

# 6 Rules for Those Making the Jump to In-House Counsel

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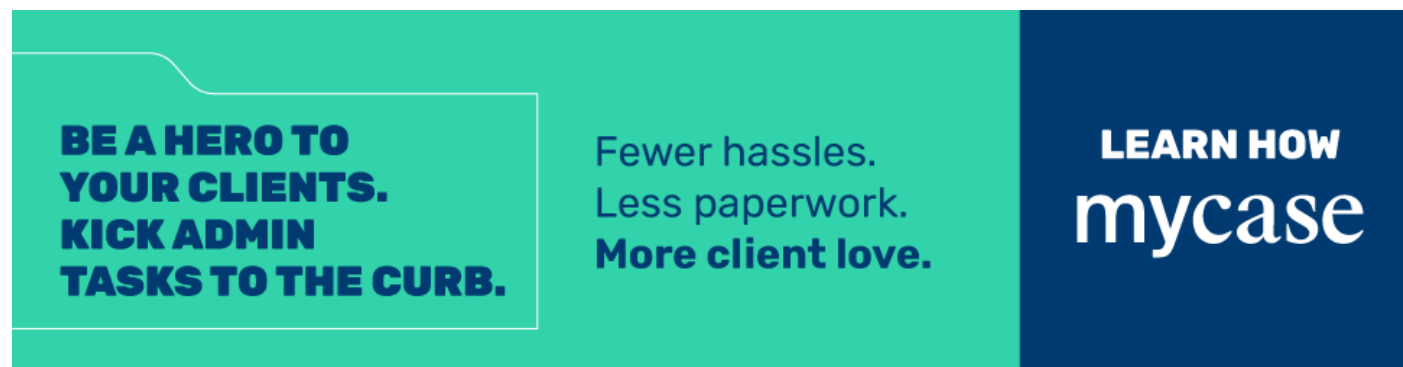


**How big a fish do you need to be to make the jump?**

*Kerkez via iStock*

I find that each attorney's story about [jumping to in-house practice](#) is truly singular. Mine is no exception. It was early summertime when I got the call. I had foolishly forgotten to put on my shoes before picking up, and my bare feet blistered in the sweltering Sacramento heat as I paced

around the pool—the only place at the house with any cell reception. After several weeks of back-and-forth, the call was brief and congratulatory; deceptively casual for what amounted to a life-changing event. I sailed back into the house with the news, met by hugs, delight, and alcohol over the din of endless questions. By autumn, I would already be in Chicago, applying for admission to the Illinois Bar as in-house counsel under Rule 8.9.



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[No two stories are alike](#). But especially for those of us who jumped into a small or nonexistent in-house department as young lawyers, it represented an ice-bucket shift; much like practicing advanced French for years in an academic setting and then suddenly getting dumped in the middle of the 12th arrondissement of Paris with a pocketful of Francs, a phone with no contacts in it, and a baguette. Good luck—and get used to it.

If that kind of wanderlust is what you long for, then it will require some preparation, guts, and creativity to build a ladder that will ultimately take you to an in-house destination. Here, I merely offer some time-tested advice on how to forge that path and cultivate success in your initial years.

## Find Your Pond

In my case, moving in-house was function of growing two assets:

Experience and Niche Expertise. Experience equates to how big a “fish” you are. Niche expertise is about which “pond” you choose to swim in. The more experience you have, the closer you are to being a big enough fish to boast qualifications that will garner you serious consideration for an in-house position. How big a fish do you need to be to make the jump? If you want to swim in the big pond, be prepared for the fact that as a young attorney, you may not be the beluga, or even the scrappy crawfish. But getting the opportunity to pay your dues as a smaller fish in a bigger corporate in-house department may pay off in spades with building experience and gaining mentorship from more senior attorneys. Choose a more sparsely populated niche pond, on the other hand, and a smaller fish may find a world of opportunities to truly maneuver, grow, and

cultivate your body of experience as well. Personally, it was a thrilling ride to [start an in-house legal department alone in a specialized industry](#). Although terrifying at times, it built important character, experience, and bonded me with my coworkers.

## Cultivate Relationships

Don't give short shrift to the old adage: *It's all about who you know*. I learned an important lesson in Big Law: Not everyone is going to like you. Deal with it. Stop obsessing over the elusive keys to universal likeability (hint: get out of law practice and into politics if you yearn for that). Instead, seek out practitioners whose style you want to emulate. Then go work for them. As a junior associate in a specialty department with a slew of powerful partners, I learned quickly that there were a handful of partners who placed paramount value on juniors who put their heads down, set their clocks by the billable hour, and waited patiently for good work to be bestowed upon them. In my view, those partners were probably not going to like me very much. Instead of agonizing over that incompatibility, I found partners who saw me as a unique asset, got as much work from those partners as possible, and did everything I could to blow them out of the water with my product. It paid off. Just one week before I was offered my in-house position on that hot summer afternoon, my favorite Big Law partner had a private call with the company's president and CEO. As I was later told, he didn't mince words: "The question you should be asking yourselves isn't whether or not you should hire her—you should. The question is simply whether or not you can afford her." Even years later, I am still humbled by that review and ever-grateful for his confidence in me. But it goes to show that your best endorsement isn't always your resume; your relationships speak volumes.

But cultivating vertical relationships isn't all there is. In fact, external, lateral relationships may be some of the most influential in your career and life. "Big John" McCarthy, easily one of the most respected veteran referees in the sport of Mixed Martial Arts (MMA), taught me an unexpected lesson. Early in my years of practice, I had the privilege of taking his MMA judging and refereeing courses; the pass rate for each is less than a 10 percent. I assure you, there are few things as intimidating as judging a mock MMA round and having John review your scorecards, booming to the class, "Interesting, Tracey. Explain to me *exactly why* you scored the round that way." As a result of taking his courses, however, I ended up not only learning valuable lessons about the sport of MMA, its history, and the MMA industry, but also building a longstanding friendship with John and his family. John's deep knowledge, resources, network, as well as his good, old-fashioned loud and unapologetic opinions have been invaluable tools over the years that I would not have had if I

hadn't taken the time to attend his daunting courses or to sit down and break bread with his family. If you want to be a part of an industry, cultivate relationships there, regardless of whether they are with businesspeople, fellow attorneys, or journeymen. Relationships will lead you to better knowledge, understanding, contacts, and rewarding bonds that will underscore your career in that business. Conversely, burn bridges sparingly. Your collective relationships and your reputation are like a scent that follows you everywhere you go; make sure you smell like Chanel.

## Learn and Know Your Business

As an in-house attorney, your primary value is that you marry legal expertise with background knowledge about the current state of your company and the broader industry in which it operates. The more you know about the business side of the industry you wish to jump into, the better off you will be. And the more you learn about your industry once you're in it, the more effective you will be at your job. You will learn that there are the "business-side folks" and the "legal folks" in any company. Business-side folks are effectively the "client," making the substantive calls about which direction the company (or a particular deal) is headed. The legal folks then provide counsel and implement the business vision. So you must have a grip on the business and its objectives in order to do your job as in-house counsel. Although this is an important concept to know going in-house in any industry, it is especially relevant in sports and entertainment. Business-side folks in this arena can be particularly harsh if you are brimming with overconfident "fan" knowledge and yet are clueless about the actual business behind the onscreen/on-field "magic." I have had people tell me before that they "know a lot about the MMA business" and yet are unable to intelligently talk about anything beyond what they have been spoon-fed by slickly produced media featurettes on their four to five favorite fighters. Being a respected in-house practitioner requires both business and fan knowledge. So talk to people who can inform your business understanding. Go to industry events where you can learn something new. Read the industry media outlets and non-legal trade journals daily. Rinse. Repeat.

## Ride the Confidence Fence

Confidence is always an important facet of successful practice. Let's face it: confidence projects competence. As a young lawyer, however, you may often find yourself at a disadvantage in the eyes of others because you have fewer practice years under your belt. That can be amplified both as you prepare to make the jump to in-house practice as well as during your initial time at your new company. This is a catch-22 for most lawyers; you want to project competence, but being too

overconfident (i.e., hubris) can end up turning others off and pinning you under the weight of projects that are well over your head. The first step in combatting these pitfalls is religiously practicing Rules two and three above. In doing so, you will find that you confidently know all of the basics and are surrounded by people who trust and protect you. Once you are armed with that poise, exercising a bit of enthusiastic humility is important and something that hiring managers look for in corporate counsel departments. When confronted with a question or prompt by potential in-house employers that is beyond your knowledge base, there is nothing wrong with confidently saying, “I actually haven’t had the opportunity to get very much experience with that particular issue, but I find it fascinating and would love to get a chance to learn more by working on matters like that . . .” Projecting confidence is entirely possible, even when you don’t know the answer. And remember that pocketful of francs, baguette, and phone without contacts? You will need that humility when you have to start asking for directions to the Louvre.

## Hone Areas Outside Your Comfort Zone

Specialty legal departments exist in most large companies (employment, IP, licensing, etc.). But in-house counsel are more often jacks of all trades, especially in small legal departments. The more you bill yourself as a one-trick pony with a singular expertise, the more you may box yourself out of these general practitioner roles. For anyone determined to go in-house, I always recommend that they gain two types of experience: 1) Go to the other side of the aisle. If you are a transactional attorney, get some litigation experience. If you strictly litigate, try your hand at drafting. 2) Try different flavors of expertise. If you have gone years as a labor and employment attorney, try a little soft IP/trademark work. If you are a die-hard insurance attorney, try dipping into a little wrongful termination work. Getting variety isn’t just the spice of life; it’s necessary perspective that will give you a better understanding of other aspects of the law that can (and will) impact whatever in-house department you eventually join. If you have cultivated fruitful vertical relationships in your current position, you will need only to ask around to see if anyone has a small matter that they would permit you to help out on.

## There Is No Spoon

Unless you have been living under a rock since 1999, you have seen the Wachowski Brothers’ sci-fi epic *The Matrix*. In one of the seminal scenes, the main character, Neo, watches a little boy bend a metal spoon using only his mind. Sitting on a floor littered with misshapen spoons, the little boy

explains to a puzzled Neo: “Do not try and bend the spoon. That’s impossible. Instead, only try to realize the truth . . . There is no spoon.” Although Neo assumes the ironclad rules that he has always steadfastly subscribed to—concepts of matter, force, gravity—universally apply to everything he sees, his lesson is that those rules are illusory, and it is only his unwavering belief in them that forces their application. Now back to the exciting realities of legal practice: The conventional rule is that one must toil away in law firms for eight-plus years before earning the right to jump in-house; and if you want to go in-house as a relatively junior lawyer, prepare to go to a very large company and tuck into obscurity under endless strata of more senior attorneys in your specialty department. These are the rules, right? Maybe not. Perhaps the only thing making these rules universally apply is our collective, unwavering belief in them. In fact, there are myriad ways to forge a path into an in-house position, all of them singular and different, many of which deviate sharply from the “rules.” I know people who landed a legal fellowship at their company out of law school and subsequently earned a full-time gig. Other friends networked as very junior attorneys until an equally junior opportunity opened up at a large company. And yet I also know lawyers who handled so much of one client’s business as mid-level associates at their firm that the client eventually decided that they couldn’t live without their full-time services. So get creative, tread new territory, and break your own ground. The only thing you may regret is being afraid to break the rules for years, only to later find out that in fact, there really was no spoon.

**ENTITY:**

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**TOPIC:**

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