



605 How to Develop & Implement a Legal Department Succession Plan

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Faculty Biographies

N. Cornell Boggs III

N. Cornell Boggs, III is chief legal officer and group vice president of public affairs for Coors Brewing Company in Golden, Colorado. He is responsible for legal, government affairs, corporate communications, alcohol responsibility, and water and natural resources.

Mr. Boggs has an impressive mix of public and private sector experience and a notable track record, from his years as a trial lawyer for the U.S. government to corporate legal positions with some of the Fortune 500's top high-tech, consumer goods, and bio-tech companies. Prior to joining Coors, Mr. Boggs served as vice president and general counsel for Tyco Plastics and Adhesives. Earlier in his career, Mr. Boggs served as associate general counsel with Anheuser-Busch, where he was lead commercial law counsel for the corporate engineering, purchasing, marketing, and distribution groups. Mr. Boggs also previously served as Americas regional counsel for Intel Corporation and assistant general counsel with Monsanto Company. Mr. Boggs began his career with an earned appointment to the honors program with the U.S. Department of Justice, a prestigious litigation opportunity in which he represented the interests of the United States in court.

Mr. Boggs was featured on a cover of Corporate Counsel magazine as part of its annual list of 10 promising lawyers who can be expected to head the legal functions of leading U.S. and international corporations. Active in the legal community, Mr. Boggs serves on the boards of directors of Valparaiso University and the Minority Corporate Counsel Association. He is past co-chair of the ACC's Law Department Management Committee.

Mr. Boggs earned his undergraduate and law degrees from Valparaiso University in Indiana.

Suzanne Hawkins

Suzanne Hawkins is a managing director in Huron's legal business consulting group in New York City. She has many years of experience leading, advising, and practicing in major corporate law departments and law firms.

In addition to her current position, Ms. Hawkins has held positions at Hildebrandt International, as a director and consultant, and at the General Electric Company, as senior counsel, legal operations.

Ms. Hawkins is a former member of ACC's Board of Directors and Executive Committee and a member of the ABA. She is a member of Bar of the State of New York and U.S. District Courts. Ms. Hawkins is a frequent speaker at industry conferences and seminars. She is a recognized expert in outside counsel management, legal technology, Six Sigma quality methodology, and other issues critical to law department and law firm management.

Ms. Hawkins holds a B.A. from Georgetown University and a J.D., cum laude from Georgetown University Law Center, Washington, DC.

Jane Sherburne

Jane Sherburne is senior deputy general counsel of Citigroup and a member of the Citigroup management committee and maintains offices in New York and Washington. She manages the management of the company's response to legal disputes or controversies at the group level, including the management of congressional and regulatory investigations. Ms. Sherburne also oversees the company's litigation globally, its U.S. bank regulatory matters, global anti-money laundering, and legal support for corporate finance activities.

Prior to joining Citigroup, Ms. Sherburne was a partner at Wilmer, Cutler & Pickering, where she had a litigation practice, representing clients in matters requiring crisis management, including media relations and matters involving Congressional investigations, internal government and corporate investigations, as well as complex civil litigation. She was co-lead counsel for the University of Michigan in the Gratz v. Bollinger affirmative action case. Ms. Sherburne interrupted her practice at WCP to serve as special counsel to the President. In that capacity she assembled and managed a team of lawyers, including congressional and public relations specialists, to conduct internal inquiries, respond to the ongoing activities of the independent counsel, and develop and implement congressional and public relations strategies in response to Clinton White House ethics investigations. Before entering law school, Ms. Sherburne served as chief of staff to the Commissioner of Social Security in the Carter Administration. Prior to that, she was a legislative assistant to Congressman Donald Fraser (D-MN).

Ms. Sherburne is a fellow of the American Bar Foundation and a member of the boards of trustees of the National Women's Law Center and the Lawyers' Committee for Civil Rights Under Law.

Ms. Sherburne is a graduate of the University of Minnesota and the Georgetown University Law Center, where she was editor of the Georgetown Law Journal.


Setting the Stage

- ◆ Ask attendees to raise their hands if they are
 - General Counsel
 - DGC or AGC
 - Member of law department

- ◆ Ask attendee to raise hands if their law department consists of
 - Less than 10 lawyers
 - Between 10 and 50
 - Greater than 50 lawyers

- ◆ Ask attendees to raise their hands if
 - There is a formal succession plan for law department
 - There is not a formal plan
 - They are not aware of it

Please describe the succession process in place for your law department, and if it differs from the process for the rest of the company



Can you identify strengths and areas for improvement in the process



What is an appropriate duration for GC transition

Where should succession planning fit in the GC's priorities—top 5, top 2?

Have you identified a successor?

Each of you joined your law department at a senior level. Are there 1-2 things that could have been done to make your transition smoother

Describe actions you took at your former employer to ensure smooth transition to person filling your role

Is your law department undertaking new initiatives with respect to recruitment or succession planning

What is the biggest challenging facing law departments in succession planning

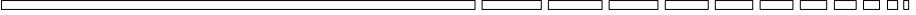
Are GCs more often brought in from outside the company than promoted from within?

Describe the impact on the law department

Describe talent review process in your company

What are the top 2-3 experiences or qualifications you look for when doing succession planning

Do you think new GCs need to do an assessment of their law department? What if promoted from within—make a difference?



What efforts are being made at your company to promote diversity in the law department or generally

Do you think these are adequate—what suggestions do you have

Business Unit/Function

Mid-Year TMR

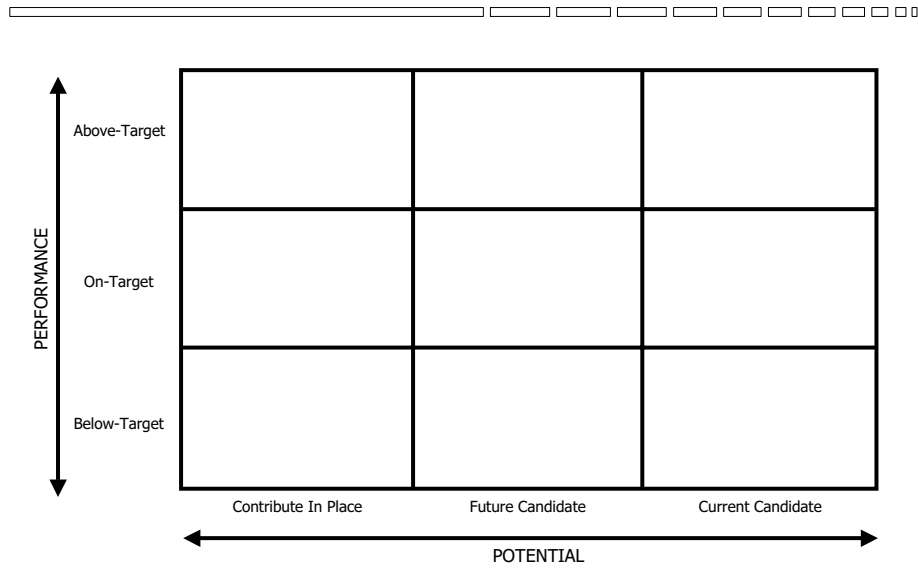
TMR Commitment Follow-Up

Business Objectives	Results or Progress
■	⑧
■	⑧
■	⑧
■	⑧

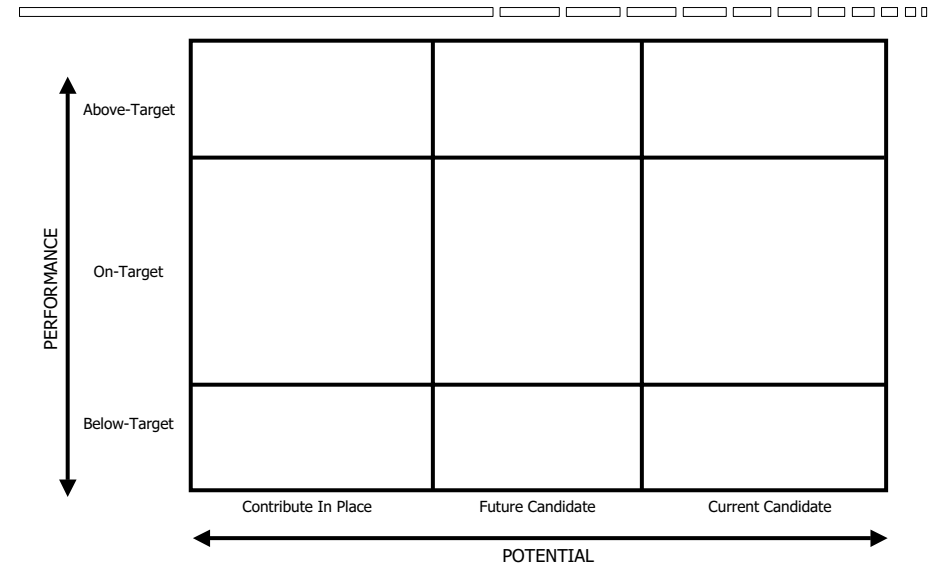
Current Organizational Issues

◆
◆
◆
◆

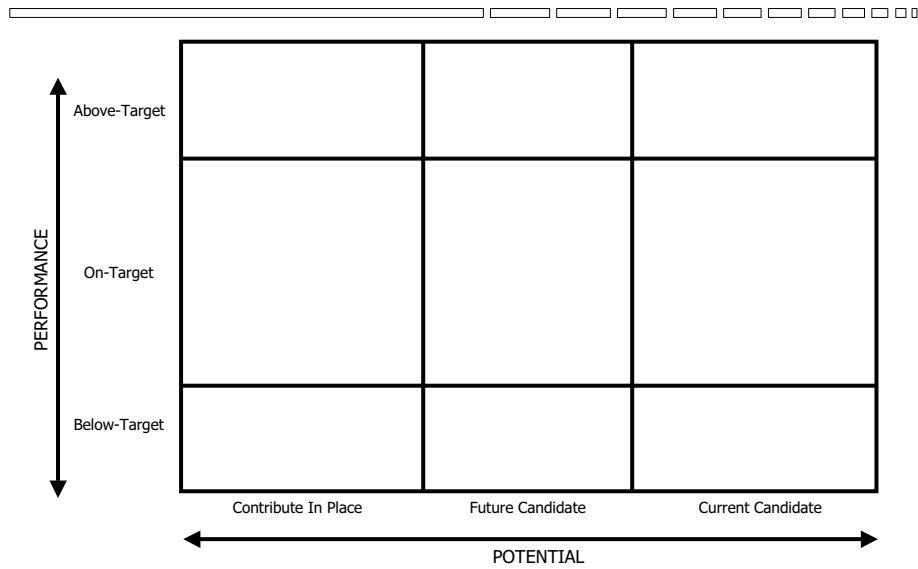
9-Box (VP)



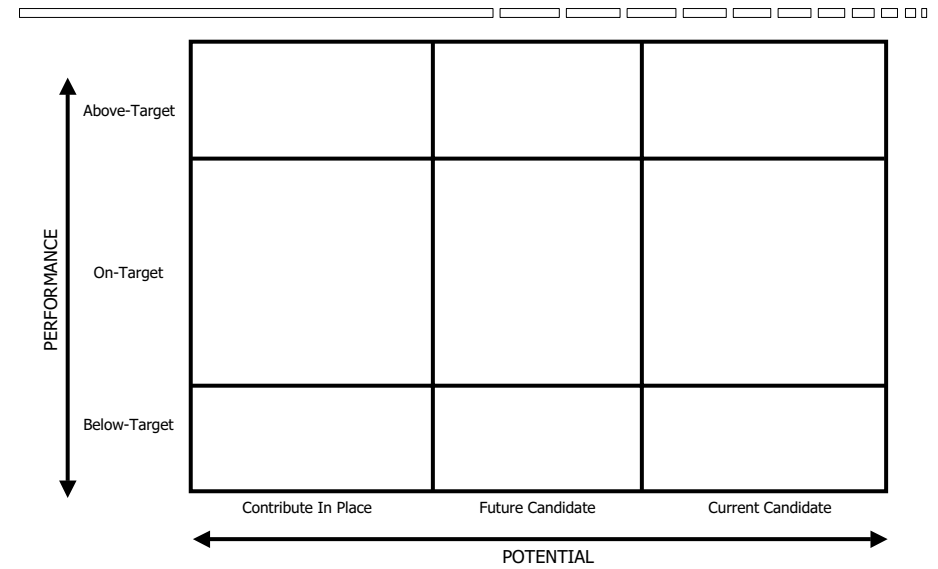
9-Box (Director/E08)



9-Box (E06 & E07)



9-Box (E05 & Below)



Succession Plan

Part I: All Leadership and Critical Positions			Part II: Succession Candidates – 1 st , 2 nd , and 3 rd Choices							
Position Title	Incumbent Name	Vacancy Probability (H, M, L)		Name	Title	Time in Role	Job Grade	When Ready To Move?	Perf. Code	Diversity Code
			1							
			2							
			3							
			1							
			2							
			3							
			1							
			2							
			3							
			1							
			2							
			3							

TMR Commitments

Action Item	Timeframe	Point Person
1.		
2.		
3.		
4.		
5.		
6.		
7.		
8.		

Appendix G

Instructions/Definitions

TMR Commitments

-
- ◆ Include any organizational action items (as identified in the "Organizational Issues" section)
 - ◆ Include any "people" action items to address

9-Box General Instructions

- ◆ Include sub-codes as appropriate, especially in the Contribute in Place (CIP) category (see page 29 for definitions)
 - Future Potential (FP)
 - Cross Functional (CF)
 - Key Contributor (KC)

- ◆ **BOLD** diverse individuals (People of Color & Women)

9-Box Performance Level Definitions

- ◆ Above Target (AT) – consistently exceeds objectives and goals for this period
 - High quality work
 - Consistently over-performs
 - Delivers “above and beyond” expectations (has a larger impact on the business than OT performance)
 - Excellent on the “what” and the “how”
- ◆ On Target (OT) – consistently meets objectives and goals for this period
 - Quality of work consistent
 - Consistently performs
 - Keeps commitments
 - Strong on the “what” and the “how”
- ◆ Below Target (BT) – performance for this period does not meet objectives and goals; improvement required
 - Poor quality work
 - Has not sustained acceptable performance
 - Does not always keep commitments
 - Inconsistent on the “what” and the “how”

9-Box Potential Codes

◆ Contribute in Place (CIP)

- Valuable contributor in current position. Not currently viewed as a viable candidate for promotion into higher-level leadership positions during the next three years (or current career path is technical)
 - Future Potential (FP): can move to an executive position (e.g., SM/Director level or above) in more than three years
 - Key Contributor (KC): a key player in a critical role; is in the right role, at the right level, a true “pro” in place
 - Cross-Functional (CF): Is at the right level, but can move laterally into other functions

9-Box Potential Codes, cont.

◆ Future Candidate (FC)

- In one to three years, the employee can be a candidate for promotion into a leadership position at least one level higher than his/her current position. Cross-functional moves may broaden his/her perspective and skills.

◆ Current Candidate (CC)

- The employee has the experience and skills to be a candidate for movement into his/her manager’s position (or another manager’s position at a comparable level within the VP’s organization) within the next year

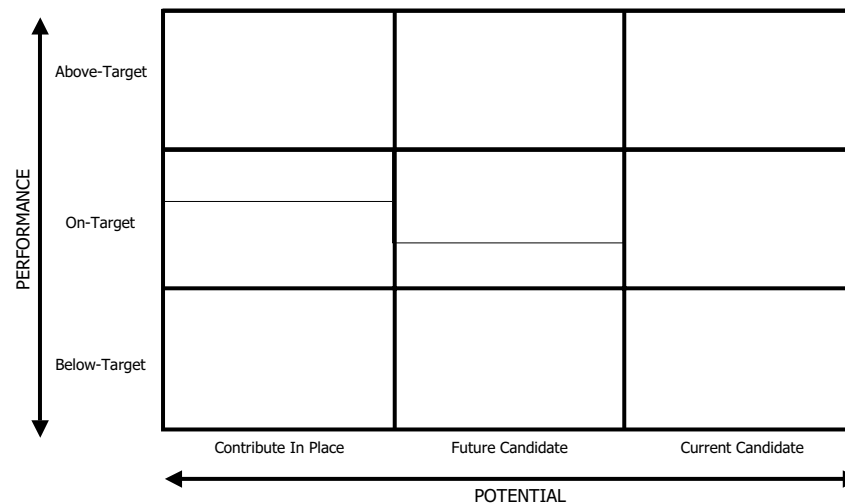
“Top Talent”

◆ “Top Talent” includes:

- All ATs
- Top 1/3 of “OT, CIP”
- Top 2/3 of “OT, FC”
- All “OT, CC”

◆ See shaded 9-Box on next page for visual

Shaded 9-box



Top Talent Checklist

-
- Is bright/grasps things easily
 - Is curious/eager to learn
 - Is resilient in the face of obstacles/setbacks
 - Is able to flex/adapt quickly & effectively
 - Is your "go to" person; will get things done quickly; can handle more than current responsibilities and juggle multiple priorities/tasks
 - Positive attitude/lives the values
 - Will take the lead, make tough decisions in a timely way, voice own opinions appropriately, and push for results
 - Is able to build strong relationships and influence others

Succession Plan

◆ Part I: Leadership & Critical Positions

- In left hand column, enter position title (including yours) for all leadership and critical positions in your organization
- Positions to include: all managers of people, all Key Contributors, and other "leadership" positions
- Enter name of each incumbent
- Enter probability that the position will become vacant in the next 12 months: H = High, M = Medium, L = Low

◆ Part II: Succession Candidates for Each Position

- To include individual on the plan, the manager must have discussed and agreed with current line manager
- List first, second, and third choice candidates along with their present titles. Enter "Outside" if you will look outside the organization to fill the position
- Enter the time each has been in their present position (y=years, m = months), the pay grade, when the individual would be ready to move, and the appropriate diversity code
- Be prepared to discuss each choice and what plans you have in place to ensure they remain a succession candidate