

108 MANAGING A TRANSACTION

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Dirk Tirez – The Belgian Post
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AGENDA

- In-house Counsel & Outside Counsel (Axel)
- Outside Counsel & In-house Counsel (Mathias)
- Additional Guidance for in-house counsel (Dirk)
- Process (Paul)
- Questions

IN-HOUSE COUNSEL

- ACC: by in-house counsel for in-house counsel
- Symbiosis in-house/outside key for in-house success (daily + transaction)
- Outside counsel selection
 - Integrated?
 - Proficient in English, spoken and written?
 - Technical expertise?
 - Conflict of interest?
 - Privilege

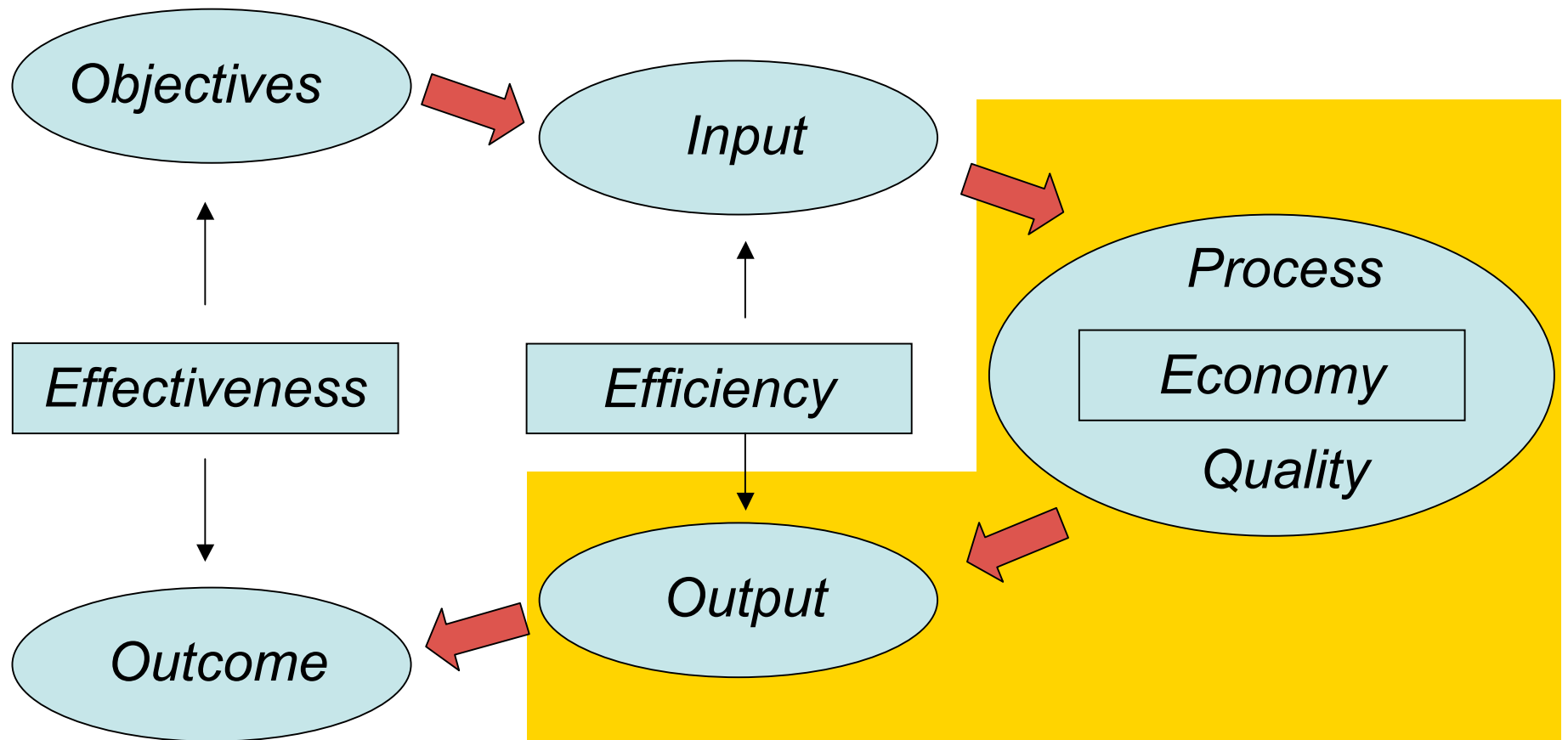
IN-HOUSE COUNSEL

- Relationship Manager/liaison
 - Single point of contact
 - Professional and cultural background
 - Position in firm
 - Balance of technical and diplomatic skill
 - Ability to resolve (financial) conflicts
 - Back-up
- Outside Counsel Team
 - Get to know everyone, if possible

IN-HOUSE COUNSEL

- One more tip
 - budget, budget, budget
 - no games, no surprises
- Example
 - Integrated?
 - “Relationship” manager
 - Go direct, if needed

OUTSIDE COUNSEL



OUTSIDE COUNSEL

- Keep in mind
 - Level of integration
 - Management styles and needs
 - Experience and expertise
 - Communication and information

OUTSIDE COUNSEL

- Consider and make clear
 - Objectives of project
 - Scope and level of advice
 - Priorities
 - Addressees of advice
 - Value for decision making
 - Personal objectives and expectations

OUTSIDE COUNSEL

- Discuss and define
 - Points of contact
 - Format of advice and communication
 - Timing
 - Risk taking
 - Budget and financials

OUTSIDE COUNSEL

- Monitor
 - Ensure information exchange
 - Progress
 - Spending and budget performance

ADDITIONAL GUIDANCE



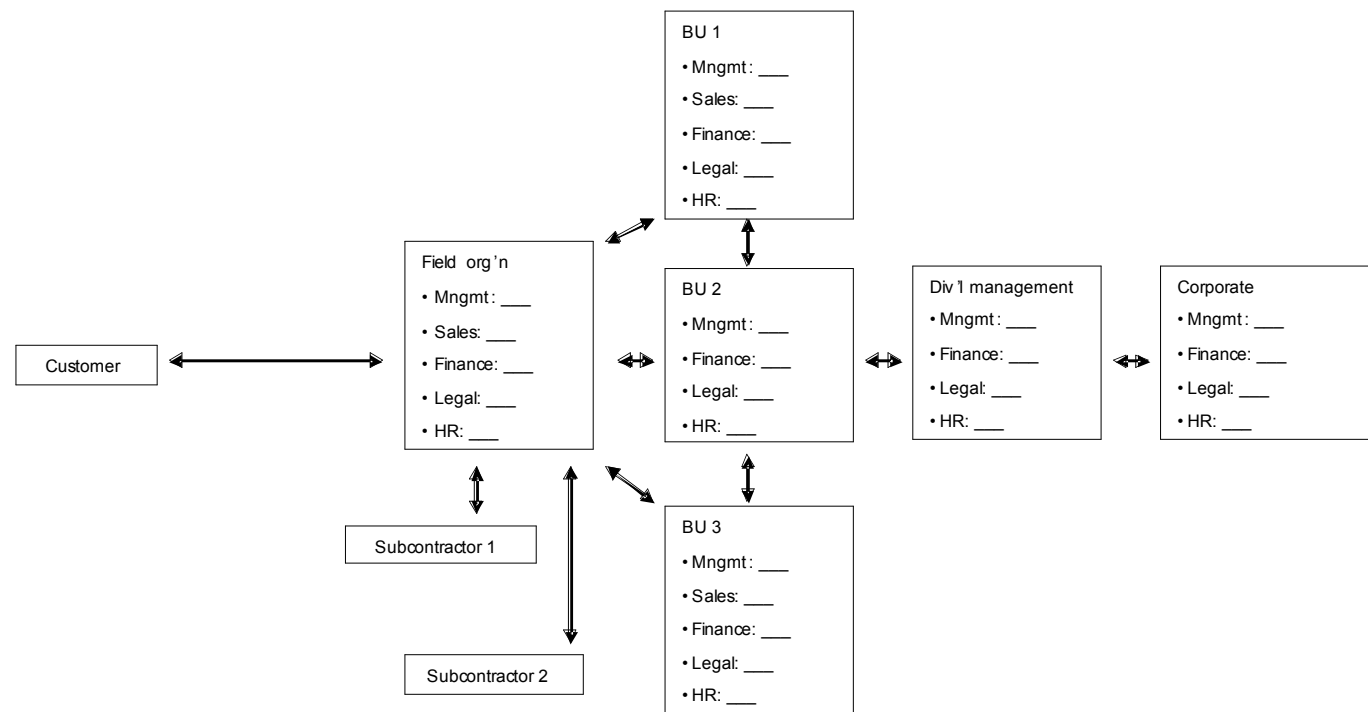
**USP: provide solutions
& add value**

- Know business expectations, company, business & sector
- Vigorously pursue & coordinate legal strategy
- Agree mutual deliverables & timing in advance
- Define roles
- Streamline processes
- Empower clients
- Provide compliant business solution

PROCESS

- Stakeholder Map I
- Stakeholder Map II
- Process Swimlane

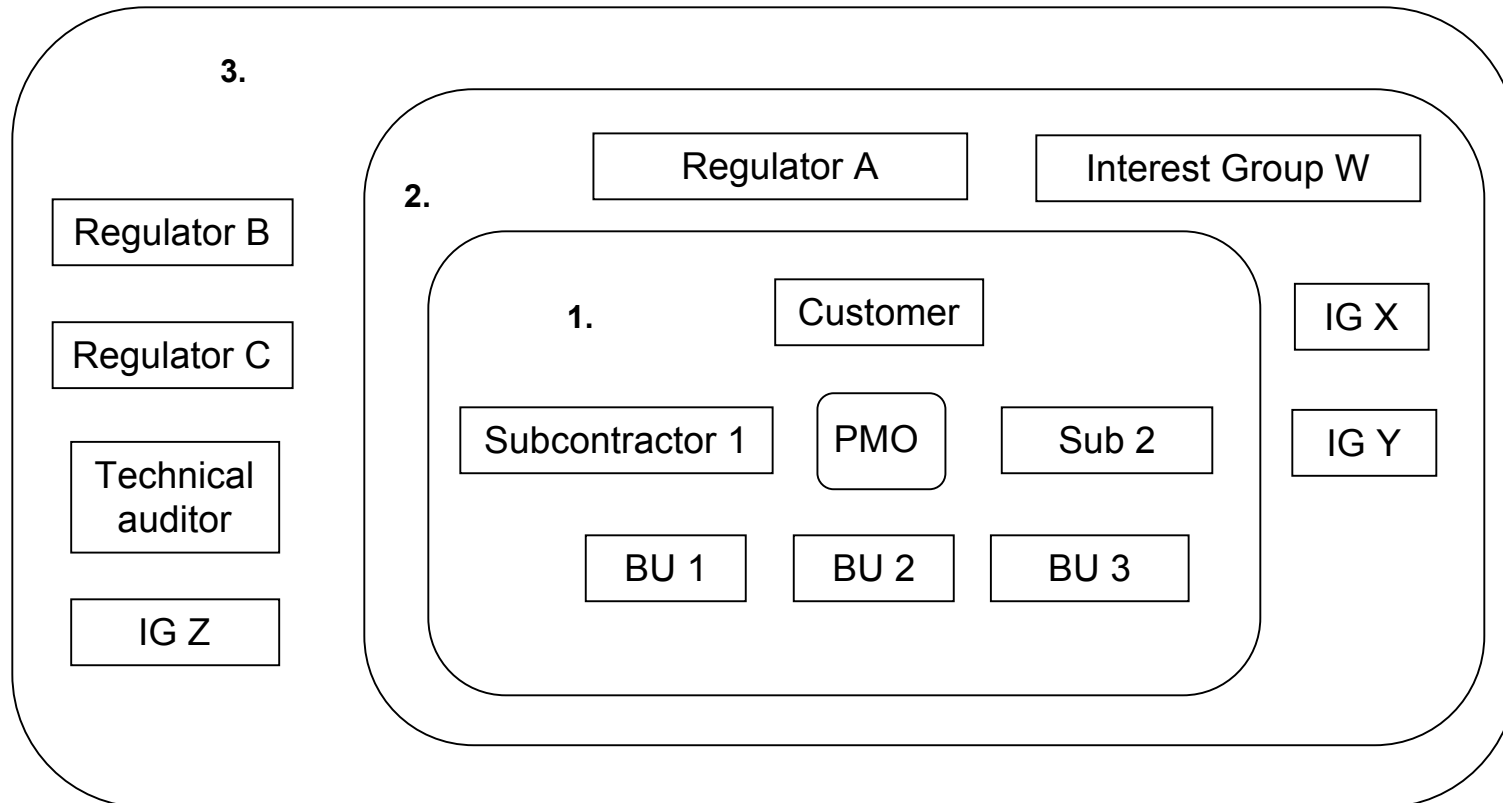
Stakeholder Map, I



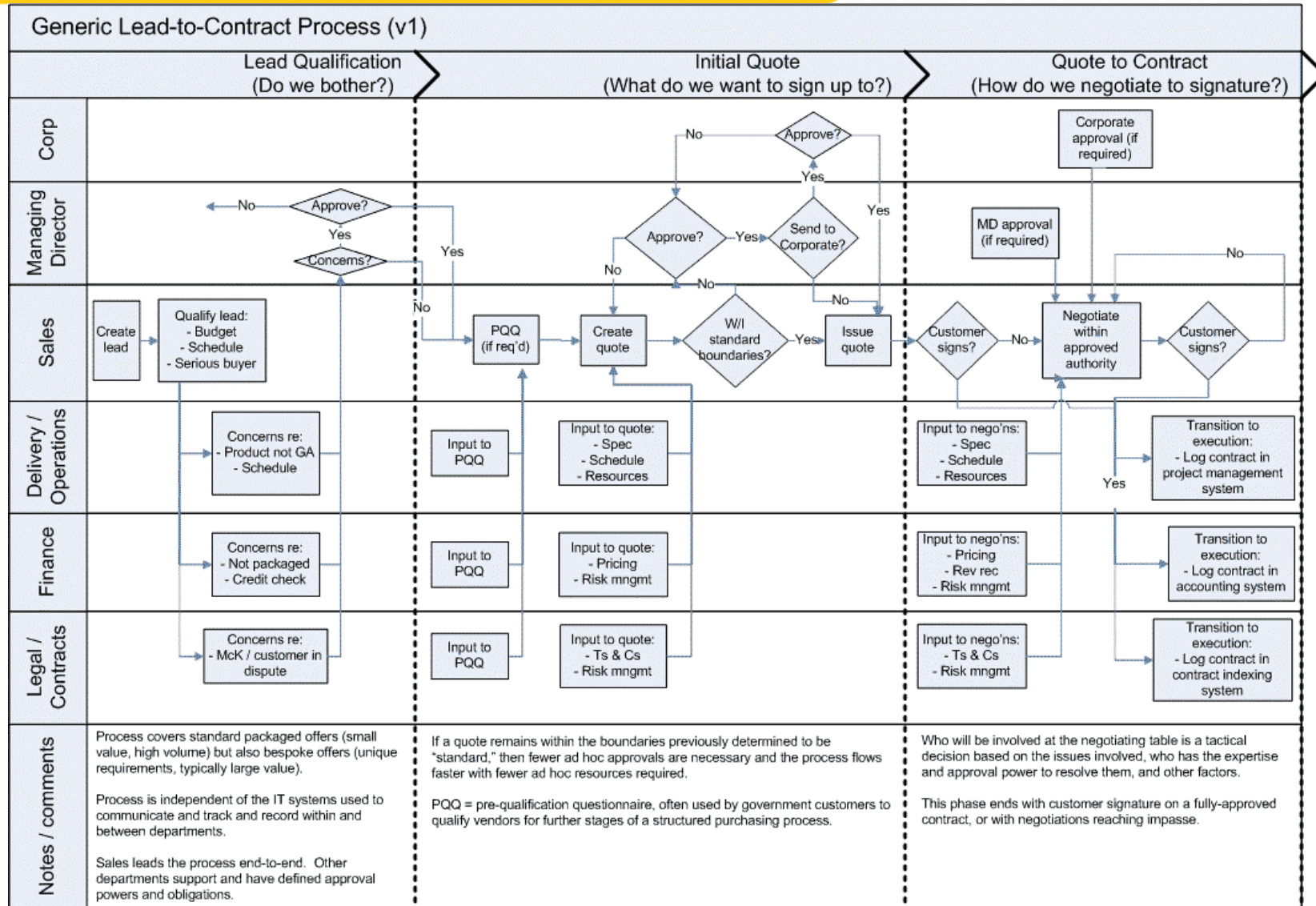
External advisers:

- Outside counsel
- Auditor
- Others as needed

Stakeholder Map, II



1. Risk management success = managing to the contracts with the customer and subcontractors
2. Business success = effectively influencing non-contracted interest groups W, X, and Y, and regulator A
3. Long-term success = stakeholders whose views of the initial program/contract will influence follow-on prospects



QUESTIONS?