



Annual Meeting 2011
DENVER OCT 23-26
Where In-house Counsel Connect



Policy Drafting Workshop

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Purposes of this session:

1. To review the elements of good policy drafting
2. To create an opportunity to practice actual policy drafting and revision in a workshop setting
3. To share ideas and benefit from one another's experience
4. To give you tools you can take away and use in your daily work



Methodology:

- You will work with the other participants seated at your table
- The four presenters will facilitate discussion
- There are 12 tables in total, divided into four groups based on type of company or organization:
 - **Multinational public company**
 - **Domestic public government contractor**
 - **Private or closely held company**
 - **Non-profit organization**



A well drafted policy answers the following questions for the reader:

- Does this apply to me?
- What do I need to do (or not do)?
- When do I need to do it?
- Why do I need to do it?
- What happens if I don't do it?
- Who do I contact with questions about it?

[The question of how to do what is being asked may require detailed procedures based on the policy]



You can't develop an effective policy by yourself:

- Identify the stakeholders
- Develop consensus and obtain buy-in
- The consensus you need to build depends on the nature of the organization and its culture
- Learn and follow your organization's "approval processes", both formal and informal
- Ask someone in your organization who would be consulting the policy to read it, in order to ensure it can be easily understood



Consider the nature of your organization:

- Public companies, government contractors and regulated entities will have the content of certain policies specified for them
- Private unregulated entities often have more room for discretion regarding the content of policies, and may require fewer policies overall
- Larger organizations may require additional policies

Consider the purpose and regulatory context of the policy:

- Its purpose may be to meet a business need, to comply with legal requirements, or both



Principle based vs. rule based drafting:

- The approach you choose depends upon both the nature of the policy and the culture of your organization
- A principle based approach leaves more room for interpretation by both those following the policy and those enforcing it
 - This can create uncertainty but also builds in flexibility so that the policy may ultimately be more useful
- Organizations with strongly defined cultures may benefit from a principle based approach



- We have prepared and will now distribute four draft policies, each of which is in need of significant improvement
- Each color coded group of tables will consider one of these policies and work on developing an improved version of it

Multinational public company

Public government contractor

Private or closely held

Non-Profit

Gifts and Entertainment

Anti-Retaliation

Social Media

Anti-Bullying



- For the remaining hour of this program we will engage in an exercise of redrafting these policies, using the following schedule:

5:00 – 5:10	individual reading and notes
5:10 – 5:40	group discussion at each table
5:40 – 6:00	general discussion

- Each table has a notepad and marker; we suggest one person at each table take notes of the discussion
- The goal is not to produce a fully redrafted policy in this limited time



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- Rather, it is to exchange ideas on what an improved policy would look like and why
- As an aid to your thinking, each table has copies of a checklist for policy drafting that we believe will be useful, published by the Public Health Law Center at William Mitchell College of Law (St. Paul, Minnesota)
- After the conference, we will provide copies of examples of what we believe a well drafted policy in each of these areas would look like
- These will be distributed as part of the written materials for the session
- We hope you enjoy the rest of the program!