

GENERAL COUNSEL PANEL

SELECTING AND WORKING WITH OUTSIDE COUNSEL

Presenters



Albert J. Pucciarelli, Esq.- Moderator
Partner and Chair of the Hotels and Resorts Practice of McElroy,
Deutsch, Mulvaney & Carpenter, LLP
Executive Vice President, General Counsel and Secretary of Inter-
Continental Hotels and Member of the Board of Directors (1988 – 98).
Represents hotel chains and hotel owners and developers.



Jeffrey A. Holdaway, Esq. - Panelist
Senior Vice President & Associate General Counsel,
Marriott International, Inc.
Legal oversight of Marriott owned and managed hotels
worldwide
Chairman, American Hotel & Lodging Association General
Counsel's Committee

Presenters



- Margaret C. Egan, Esq. - Panelist
- Vice President & Associate General Counsel, Hyatt Hotels and Resorts
- Legal oversight of global real estate and development for Hyatt
- Professor of Hospitality Law at DePaul University's School of Hospitality Leadership

GENERAL COUNSEL PANEL

- Selection of outside counsel for:
 - (a) on-going routine work
 - (b) development projects
 - (c) special projects.
- How are these lawyers identified?
- Criteria for selection.
- Selection process
 - (e.g. – interviews? beauty contests? RFPs?)

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- When to hire an in-house lawyer versus going outside for the specialty (e.g., labor, alcoholic beverage controls)
- What areas require always-available in-house expertise?
- When hiring lawyers, is the state of admission a consideration?

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- One large “global” firm for all outside work or “horses for courses”?
- Is any firm too large? Too small?
- Are non-US lawyers used outside the US or do you use “foreign” offices of US firms?

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- How is counsel hired for managed and franchised hotels?
- Does the hotel owner approve the selection?
- Except for a dispute with the owner, does the management company or franchisor use corporate counsel of the owner?

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- Fee arrangements and billing practices (e.g., “success fees”).
- Alternatives to hourly charges
- Do you have a policy to guide outside counsel in their billing?
- Who approves the invoices?
- What fees are allocated to managed hotels?
- Any outside counsel abuses?

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- Policy on outside lawyer T&E.
- Class of travel?
- Class of hotel?
- Pre-approval required?

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- Accepting “World Series tickets” from your outside counsel.
- Do you have a policy that governs these “token” gifts from your outside law firms.

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- Communications with outside firms –
e.g. ERISA counsel with HR personnel; outside lawyers contacting non-lawyer corporate personnel.
- Must all communications with outside counsel be conducted with or through in-house counsel?

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- How are lawyers for the “run of the mill” insured slip and falls selected?
- Are these cases managed or monitored by the Law Department or by the Risk Management Department?
- Who determines settlement terms?
- Does the retention amount make a difference

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- Hiring from ranks of outside counsel;
- Do you ever use “borrowed lawyers”?

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- Conflict concerns?

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- Confidentiality concerns?

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- Joining your outside counsel firm after leaving your in-house job.

SUMMARY

- Keys to a successful relationship.
- Pitfalls to avoid.