

Monday, October 19 9:00 am–10:30 am

701 Best Practices for Managing the HR Department

Jason Weintraub

Vice President and General Counsel DRI Companies

Darryl A. Weiss

General Counsel/ Secretary Telgian Corporation

Erin Williams

Legal Counsel Cortina Systems, Inc.

Faculty Biographies

Jason Weintraub

Jason Weintraub is vice president and general counsel of the DRI Companies, one of the largest residential and commercial energy, roofing, and waterproofing subcontractors on the West Coast.

Prior to joining DRI, Mr. Weintraub gained extensive experience in complex and class action litigation at Howard Rice Nemerovski Canady Falk and Rabkin, and at Horvitz & Levy LLP.

Mr. Weintraub is a frequently sought-after lecturer at continuing education seminars, speaking on such issues as product liability, construction defect law, insurance coverage, unfair competition law, and complex civil litigation. In 2008, the DRI Companies legal department was selected as one of the Top 10 Most Innovative Legal Departments in Corporate America by *Inside Counsel* Magazine. Articles written by Mr. Weintraub have appeared in *California Litigation*, *Verdict*, and *For the Defense* magazines, as well as in the Lexis-Nexis Insurance Reporter.

Mr. Weintraub received his JD from Berkeley Law (Boalt Hall – University of California) and his undergraduate degree from Stanford University.

Darryl A. Weiss

Darryl A. Weiss is currently the general counsel and secretary for Telgian Corporation. Telgian offers comprehensive fire protection, life safety, security, engineering, risk management, and loss control services to Fortune 500 companies. His responsibilities include providing legal counsel to the organization and board of directors, merger and acquisition, international law, executive compensation, contracts, IP, employment and labor law and data privacy issues as well as oversight of licensing, risk management and human resources.

Prior to joining TVA, Mr. Weiss worked in the aerospace, computer, telecommunications and biotechnology industries in a variety of legal and human resources roles. Mr. Weiss has worked onsite in Canada, England, France, Germany, Hong Kong, Ireland, Japan, Malaysia, Netherlands, Singapore, Sweden, and Switzerland.

Mr. Weiss is currently on the board of directors for ACC's San Diego chapter and is the past chair of ACC's International Legal Affairs Committee. He is a member of the ABA CBA and Ontario Bar Associations.

Erin Williams

Erin Williams is legal counsel at Cortina Systems, Inc., a semiconductor company located in Sunnyvale, CA. As a member of a small legal department, she supports the company's worldwide operations on a wide variety of matters, including: employment, corporate, compliance, and contracts, as well as intellectual property portfolio management and licensing.

Prior to joining Cortina, Ms. Williams was legal counsel at Sunrise Telecom Incorporated where she handled similar matters and, before that, she was an associate at Intellectual Property Law Group LLP, both located in San Jose, CA.

Ms. Williams earned her JD from U.C. Hastings School of the Law and her LLM from the University of Washington's School of Law.

Association of Corporate Counsel

What do you do when you are handed control of the HR department?

(Or you work closely with HR in a small company?)

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Goals

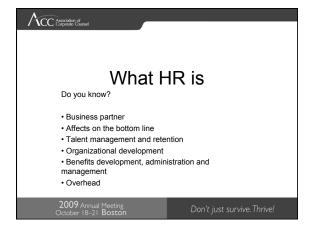
Why is HR reporting to you?

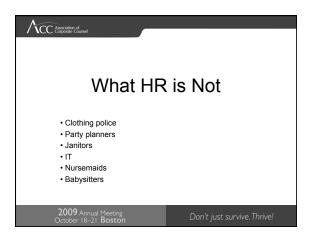
• You lost?

• The blending of duties?

• The same basic function:

• It is the goal of the Board to decide the direction of the company and it is the goal of both Legal and HR to structure the road for getting there.







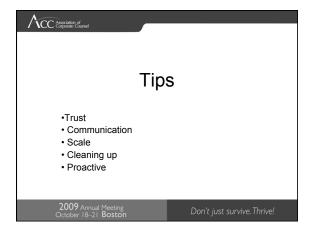
You're New, What to do First? • Evaluate the department's processes (for priority, efficiency, etc.) • Check the status of policy and personnel documents, and record keeping • Get access to HR systems • Evaluate the people (for competence, workload management, etc.) • KEY: Learn how to do the tasks performed by each member of the department!

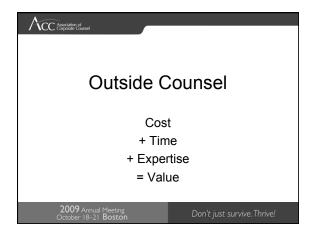
Important HR Duties

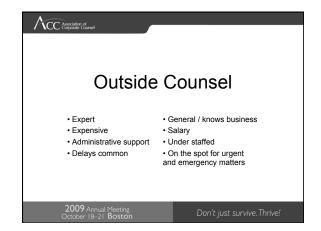
Hiring and Terminations/Employee Relations
Benefits administration
Reviews and performance management
Payroll
Rules and taxes
International
Frequency of payment
Garnishments
401(k)

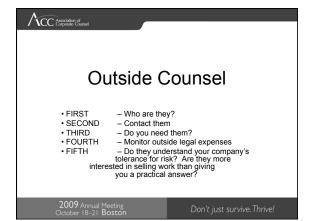
Basic Relationship Models

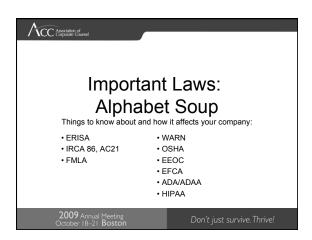
-Legal and HR as one unit
- Legal directly managing HR
- Legal and HR are separate

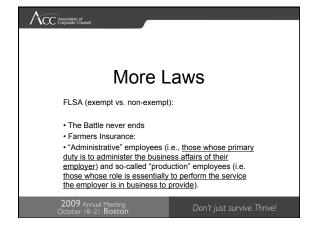












International Issues • Data Privacy • Offers and terminations • Employment at will? • Benefits/compensation • Top up • Frequency of pay • Foreign counsel • Global pooling • Entitlements 2009 Annual Meeting October 18-21 Boston Don't just survive. Thrive!





Investigations TYPES - Harassment / Retaliation - General wrongdoing/Policy Violation - Payment Disputes - Whistleblower Complaints 2009 Annual Meeting Doc't just survive Thousel

Privilege Issue

Is privilege the most important thing to consider?

If privilege is important, who should conduct the investigation?

Who is qualified to conduct investigations?

What training has been done re conducting investigations?

Investigations: Decision-Making

Confidentiality: Who should know an investigation is underway?
Who should make conclusions re facts?
Who makes decisions re course of action after investigation is completed?

Investigations: TIPS DOCUMENT all investigations. Document corrective action. Make sure investigator avoids legal conclusions when summarizing results. Interview relevant witnesses, but know when to stop!

Investigations: Mitigating lawsuit risk Documentation of investigations. Trained/competent investigator. Consistent treatment of like situations. Avoid "verbal" discipline.



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HR usually calls Legal for help <u>after</u> things blow up.	
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HR sends non-legal matters to Legal too often.	
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It really helps to have an	
experienced HR person on board.	
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What HR Says About Legal HR especially looks to Legal for help with: • Employment and vendor contract review • Audit support • Visas • Expats • Setting up foreign legal entities • Terminations • Employment claims

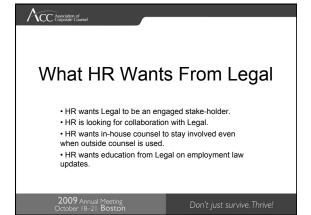
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HR Said What?

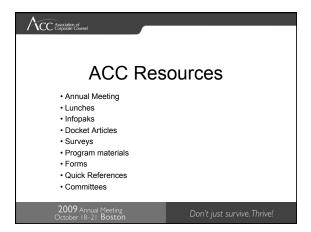
The Problems:

- In-house counsel inexperienced with employment law.
- Delays caused by consulting with outside counsel.
- Forcing wrong decisions on HR and won't research or check.
- · Lack of people skills.
- Always says NO, too focused on liability, but no real world solutions (i.e., too risk averse)

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Resources Where do you go for help? 2009 Annual Meeting October 18-21 Boston Don't just survive. Thrive!





*Society for Human Resources Management * www.shrm.org * World at Work (formerly American Compensation Association) * www.worldatwork.org * International Foundation (benefits) * http://www.ifebp.org/default.asp * AHI's Employment Law Resource Center * www.ahipubs.com * American Immigration Lawyers Association * www.aila.org * 2009 Annual Meeting October 18-21 Boston * Don't just survive. Thrivel

Still More Resources

• Your State's Chamber of Commerce
• Your State's Department of Labor
• American Chamber of Commerce
• Employment Development Department www.edd.ca.gov in California
• FEHA
• Industry Trade Associations

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NETWORKING with other similarly situated in-house attorneys in your area and industry.

• Go to networking events (at least monthly)
• ACC lunches
• Get/keep cards of possible contacts
• Make a reference list
• Keep in touch / share
• Call and email contacts
• Make occasional lunch dates with interesting contacts
• Ask your employment law firm to introduce you to their other clients' HR managers!

ACC Extras

Supplemental resources available on www.acc.com

ERISA: Top Ten Compliance Areas.

Program Material. October 2008

http://www.acc.com/legalresources/resource.cfm?show=157494

209 Benefits 101- A Primer on Employee Benefits Laws. Program Material. February 20007 http://www.acc.com/legalresources/resource.cfm?show=20145

International Insurance Law.
Program Material. October 2008
http://www.acc.com/legalresources/resource.cfm?show=160423