

Career movement between inside and outside counsel isn't just law firm lawyers decamping for the in-house life anymore — these days, you're as likely to find corporate counsel relocating to the firm. Six lawyers who've made one (or both!) of these moves provide advice and insight on which route is best for you.

JEREMY CHAN
CORPORATE COUNSEL
METHANEX CORPORATION, VANCOUVER



So — how's your career going?

Are you maybe toiling under the tyranny of the billable hour in a major law firm and dreaming of a job that isn't measured in six-minute increments? Or are you beaver-ing away in-house and itching to tackle those complex files that keep getting shipped off to outside counsel? Has that once-exciting position, no matter where it is, lost some of its luster?

If the challenges have become ho-hum, or the little annoyances have grown into grizzly-sized bugbears, a change of scenery can look awfully seductive. But does the promise of greener pastures really measure up? Six lawyers who recently made the switch from in-house to private practice — or vice versa — offer insight into the pros and cons of life on either side of the fence, and even dispel a few myths along the way.

Traditionally, if any lawyers were gazing longingly at the neighbouring field, it was overworked counsel in private practice even if it meant a smaller paycheque and a drop in prestige.

But today, the traffic can move in either direction, as some lawyers are shifting from in-house positions to private practice.

INTO THE HOUSE

Jeremy Chan was lured from Miller Thomson LLP to Vancouver-

based Methanex Corporation, the world's largest methanol producer and marketer, by the prospect of blending his legal skills with the business management skills he was learning as an MBA student.

For him, the biggest benefits of being in-house are being close to decision making, feeling ownership of his work, and seeing the results. "When you're in private practice, you don't see things to a conclusion," he says.

While the transition went smoothly, Chan still had plenty to learn, from a broad understanding of all the legal issues that affect the company's daily dealings to the nuts of bolts of the methanol industry. "You have to thoroughly understand all parts of the business, so that when you provide the advice, you are giving it within the right context," he explains.

One particular challenge was coming to grips with a very different attitude to risk than he'd encountered in private practice. "Part of it is analyzing and understanding where to minimize risk or to mitigate risk, but at the same time to understand that business is all about risk," says Chan. "Without risk, there is no reward."

A desire for change also drove Terry Livermore's move in-house. After three decades of law firm life, most recently as a partner with Bennett Jones LLP, the real estate specialist realized that the only aspect of his practice that had changed over the past 20



WHERE THE GRASS IS GREENER

BY JULIE
STAUFFER

years was an extra zero in the contracts he handled.

“It really got to be rather mundane and the same old, same old,” he recalls. So when a position came up at Calgary-based Walton International Group, a real estate asset management firm, he jumped on the opportunity and hasn’t looked back. “It’s such a variety of work,” he says. “It was really nice to learn something new, exercise the grey matter a little bit.”

Livermore wasn’t deterred by the old stereotypes that in-house work is second-tier. He knew many high-achieving lawyers who had made the switch, including his current boss Adelle Fruman — “probably the smartest person I’ve ever dealt with” — who served as an Alberta Court of Appeal judge before heading up the nine-person legal department at Walton International. “It’s not just somewhere to go and retire,” he says.

Like Livermore, Faithlyn Hemmings loves the variety that comes with in-house work. Although she never pictured herself making a career in business, her contact with entrepreneurial clients as an associate at Blaney McMurtry in Toronto made her realize just how interesting the corporate world could be.

Now she’s the sole legal counsel at Hyundai Auto Canada’s Markham, Ontario, headquarters, where she plays a management role in addition to her legal duties. “I wanted something more broad-based; I wanted to keep learning,” she says. “There’s so much I’m doing now that I wasn’t involved in before. Every day, you come in and it’s something different.”

HEADING THE OTHER WAY

But not everyone who makes the leap in-house ends up quite as happy with the experience. When a real estate opportunity arose at CIBC, Jane Chung didn’t want to pass it up. After all, everybody she knew seemed to be fantasizing about going in-house, and the prospect of manageable hours held a lot of appeal for a junior associate dealing with the demands and long hours of law firm life.

After a couple of years, however, she found she was tired of just “scratching the surface” in the variety of legal work she performed for the bank’s mortgage division. “I got to learn about the business — that’s something that you really can’t get in private



TERRY LIVERMORE
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MARNIE BURKHART, JAZZHART STUDIOS

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practice,” she says. “It gave me a broad-based knowledge of other areas of law, especially the regulatory aspect. But at the end of the day, once you got a handle on that, that’s pretty much it.”

Now an associate at Miller Thomson, she relishes the opportunity to specialize and delve into complex issues. “I’ve had a lot of people ask me, ‘Are you crazy? Why are you moving back to private practice?’” Chung says. But she has no regrets. “I’m very happy where I’m at,” she emphasizes. “It was more in line with what my career goals are.”

John Marner arrived at the same decision. He enjoyed his stint in-house for Northland Properties Corporation, a western Canada hospitality chain where he got involved in business decisions and gained a broad range of legal expertise. After a year of being a “jack of all trades,” however, his career goals took him back to private practice as an associate at Fraser Milner Casgrain LLP’s Calgary office.

“What I find in-house is that if a large transaction comes across your desk, it typically goes to the outside lawyers who have the manpower to deal with it,” he explains. “That was a factor coming to a firm like Fraser Milner Casgrain, where we do get to see those marquee deals and we get to deal with the Fortune 500 companies and we get to see those more interesting files.”

However, both Chung and Marner agree that time in-house paid off when they moved back to private practice. “You get to see what really is important to the client,” says Marner.

“Oftentimes for clients, it’s more important to get the deal done than it is to cross the t’s and dot the i’s. For lawyers, sometimes it’s hard to understand that.”

CHANGING ATTITUDES

Going back to private practice is still less common than moving the other way, in part because law firms traditionally clung to the belief that more than a year or two in-house erodes your legal skills. Increasingly, however, they’re starting to recognize that corporate counsel have valuable skills, experience and contacts, says Martin Guest. He should know, having recently returned to private practice after 13 years at Fidelity Investments Canada.

“I think that the skill set and the capabilities you need to be a top general counsel are just as useful in private practice,” he says. “[You] need to be able to drive results, manage risk, and be very practical.”

Guest initially moved in-house after six years at Osler Hoskin & Harcourt LLP, enticed by the prospect of being closer to the decision-making process. What followed was a satisfying career that saw the company grow from \$5 billion in assets to \$30 billion, while Guest went from being the company’s sole legal counsel to heading up a legal department of 20.

By 2008, however, he wanted a new challenge. After canvassing his options, he accepted a partnership with Torys’ Toronto office, impressed by the level of intellectual stimulation it offered, the depth of the learning opportunities, and the range of work on tap.

“There is something very energizing about being called upon to solve some of the most complex problems an organization faces — and being able to help,” Guest says.

Guest isn't finding it difficult to pick up the substantive law and practice skills he didn't need at Fidelity. And with all his in-house contacts, he's optimistic that he'll quickly build up a thriving practice.

“I think that there will be increasing opportunities for this kind of cross-flow between the two sectors,” he predicts. “Everyone benefits when each side has a better understanding of the other.”

MYTHS AND MISCONCEPTIONS

While attitudes are changing, misconceptions still abound. So does a private practice job really demand an 80-hour work week, or does a move in-house spell an end to legal ambition? In a nutshell, no.

When it comes to hours and stress levels, in-house might offer a slightly easier ride — but don't count on it. “I think the reality

is, competition is everywhere, and every successful person I know works hard, period. It doesn't matter whether you are in-house or in private practice anymore,” says Guest.

Chung ended up working very similar hours when she moved to CIBC. On top of that, she missed the flexibility of private practice. While you might work through the night on a particular deal when you're at a law firm, she points out, you can take that time off later. And despite the fact she was in-house, she still had to docket.

Livermore found in-house work as demanding as private practice, but without the same degree of go-go-go urgency. “It's not the unending, unceasing pressure on every file to be done tomorrow,” he says.

Conversely, taking a law firm position doesn't have to mean saying goodbye to “work/life balance.” Marnier, who has a wife and two children, was pleasantly surprised by the attitudes at Fraser Milner. “I haven't had to sacrifice any of my personal life in order to do what I like doing,” he says.

Then there's the question of money. It used to be that if you

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wanted the big bucks, law firms were your clear choice. Today, that's not necessarily the case. A recent U.S. survey found some corporate counsel out-earning partners at the most profitable law firms. While some in-house positions pay less, others are just as lucrative as private practice, or, in Chan's case, even more lucrative.

"[Methanex] wants to attract the best people, and so they remunerate them accordingly," he explains. And, occasionally, the corporate world offers fringe benefits, like the free food Marner enjoyed when he worked in the restaurant office of Northland Properties.

When you evaluate different options, make sure you compare apples to apples. While the base salary of a general counsel may be lower than that of a private practice partner, corporate bonuses, stock options and pension plans can add up significantly.

Finally, there's the perception that lawyers who move in-house

limit their future career options. Chung, for one, felt like there wasn't enough room to advance at CIBC. "It's a large department, and I found that most people in senior places tend to move laterally into them," she recalls.

"Really investigate why it is you want to leave and make sure you're doing it for the right reason."

FAITHLYN HEMMINGS, HYUNDAI AUTO CANADA, MARKHAM, ONTARIO

That can be an even greater issue when you're the only in-house lawyer or you work in a small law department. Historically, once you'd reached the general counsel level, there really wasn't anywhere else to go.

Sometimes, however, the growth of the company brings new

VERS UN CABINET AU JARDIN PLUS VERT?

La mobilité des avocats de pratique privée ne se traduit pas uniquement par un départ vers l'entreprise. De nos jours, il arrive que les avocats d'entreprise optent pour un poste au sein d'un cabinet. Laquelle des deux options choisir? Six avocats fournissent à l'ABC un témoignage.

Trimez-vous sous le joug des critères d'heures facturables dans un cabinet de grande envergure et rêvez-vous d'un emploi différent? Travaillez-vous comme un forcené en jonglant avec les cas complexes qui finissent par être transférés à des avocats sous-traitants? Votre emploi autrefois si stimulant a-t-il perdu son panache?

Si les défis professionnels vous manquent ou si les petits ennuis prennent des proportions démesurées, un changement de décor vous attire certainement. Mais le jardin du cabinet de votre voisin est-il vraiment plus vert?

Six avocats qui ont travaillé tour à tour dans des cabinets et des entreprises révèlent les avantages et les inconvénients de leur expérience et détruisent certains mythes.

VERS LA PRATIQUE PRIVÉE OU VERS LES CABINETS?

La mobilité des avocats dans les deux sens existe, mais celle vers l'entreprise est plus courante. À titre d'exemple, Methanex Corporation à Vancouver a appâté Jeremy

Chan, qui œuvrait pour Miller Thomson, en lui proposant de combiner ses talents juridiques à la gestion des affaires. Faire partie du processus décisionnel et voir les résultats concrets du travail dont il est l'auteur se sont révélés fort avantageux. Son défi? Comprendre les problèmes juridiques qui affectent les activités de la compagnie et les rouages de l'industrie du méthanol.

Après trois décennies passées à travailler pour un cabinet, plus récemment en tant qu'associé chez Bennett Jones, Terry Livermore, avocat spécialisé en biens immobiliers, a saisi l'occasion d'œuvrer pour Walton International Group à Toronto. Il y a assouvi son besoin de changement en exécutant une pluralité de tâches et en explorant de nouveaux domaines.

Faithlyn Hemmings apprécie la nouveauté au quotidien et la variété. Son emploi chez Blaney McMurty à Toronto lui a fait réaliser à quel point l'univers corporatif serait intéressant. Actuellement, elle est l'unique avocate chez Hyundai Auto

Canada à Markham, en Ontario et ses fonctions combinent le droit et la gestion.

UNE EXPÉRIENCE PERSONNELLE

Mais un tel bond professionnel n'est pas toujours positif. L'avocate junior Jane Chung a saisi l'occasion de travailler pour CIBC en raison des heures plus flexibles. Quelques années plus tard, la superficialité des travaux juridiques l'a incommodée. Actuellement partenaire chez Miller Thomson, elle approfondit les cas juridiques complexes.

John Marner est devenu partenaire chez Fraser Milner Casgrain, et ce, malgré son implication dans les décisions d'affaires chez Northland Properties Corporation et l'acquisition d'une perspective diversifiée sur l'expertise en droit.

Certes, l'expérience en entreprise de ces deux avocats leur aura permis de saisir ce qui est vraiment important pour le client.

CHANGEMENTS D'ATTITUDES

Le retour à la pratique privée est moins

complexities and challenges. In other cases, in-house lawyers who want to stretch themselves might add some business responsibilities to their legal workload, or leave the legal department entirely for a senior management role.

And as Livermore points out, it's not like there's that much room for promotion in private practice. "You're either a student or an associate or a partner," he says. "Once you're a partner,

which I was from 1984 onwards, you don't really advance much within that organization."

On the other hand, private practice offers more job stability. Rarely does a law firm downsize or go bankrupt, but a number of corporate counsel found themselves out on the streets when the tech bubble burst in 2000.

THE BOTTOM LINE

The core functions of a lawyer remain the same whether you're in-house or in private practice: you're there to provide advice, generate options, and manage risk. What changes is the atmosphere. So if you're looking to make a switch, decide what will suit you best. "Really investigate why it is you want to leave and make sure you're doing it for the right reason," advises Hemmings.

If you're happy working as a team, have a practical mindset and thrive on diversity, in-house could be the way to go. In addition to seeing the results of your work, chances are you'll enjoy a more predictable schedule. Although the days can be just as long as in private practice, it's rare for last-minute issues to deep-six your evening or weekend plans. "I haven't yet had to be at the office at midnight," says Hemmings. "There were a couple of those times when I was in private practice."

Working in-house often means a different kind of water cooler chat, especially if you're the company's only lawyer on staff. Hemmings, for example, loves her business colleagues at Hyundai — "I work with really, really smart people" — but confesses she does miss the buzz around the water cooler when a major legal decision comes down.

On the other hand, if the thought of a big deal gets your adrenalin flowing, you may be happiest at a law firm. Private practice also offers more opportunities to explore the intricacies of legal issues in depth or exercise your litigation chops.



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Plus, in-house positions can come with less autonomy and more bureaucracy. For Livermore, taking a corporate counsel position meant reporting to someone for the first time in 20-odd years. “It hasn’t been a problem,” he says, although, he laughs, he

Some legal departments may be law firms in miniature, while a number of law firms cultivate an entrepreneurial attitude.

did make the mistake of forgetting to tell his new boss when he intended to take holidays.

Finally, corporations generally lack a law firm’s extensive knowledge and resources. “You don’t have the specialty lawyers that you can easily walk down the hall to talk to,” says Chan, although you can always turn to outside counsel.

The biggest drawback to private practice, of course, is the unrelenting focus on monthly billings and the need to account for every minute of the day. Many lawyers find that a turnoff, but Marner thinks differently. “I’m a bit strange in this way, but I really enjoy the pressure and the deadlines and the multiple files,” he says. “That’s what really gets me going.”

All that said, when you’re sizing up an opportunity on the other side of the fence, remember the rules aren’t hard and fast. Some legal departments may be law firms in miniature, while a number of law firms cultivate an entrepreneurial attitude.

Above all, says Guest, keep an open mind. “The reality is, there are great opportunities both in-house and in private practice,” he explains. “You shouldn’t be short-sighted about evaluating the merits of opportunities in either world.” ■

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courant. D’une part, car les avocats des cabinets considèrent que l’emploi en entreprise durant plus d’un an ou deux détériore les talents juridiques.

Il y a néanmoins une reconnaissance croissante selon laquelle les avocats d’entreprise disposent de talents, d’expérience et de contacts pertinents, selon Martin Guest. Il s’est engagé auprès de Tory’s à Toronto après avoir travaillé chez Fidelity Investments Canada. Selon lui, l’ensemble des talents et des compétences requis pour être un avocat-conseil de haut niveau est aussi utile en pratique privée. Il s’agit de générer des résultats, de gérer le risque et d’être pratique. Il considère d’ailleurs que le va-et-vient entre les deux univers juridiques s’intensifiera et permettra aux avocats des firmes et des entreprises de mieux se comprendre.

MYTHES ET IDÉES FAUSSES

Contrairement à certaines idées, le niveau de stress et l’horaire de travail intense ne sont pas nécessairement moins lourds en entreprise qu’au privé. L’expérience de Jane Chung à la CIBC le confirme. Elle juge qu’il existe plus de flexibilité en pra-

tique privée; il est possible de compenser le temps supplémentaire passé à potasser sur un cas en prenant un congé, par exemple.

Terry Livermore juge le travail en tant qu’avocat d’entreprise aussi exigeant, à la différence près que le sentiment d’urgence est plus fréquent dans les cabinets.

Inversement, œuvrer dans un cabinet ne requiert pas de renoncer à la conciliation travail-vie personnelle. Chez Fraser Milner, John Marner n’a pas fait de sacrifice à cet égard.

Travailler dans un cabinet ou dans une entreprise est comparable financièrement. John Marner fait remarquer que l’univers corporatif offre d’importants bénéfices, mais que le salaire d’un avocat-conseil généralement plus bas que celui d’un associé de pratique privée est compensé par des bonus corporatifs, des options d’achat d’actions et des avantages sociaux.

Il faut prendre en considération que la pratique privée offre plus de stabilité d’emploi. Il est rare qu’un cabinet réduise ses effectifs ou fasse faillite.

En outre, les compagnies manquent généralement des connaissances et des ressources approfondies en droit.

UN BILAN

Avocat d’entreprise ou de pratique privée, vos fonctions principales sont équivalentes : fournir des conseils, gérer le risque et produire des résultats. La différence réside dans l’ambiance de travail. Si vous envisagez d’amorcer un changement de carrière, examinez ce qui vous convient le mieux.

Si vous aimez la diversité et le travail en équipe, soyez avocat d’entreprise! En plus de voir les résultats de votre travail, vous bénéficierez d’un emploi du temps prévisible, malgré un nombre similaire d’heures travaillées, selon Faithlyn Hemmings.

Par contre, si la perspective de bûcher sur un cas juridique majeur vous stimule, vous serez plus heureux dans un cabinet.

La pratique privée offre davantage d’occasions d’explorer en profondeur la complexité des problèmes légaux.

En conclusion, sachez que les occasions de travailler pour un cabinet ou une entreprise abondent. À vous d’en évaluer les avantages! ■

– Yasmina El Jamaï