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## UPS GC: Firms Come to Pitches Surprisingly Ill-Prepared

*Kristen Rasmussen*

UPS Inc. recently decided to hire a law firm for help with trademark matters. The Atlanta-based Fortune 500 company has been praised for ambitiously winnowing its core outside counsel network to just about 26 firms. So you'd think general counsel Norman Brothers Jr. would have the desired firm for the project on speed dial. But that's not the case at all.

In an attempt to prevent complacency, Brothers makes a point of asking firms, including firms already on its panel, to submit "requests for proposals" (RFPs). It took this approach with trademark work and a surprise winner emerged: **Kilpatrick Townsend & Stockton**, a firm previously not on UPS's go-to list.

"In addition to their reputation, [Kilpatrick] has a global reach, and since we operate in 200 countries, we need that expertise in the U.S. and outside," Brothers says of the decision to go with Kilpatrick. "They also were aggressive in putting together an alternative fee arrangement for us. Frequently, we are looking for firms that are creative in billing options that provide value and also consistency."

But for Brothers, the choice in outside counsel is just as much about relationships as it is the bottom line. It's not unusual for some outside lawyers—particularly at Alston & Bird and

King & Spalding, both of which UPS has had a lengthy relationship with—to have 15 to 20 years of experience working directly with the company, he says.

"Our firms have to have skin in the game," he says. "They must know the business really well."

According to Brothers, that begins with understanding and getting the small, mundane and routine matters right.

"In order for us to feel comfortable with a firm handling a large matter, we have to have some relationship with them on the small matters," he says. "Some firms position themselves as ones you come to when you want to 'bet the company,' but we have better success with those who are with us on a day-to-day basis through the little and big."

With less than 100 lawyers, Brothers describes the UPS legal department as "lean on the inside." At UPS, outside counsel are seen as an extension of the legal department, Brothers says. "We lean on our outside counsel to keep us abreast of what is happening in the law, regulatory matters that could impact the business, for example," he says. "They are an early warning system that gives us input



Norman Brothers, Jr., Senior Vice President, General Counsel and Corporate Secretary of UPS.

*Courtesy photo*

proactively on how we might need to adjust" in the wake of particular legal developments.

Firms hoping to get on UPS's panel need to bring their A game to the pitch, Brothers says. "One thing that surprises me is how ill-prepared firms are at doing those meetings," he says. "Sometimes, they don't even bother to look at our public filings to understand what litigation we have that's been disclosed or our annual report or quarterly filings to understand what's going on with the business. For those firms that do take some steps to understand our business from what's publicly available, those meetings go better for them."