For law students considering alternatives to firm or government practice, corporate counsel positions are often appealing. As business competition has changed in the past decade, so has management’s view of the role an attorney can play on the management team. For reasons of both cost-efficiency and crisis prevention (as opposed to damage control), corporate legal departments have gone through a major metamorphosis. Business and legal management are now trying to create the most productive, cost-effective legal environment in which a corporation can operate.

Along with the changes in the roles and duties of in-house counsel have come changes in the environment in which they work. Typical positions are 40-hour Monday through Friday jobs with steady salaries, good benefits, and bonuses. Accordingly, corporate counsel positions have become increasingly competitive.

Corporate counsel responsibilities vary from company to company. Some corporations have a small number of attorneys take care of all the legal work, such as drafting contracts, overseeing employment programs, checking regulatory compliance, and defending the corporation in litigation. Other corporations have separate legal departments with different responsibilities. For example, a corporation may have a different department for litigation, contracts, securities work, intellectual property, and employee relations.

Most corporations do not hire summer clerks or graduates fresh from law school for in-house positions. Instead, corporations prefer lateral hires, and look for attorneys with practical experience in the legal areas that affect the corporation. Corporate attorneys come from all legal fields—large firms, small firms, government agencies, courts, and a variety of other places. Most corporations look highly upon attorneys with 3-5 years of experience—enough that the attorneys know what they are doing, but not so much that the attorneys are closed to new suggestions.

ADVANTAGES OF CORPORATE COUNSEL POSITIONS

The primary advantage of corporate legal work is that attorneys can deal with potential problems before they blossom into expensive litigation,
strikes, or contract disputes. This ability to prevent problems, rather than deal primarily in litigation, attracts many attorneys to corporate practice.

In larger corporations, in-house attorneys generally enjoy high salaries and excellent benefits. Occasionally these attorneys also receive a company car, stock options, expense accounts, and a board of director’s position with another company.

While corporate attorneys might have to put in some long days surrounding a big business deal or significant transaction, they routinely have less demanding schedules than their law-firm counterparts. In addition, corporate counsel is generally free from billable hours requirements.

Finally, corporate counsel has the advantage of focusing on a single client rather than multiple clients. This allows in-house counsel to build a strong relationship with management and lets the attorneys spend time working on projects rather than hunting for new clients.

**DISADVANTAGES OF CORPORATE COUNSEL POSITIONS**

One disadvantage of corporate counsel positions is that in-house counsel may have less variety in their legal work than lawyers at law firms. In-house counsel will often help the same clients and manages the same deals over and over again.

A second disadvantage is that in-house lawyers generally make less than their counterparts at medium and large law firms; however, lower salaries may be offset by stock options and other benefits. In-house lawyers may have fewer opportunities for advancement within the corporation.

Another disadvantage of a corporate counsel position is that in-house counsel can be caught between what the corporation wants to do and what is legal. Because the corporation is the in-house attorney’s only client, the attorney cannot refuse to take an unpleasant project and faces critical decisions if asked to do something illegal or unethical.

An additional disadvantage of a corporate counsel position is that it is not entirely secure. Management may decide that the in-house counsel office should be downsized or, in some cases, entirely eliminated. New management may take control and opt to move all of the corporation’s legal work
to outside counsel. Finally, the company may fall onto hard economic times and break into smaller companies or decide to shut its doors altogether.

**Getting a Corporate Counsel Position**

Attorneys move into corporate counsel positions in a variety of ways. Corporations routinely advertise attorney openings in legal and business publications. Occasionally, corporate management will seek out and hire an attorney or group of attorneys practicing at a firm or in a government agency. Additionally, management will sometimes ask outside counsel to come in-house. The best way to find a corporate counsel position is to network with attorneys who are presently in those types of positions. For instance, a student interested in landing a position dealing with pension and ERISA issues should contact in-house attorneys who deal with employee benefits. These attorneys might not be in a position to offer a job, but they might be able to share job leads with you.

Students who plan to take corporate positions should take every possible corporate-related law class. For instance, even if the student plans only to litigate environmental issues for a corporation, a solid understanding of business and business law will help make the corporate-attorney relationship less stressful. Networking is very important in obtaining a corporate position, especially if experience is limited. Most corporations require a minimum of three to five years experience and rarely hire new graduates. Students wishing to practice corporate law should establish contacts before and during law school that will strengthen their chances of getting a corporate position.

**For More Information**

**CFA Institute (The Global Association of Investment Professionals) –**

[www.cfainstitute.org](http://www.cfainstitute.org)

*Provides resources for investment managers and analysts, and promotes ethical professional standards.*

**American Management Association –**[www.amanet.org](http://www.amanet.org)

*A full range of management development and educational services for business professionals.*
The Association of Management Consulting Firms – www.amcf.org
An international association of firms engaged in management consulting.

The American Society for Training & Development – www.astd.org
A leading professional organization and resource for workplace training and performance issues. A job bank is included on the web site.

The Institute of Management Consultants USA – www.imcusa.org
A national professional association for management consultants that awards the CMC (Certified Management Consultant) certification mark.