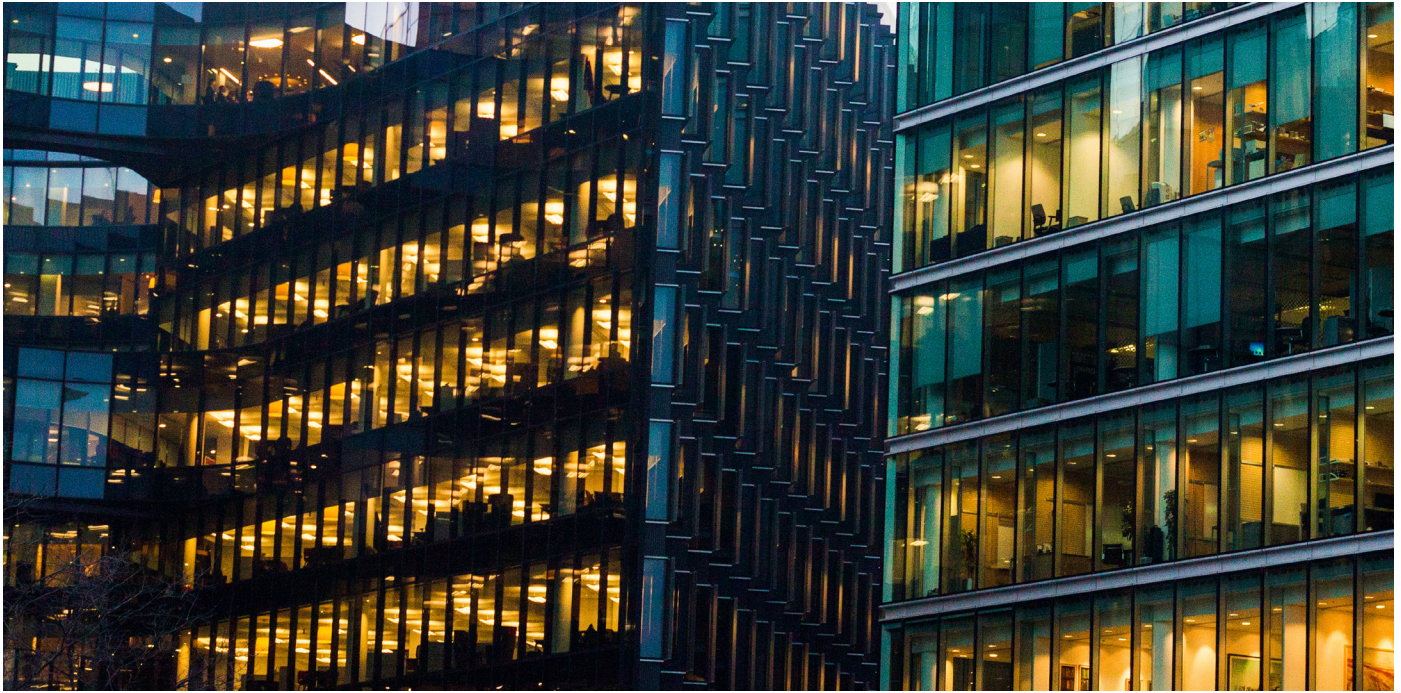
Additionally, here is a reading list to help you with your transition into the business:

- **Company strategic plans and goals.** Your top priority is to get your hands on the company's strategic plans, current and long-term (three to five years). You will learn an incredible amount about where the company is going — and how the legal department can best help — by understanding and thinking about the strategic direction of the company.
- **Financials.** Ask your boss or someone in finance for a copy of the company's core financial documents even if they are just pro-forma financials. Understanding the numbers is key to being an effective in-house lawyer.
- **Organisational charts.** Understanding the key personnel and the specific functions within the organisation is critical for anyone starting in the legal department. Get your hands on:
 - The company's overall organisation chart from the CEO on down. As you meet new people or get assignments or emails, look to see where that person falls on the organisational chart, paying particular attention to the line of business they fall under and their ultimate boss — the person who reports to the CEO for that organisation.
 - A corporate organisational chart, which is the company and all subsidiaries, parents, and affiliated companies. Understand the full landscape because it will matter, especially when preparing contracts or dealing with litigation.
- **Contract templates.** Businesses run on the contracts prepared by the legal department. Smart legal departments and businesses have template contracts for their key products and services. You will learn a lot about those products and services, the company's business model, and — importantly — the company's risk profile by reading through any standard template contracts. This includes any terms of use on the company's website. You may even spot ways to improve the contracts, bringing value to the table right away.
- **Marketing materials.** One of the first things to do when starting a new in-house position is to ask for any materials the company uses to market its products or services to customers. If you want to understand the business you are working for, you need to understand the products and services it offers in the marketplace. Finding and reading materials about the company's products and services should be a priority. If you are having trouble locating them, ask someone in marketing or product development to help you.

Gather up a set of sources you find useful and read them regularly: blogs and publications dealing with your particular speciality, be it litigation, contracts, taxes, employment law, etc.

- **All company policies.** Whenever you join a new employer, you are given a lot of policies and procedures to read. While it may be common practice for some to acknowledge receipt and understanding of these documents without thorough examination, it is imperative for in-house lawyers to diligently read and fully comprehend all the company's policies and procedures. This thorough understanding is crucial to effectively perform your duties and provide accurate legal guidance to the organisation. These are usually located in one place online, such as the HR intranet site. Here are some of the key policies you should find and read:
 - Employee handbook
 - Business ethics policy
 - Anti-bribery policy
 - Sexual harassment policy
 - Antitrust policy
 - Document retention policy
 - Data security policy
 - Health and safety policy
 - Invention disclosure/ownership policy
 - Confidentiality policy
 - Bring Your Own Device (BYOD) policy
 - Travel policy
 - AI usage policy
 - Social media policy
 - Remote work policy
 - Email policy
 - Data privacy policy (inward facing and outward facing)
- **Trade publications.** Whatever business(es) your company is involved in, there are likely to be multiple trade publications that focus on the industry, the competitors, developments, government policy, etc. Seek out and subscribe to these. By doing so, you will be reading the same information the business is reading about their business environment. If you are not sure how to go about it, ask marketing or the business colleagues you start interacting with as you get assignments.
- **External law firm spend.** It may be zero, but it is likely that the company has been using external legal advisers for some issues. Dig into that spending, to determine if you are using the most suitable firms and if there is a way to reduce the spending. The short answer is almost always, "yes".

You should also look for blogs and publications dealing with your particular speciality, be it litigation, contracts, taxes, employment law, etc. Gather up a set of sources you find useful and read them regularly.



Focus on the business basics plus one or two of the most critical compliance issues first so you and the company get the biggest return on your time.

Focus on the fundamentals first

If you're going to work for a small company, odds are good that there is a lot to fix from a legal angle. Still, you cannot fix it all, certainly not at once. Focus on the business basics plus one or two of the most critical compliance issues first so you and the company get the biggest return on your time. Start by considering the following:

- Review and update the core corporate documents, such as articles of incorporation and business-critical agreements, which may have been originally drafted by the founders using self-help resources, to ensure compliance and alignment with the company's evolving objectives.
- Prepare form agreements for the company's most used contracts and ensure there is a repeatable contracting process.
- Establish effective human resources (HR) policies to address any oversight in this area and to safeguard against a workplace culture that may lead to legal issues. Ensuring a professional environment is essential for the company's longevity and reputation. Make sure that if the company is planning to go global (or at least start expanding beyond its own domestic borders), that you familiarise yourself with employment laws across relevant jurisdictions at an early stage.
- Get on top of data privacy and data security issues, as these can apply extra-territorially. For example, as well as complying with the UK's general data protection rules (GDPR), the EU has similar rules that apply to any company that processes the data of EU citizens regardless of where the company is located. Data privacy laws emanating from other countries may also have to be observed.
- Protect the company's intellectual property, such as trademarks, patents, copyrights, and trade secrets. For many small companies, IP is the crown jewel and if it gets improperly copied or stolen then all the value of the company is endangered.
- Review the company's insurance coverage and work to ensure the right policies at the right amounts are in place, such as cyber risk, professional liability, etc.



Start with your company's biggest compliance risks and address those first. Don't try to identify everything right away.

Get a grip on compliance and cross-border issues

Regulatory compliance can be very complex, especially for small legal teams trying to stay ahead of diverse rules not just in the UK but across multiple jurisdictions in the EU or globally. As GC, it's important early on to audit the company's compliance programme, to review the different compliance risks faced by the company. It does not need to be complicated. Just an overview of what's in place and, more importantly, figuring out what is missing. As mentioned above, data protection obligations and employment laws are among the most pressing compliance issues for most businesses, but here are some of the other common compliance risks and cross-border issues companies may face:

- Anti-bribery laws
- Antitrust and competition laws
- Environmental regulations
- Sexual harassment issues
- Cyber-risk
- Government contracting
- Trade sanctions
- Export compliance
- Internal theft

The list will change depending on the type of business you operate in and its geographic location(s). Interview employees from across the different lines of business and staff groups and collaborate closely with legal colleagues based in other countries, establishing clear communications channels so you can interact seamlessly and share knowledge globally.

As information about compliance risks is collected, create a work plan setting out the risks, the different objectives regarding each identified risk, along with timelines/ deadlines to complete those objectives. It can seem daunting to start from scratch. Don't try to identify everything right away. Start with your company's biggest compliance risks and address those first. You can embellish the programme later after the most immediate issues are dealt with.

Determine your legal team's current and longer-term needs, work up a plausible implementation schedule, and plan which solutions come first.

Use technology to drive efficiency and effectiveness

Above we mentioned getting agreement on your technology budget. While you will not need everything on day one, you cannot run a modern legal department — large or small — without the right technology. Determine your legal team's current and longer-term needs, work up a plausible implementation schedule, and plan which solutions come first and which can wait for later:

- **Practical Law.** The premier know-how solution for lawyers, giving you templates, guides, and best practices to get to work more quickly on every matter that hits your desk.
- **Contract management system.** Contracts are the lifeblood of the company and the biggest value add from the in-house legal team. But without a basic contract management system to organise everything, to ensure you can find what you need when you need it, and to track and manage key contractual obligations and deadlines, the business will suffer.
- **E-billing system.** You may not think you need it at first, but as your panel of law firms and vendors grows, you do not want to be using paper invoices. An e-billing system allows you to manage invoices effortlessly and pull data about spending metrics — both are essential to a modern legal department, and an e-billing solution is often the first technology to be brought into a growing legal department.
- **Document management system.** Another fundamental piece of technology for any 21st-century legal department. It doesn't have to be fancy, just reliable. If the business already has a secure overall solution, such as SharePoint, Box, or Dropbox, that is generally fine. Or you can go with something more substantial, aimed at in-house legal teams. The key is finding something secure that can be accessed by the legal team wherever you may be, at any time, and on any device.

As you decide what you need, consider harnessing the power of artificial intelligence (AI). AI-powered tools designed specifically for legal professionals can turbocharge efficiency and support you and your colleagues on a range of tasks, from research to analysis to drafting to contract management, and much more. This will help you accelerate routine work and gain confidence quickly on complex or unfamiliar areas of law, such as cross-border or compliance issues.

- **CoCounsel Legal UK from Thomson Reuters** is a full-featured AI platform built by lawyers, for lawyers. It acts as an AI legal assistant, and brings research, document review, and drafting into a single, efficient workflow, to help you deliver more value in less time. And because it integrates with Microsoft® 365, Practical Law, and Westlaw UK, the legal research solution from Thomson Reuters, it can help with tasks like searching for precedents in case law, reviewing contracts, and summarising lengthy documents or even undertaking due diligence on a prospective major business decision such as an overseas expansion.

Make sure you feel confident in using these critical tools by getting training on how to use them and making sure you have access to any how-to guides or customer support available. Most vendors will be keen to support you to get the most out of their solutions, so make sure you ask about what training and support they can provide as part of the tendering process.



Ensure that your efforts are focused on the most valuable work versus the less valuable and, over time, this will pay off in terms of productivity.

Prioritise properly

Given the extensive responsibilities associated with this role, it is essential to understand that the volume of tasks can exceed what one could accomplish working around the clock, every day of the year. Therefore, effectively managing priorities and assigning tasks to others will be key to success as a GC. So come prepared to hone your ability to decide what needs to be done now and what can wait. When it comes to setting priorities, look at everything on your plate today and do this:

- Find out what on your pile is most important to the leaders of the business. Their priorities should, for the most part, be your priorities.
- Find out what's important to your boss. Make sure they know what you are prioritising and why, and that they agree.
- Focus on the most important for today. Look at your prioritised list and pick the three most important things.

This will ensure that your efforts will be focused on the most valuable work versus the less valuable and, over time, will pay off in terms of productivity.

A checklist can also help you prioritise projects properly, for example:

- ✓ What needs to get done? List all of the projects that need your attention.
- ✓ What does the business think is important?
- ✓ What do I think is important?
- ✓ How urgent and important is each task?
- ✓ Any deadlines that matter?
- ✓ What is the impact of the task on the business?
- ✓ What is the point of diminishing returns on your time?

Revisit and adjust your list daily.

The goal is to boost your ability to get important things done by identifying and eliminating non-essential tasks.

Create a not-to-do list

Conversely, work out what to de-prioritise, by creating a “not-to-do” list. A not-to-do list is a strategically compiled catalogue of tasks that have been deemed non-essential and unworthy of one’s time and effort. It is the opposite of the “to-do” list. Instead of setting out tasks or goals that you aim to accomplish, you list or outline tasks, activities, habits, or whatever that you are intentionally choosing to stop doing or avoid. The goal is to boost your ability to get important things done by identifying and eliminating non-essential tasks — and creating an ordered way for you to identify those non-essential tasks and stop doing them.

As you put together your list, be realistic about what you can truly accomplish. Just because a task is not to your personal liking does not warrant its inclusion on your list of objections. Likewise, things that you enjoy doing may go on the list because they are low value, or they should be delegated so you can focus on higher-value work:

- Don’t overload your list with too many items at once. Start with a few things you want to stop doing or change, then expand your list gradually.
- For tasks you cannot eliminate entirely, set boundaries. For example, limit checking emails to specific times of the day or decide to handle no more than two low-value contracts per week.
- It’s okay to fail. You may not be able to stick with your not-to-do list at times and that’s okay.

This is about the long game more than it is about today. If you are consistently looking to stop doing low-value or time-wasting tasks, then over time you will be able to focus on higher value and more important work and that’s where the big leaps in productivity happen.

Learn to delegate

Even if you are the only lawyer, it doesn’t mean you can’t delegate. With luck, you have an assistant who is capable of undertaking a variety of tasks that extend beyond answering phone calls and coordinating your calendar. If you can, tell your assistant to let calls roll to voice mail and that you will keep your own calendar. Figure out what types of tasks your assistant can take on for you, particularly ones that don’t require a law degree. And consider using an AI legal assistant such as CoCounsel Legal UK to speed up some of the tasks in your in-tray.

Additionally, evaluate if there are colleagues within the organisation who could assume some of the duties that have been allocated to the legal department. It is important to delineate and maintain the boundaries of the department’s responsibilities. While collaboration is valued, it is crucial to ensure that the legal team is not inadvertently becoming the repository for tasks outside its purview. It is advisable to assert this stance firmly and seek explicit understanding on these matters prior to commencing your role.

The key is knowing that you have a network of in-house lawyers in similar positions who can help and share resources.

Build a network

Even if you're a department of one, you are not alone. Focus on ways to build a network of lawyers — in-house or outside — that you can talk to and bounce ideas off of. Building such a network allows you to “expand” your department without adding headcount. Consider joining organisations like the Law Society's inhouse networking group or the Association of Corporate Counsel's local chapter. Look for legal message boards where you can post questions, ask for forms, etc. Other groups like the In-house Employment Lawyers Network could provide you with support and a sympathetic ear. If no suitable organisation exists in your area, create your own. The key is knowing that you have a network of in-house lawyers in similar positions who can help and share resources.

Balance risk mitigation and value creation

If you take on this role, you will need to be a bridge between the business' goals and its legal imperatives. On the one hand, it's the GCs job to mitigate risk, and on the other there's a growing expectation that the legal function can add value (rather than being seen as a cost centre).

There's sometimes a perception that in-house lawyers may inadvertently hinder transactions due to an overly cautious approach. This can occur when GCs align the company's risk profile with their personal threshold for risk. However, it's advisable to maintain a supportive role in risk assessment. Except in exceptional situations, the focus should be on providing comprehensive legal advice to enable the appropriate decision-makers to weigh and decide on the risks involved in business endeavours.

By understanding clearly what the business needs and its risk tolerance, seeing the bigger picture and offering a global perspective as required, you can become a business enabler, and say “yes” instead of “no” wherever possible. If you can set out the pros and cons of a particular action, or the key considerations senior leaders should take into account, you will play a vital part in strategic, well-informed decision-making. Your seat at the top table will be assured because you'll be seen as more than a legal adviser — you'll be a trusted partner in leading the business forward.

Learning to say yes starts with recognising that the legal department is there to serve the business. You have two primary functions: value creation (“Yes”) and limiting value destruction (“No”). The hard part is balancing both, especially when it comes to things the business really wants to do or contracts they want to sign — no matter what you think of the same. Come to the role with the mindset to lead with, “Yes, we can do this” versus “No, we cannot.” This can be a real change for most lawyers. Here's how to do it:

- Accept that the legal department doesn't run the business. Your role is to advise on risk and legal issues. The business ultimately decides what it wants to do with that advice.
- Listen to the client. Pick up the phone and talk to your business colleagues. Take the time to truly listen to what they are trying to accomplish and what they need and then take your time to calmly explain the legal side of the equation and what you think you need to do to best protect the company. The odds of the lawyers and the business aligning on the path forward — getting to “yes” — are so much higher if you ditch email and pick up the phone.
- Don't fight unproductive battles. You must be able to look at a draft contract or redlines to a contract and figure out if the business can live with the wording proposed by the other side. If so, don't wordsmith it. Accept it and move on.

- Understand how the business works. Your ability to be effective in drafting, analysing, and getting deals done goes up exponentially with your knowledge of the business. Keep and maintain solid relationships with the various business units and business leaders you support. Talk regularly with your clients and ask to attend meetings, for example, sales kick-offs, staff meetings, etc.
- Avoid “no” as much as you can. Don’t run from a challenging deal or problem. It’s rare that the answer to a challenging problem is, “No, we can’t do that.” Instead, the answer is more likely, “We can’t do it that way. But here is an idea that might get both sides what they need.”
- Templates speed this up. Start creating as many form agreements as possible. To the extent the business can use templates that do not require additional input from the legal department, you are well on your way to “yes.”

When it comes to getting to “yes”, everything starts with ensuring the business knows — or reminding them — that you want to get things done. Bring this can-do attitude to the table when you start in your new role.

Position yourself and your team to perform more effectively, align your activities with business needs, and deliver real, lasting value.

Conclusion

Being a GC or an in-house lawyer within a small company takes a special set of skills and a can-do attitude, particularly when the business has ambitions to expand its global reach or grow rapidly in its existing markets. In this role, you’ll need to get into the weeds of how the enterprise operates and what risks and opportunities it faces, collaborate closely with colleagues across the business at all levels, and have a firm handle on complex compliance and cross-jurisdictional issues. With such a wide remit and a long to-do list, you’ll need to be strategic about how you deploy your budget, tap into networks for support, and find ways to work smarter to maximise efficiency, leveraging technology to help you where possible. By doing so, you will position yourself and your team to perform more effectively, align your activities with business needs, and deliver real, lasting value.

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