

# Challenges We Faced in Creating a Corporate Externship Program

## CORPORATE COUNSEL

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Author Stephen Yeager taking a giant selfie with the first semester 2015 student externs in their first classroom session.

*By Stephen B. Yeager*

The corporate counsel externship program was the first experiential learning opportunity at SMU Dedman Law with for-profit companies. Prior to this program, our students received academic credit only for work they did with the judiciary, government agencies and nonprofits. Because this program was so radically different, and involved for-profit companies, I received some pushback during the proposal period.

Some in the academic have argued that law students should not be performing free legal work for the benefit of for-profit companies. We strongly believe that any marginal benefit that a company might gain from our students is far outweighed by the time and resources the legal department provides in return.

You see, students spend only 10 hours per week at their placements, which in addition to time working, also includes time students spend observing, receiving feedback from attorneys and at out-of-office activities. The work students actually perform provides no immediate benefit to the corporations. It would be far easier for the companies to send the minimal work our students perform to outside counsel or do it themselves rather than devote the substantial amount of time they do explaining, supervising, critiquing and evaluating the students' work product.

The vast majority of companies involved in our program participate every year. When I reflect on why this is so, I have concluded that in-house lawyers relish the opportunity to teach, mentor and encourage students in the program. They, as well as their employers, feel as if they are giving back by helping train law students. Inside counsel tell me all the time that they like the positive energy students bring to their companies. It's fun to have an inquisitive law student in the department, and training them helps keep inside counsel "fresh." Other attorneys like having contact with SMU Dedman Law, and remembering their own experiences as law students.



Logos of the companies that participated in SMU Dedman Law's corporate externship program in Fall 2015. Graphic: Kristy Offenburger

Michael Raoufpour, an extern at Ericsson, said that everyone he met at the company "seemed genuinely interested in offering me the best experience possible." Michael had no intellectual property experience before his externship, but said that his supervisors were very helpful in breaking issues down for him and helping him understand the underlying problems he researched.

Most of the placements take their externs to lunch, and this is where I find that corporate counsel share "pearls of wisdom" with students-such as what they wish they'd known when they were law students. Lunches also give students a chance to ask questions and get to know the attorneys better. Keshia Barnes, who externed with the restaurant chain Le Duff America, said that her "favorite part of the externship program was being able to ask my field supervisor any question I may have had about the practice of law and her providing honest answers."

Courtney Clay, our extern at AT&T, was able to have lunch with the company's new general counsel, David McAtee. Her field supervisors set it up, and Courtney described the department's leader as "friendly and easy to talk to, as well as approachable and knowledgeable." Courtney said the fact that her supervisors did this made her "feel special, like they were really taking an interest in the time I was spending at the company."

Another criticism of some corporate externship programs is that they do not focus on set academic goals like the attainment and practice of fundamental skills, substantive law and ethics education. For this reason we set up ours as an academic program - combining a substantive class with the field placements

to ensure that the externships are consistent with the school's curricular needs and desired learning outcomes. Students must pass both the class and externship components in order to receive academic credit. Our program syllabus contains well-developed academic goals, which we have refined as the program has progressed.

Students meet weekly in a class where we discuss substantive and practical topics facing inside counsel. Many of the classes focus on the unique aspects of working as a lawyer within a corporation. Topics often covered in such classes include the roles and history of in-house counsel, how corporate legal departments are structured, client identification, working with outside counsel, conducting an internal investigation, corporate compliance and legal risk management. We also delve into ethical issues confronting corporate counsel.

Practice areas common for in-house counsel are also covered. These have included intellectual property, real estate, securities laws and employment law. In-house practitioners guest-lecture in certain classes or serve on panel discussions with other attorneys. The personal insights and knowledge these individuals offer students can contribute a great deal to their learning and make the classes more practical.

We communicate our academic goals for the program to the companies through a comprehensive field supervisor manual I prepared. The manual includes a syllabus for the classroom component so that the placements can see what their externs are learning in class each week. We also outline field supervisor expectations, provide a road map for their initial student meetings, and set out examples of the types of learning experiences students have had in the past at other companies. Feedback from field supervisors is critical. For this reason, we encourage informal feedback throughout the semester and provide instructions and forms in the manual for the mid-term and final evaluations.

The few student issues we have had concerned students not communicating adequately with their placement sites about work schedules or progress on assignments. At first I found these episodes very frustrating and sometimes embarrassing. However, I realize now that these situations are perfect learning opportunities for students. Of all the "pet peeves" I hear from inside counsel about working with outside counsel, poor communication/lack of responsiveness is at the top of the list. I am glad that our students are learning this important lesson now in a "safe" environment before they begin their legal careers.

When the program started, I emphasized the importance of students creating work product that could be evaluated. However, in the second year, I discovered that students learn as much (or more) just by observing how law is practiced in an in-house legal department. Students observing the way seasoned practitioners conduct themselves on conference calls and during meetings and negotiations is a learning opportunity that simply cannot be duplicated in the classroom, and is equally if not more important than any work product they create.

Aryele Maye was an extern at J.C. Penney Inc. this past year. She remarked that her most valuable learning experience in the program was what is often overlooked - observation. She said, "The corporate counsel externship program allowed me the unique opportunity to interact with experienced and talented attorneys and observe how they solved problems and interacted with their internal 'clients.'"

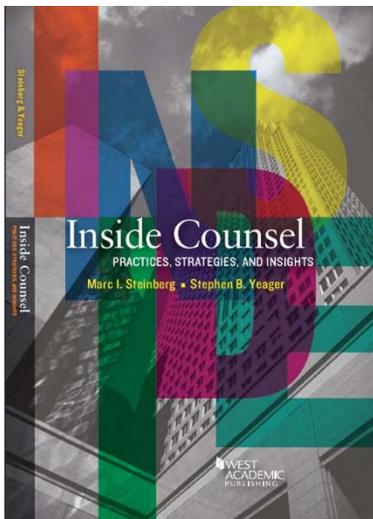
The primary pushback I received when contacting corporations about participating in the program concerned confidential information to which students might have access in the course of their externships. I helped corporations become comfortable with this issue by emphasizing that we and our students take this issue seriously. I stress the importance of confidentiality in class and go over the applicable ethical rules. Most of the participating companies require externs to sign confidentiality agreements and obtain

security access cards. Students do not share any of their work product with the school and do not include the names of particular matters or parties on the weekly timesheets they send me.

Learning the importance of keeping information related to the representation of a corporate client confidential is one of the most important lessons. I stress to students in class that they should not discuss confidential matters in elevators or at a restaurant because they never know who might be listening. I have witnessed practicing attorneys run afoul of these rules and suffer the consequences.

We have not experienced any problems with students revealing confidential information. Sometimes students will tell me after the fact about a confidential project they worked on after it becomes public. They take pride in knowing that they were included. The extern at Fossil Group said his favorite project involved Fossil's acquisition of Misfit Inc., a wearable technology company. "It was interesting to work on a confidential project," Tyler Eyrich told me, "and I was not allowed to discuss it with anyone outside the legal department. It was exciting to work with wearable technology, learn how it works and delve into related legal issues."

Attorneys at different placements told me that they were curious about what students at other placements were doing, but I did not know how to share these experiences. Now I do. This fall, I incorporated social media into the program to "share" learning experiences (#SMUCorpCounsel on Twitter). I "tweeted" classroom photos and topics each week. Some students participated in this enthusiastically and tweeted photos from their placements (in compliance with social media policies and only with prior approval of their field supervisors). We also send all placement sites a Student Profile Book at the end of each semester which contains a brief synopsis written by each student about his or her particular learning experience.



Initially, we struggled because there was not a good textbook for the classroom component of the program. Professor Marc I. Steinberg, Director of the program, and I cobbled together articles on in-house practice and that served temporarily as a less-than-ideal substitute. Finally, we actually wrote our own book for the class - Inside Counsel - Practices, Strategies, and Insights (West 2015). We have now used it for two semesters, and it is working very well. Other law schools that have since started corporate counsel classes and externships have adopted the text as well. In-house lawyers have also found the book beneficial.

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It has been an absolute joy to look back at the last three years and retrace our students' incredible learning experiences. In hindsight, it is clear that there are a whirlwind of synergies when nonprofit educational institutions work closely with for-profit companies for the benefit of law students. If properly structured and supervised, experiential learning in a corporate legal department supplemented by classroom learning provides law students with an incredibly valuable educational experience. For too long, legal education has been like a wagon following in the same ruts. I am thankful that SMU Dedman School of Law was willing to take a chance and chart a new course. I hope other schools will follow.

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