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## A Continuing Conversation with Leaders from the Legal Industry

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Kristen serves as General Counsel and Corporate Secretary for OpinionLab, Inc., a Chicago-based technology corporation providing Voice of Customer (VOC) feedback innovation, serving a prestigious client list that includes nearly half of the Fortune 50 organizations such as Wal-Mart, Bank of America and United Continental Airlines. She is responsible for, and manages the activities of, outside counsel across the country and abroad.

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**Q:** *What about your job and/or day-to-day activities do you think outside counsel should know that would better enable them to serve your needs?*

**A:** Outside counsel is only aware of the few, isolated matters that they handle on our behalf, while in-house touches upon every department within the organization. In-house lawyers must be on-call 24/7 to meet the organization's needs; this is not strictly a "nine to five" job. Outside counsel needs to have a general understanding of our business and the daily challenges that we face, recognizing such things as "crunch time" at quarter-end or the time that we must devote in preparation for board meetings. Hence, we require clear and

succinct recommendations, sometimes on relatively short notice, without unnecessary requests for further information or providing us with unresponsive treatises.

***Q: How do you define outside counsel's role? How involved are you in managing outside counsel's activities?***

Outside counsel's general purpose is to provide expertise in their given field so as to supplement and advise in-house counsel and responsibly and ethically serve the needs of the organization. I rely upon outside counsel to act conscientiously and professionally. I consider their recommendations, consult with my client and provide direction as to next steps. Once I give the required direction, I am generally hands off, unless I am not seeing value or things happening in a timely fashion. I expect to be kept apprised of all steps taken in furtherance of the organization's decision and provided copies of all correspondence and the documents generated without having to request them.

***Q: What are your expectations for outside counsel who represent your company? And what are some extraordinary steps that outside counsel have taken?***

**A:** My expectations are for new outside counsel to initiate and take the time (without charge) to learn our business in order to fully serve the needs of the organization, this includes our goals and preferences, as well as our products and services. Further, outside counsel should fully discuss their billing policies with me, demonstrate flexibility in pricing structures, discuss expectations, and then follow through with my directives. My expectations for existing outside counsel are to not take our relationship for granted, provide notice of an



increase in hourly rates, the names/hourly rates of any associates whom counsel assigns to the file (together with an explanation as to the rationale of assigning multiple associates), and provide value and support to me and the organization as a whole.

An example of extraordinary steps occurred when new outside counsel requested to attend our sales demo (without billing us) with our VP of Sales. She also asked to speak directly with our CIO to have a clear understanding of how our system operates in order to better serve the organization. Her willingness to take the time to educate herself about our operations has made her more effective and conscientious.

***Q: Can you offer an example of how outside counsel has provided you with exceptional service?***

**A:** One that stands out happened on the Wednesday evening before Thanksgiving. I was provided with an urgent, complex data privacy agreement in a foreign language for an international customer. Outside counsel not only translated the agreement into English, but red-lined it for me overnight (with explanations provided to me as to the rationale behind his red-lines for my understanding) in order that I could immediately provide it to the customer and meet the time crunch. In this instance, the red-lines were accepted; however, having a back-up position provided to me was a great tool for potential future negotiation.

***Q: In what way(s) do you believe outside counsel, in general, can change to better serve the needs of their clients?***



A: Outside counsel should focus on making my job easier, while providing good and timely advice. Act as an extension of our team --- using the word “we” as opposed to “you”. I look for a willingness to not account for each and every billing entry, but provide free advice from time to time, demonstrate knowledge of our business by keeping our organization in his/her general consciousness to provide us with information regarding new laws, etc. that affect us in order that we can remain current and compliant, and a recognition that in-house counsel is under budgetary constraints, therefore, services and fees are not to be abused.

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