

In-House Counsel

SUBMITTED BY THE FBA CORPORATE AND ASSOCIATION COUNSEL DIVISION BOARD: JOHN OKRAY, CHAIR; DIANA LAI, TREASURER; PORTER NOLAN, VICE CHAIR, CHAPTER LIAISON; RACHEL ROSE, VICE CHAIR, PUBLICATIONS; AND RYAN TEMME, VICE CHAIR, MEMBERSHIP.

The FBA Corporate and Association Counsel Division is pleased to have contributed to a number of articles, profiles, and interviews to this issue of *The Federal Lawyer* that encompass current topics in business law and corporate governance. Heather Fine, managing director of Major, Lindsey and Africa, one of the largest in-house counsel recruiting firms, provides straightforward career and compensation advice,

including for attorneys or law students considering an in-house counsel role. Margaret (Peggy) Foran, chief governance officer of Prudential Financial, discusses her views of current corporate governance best practices that corporate counsel and corporate secretaries will find insightful. Robert McCormick, chief policy officer at Glass Lewis & Co., gives an update on hot-topics in proxy voting that impact all corporations, directors, and shareholders. William Schultz, general counsel of the U.S. Department of Health and Human Services, discusses several aspects of the Affordable Care Act that impact corporations and their employees. Steven Walker, general counsel of the National Association of Corporate Directors, provides candid thoughts about how corporate boards have evolved over the last several years and offers advice for attorneys interested in becoming a director candidate.

This issue also includes an article analyzing how corporations and countries with a higher percentage of female corporate directors

both tend to outperform their competition. Several countries have already implemented, while others are contemplating, legal quotas for female corporate directors. Given the slow growth in the percentage of female corporate directors, in particular for board chairs, one question the article explores is whether the federal government, state governments, stock exchanges, or shareholders will ultimately implement similar regimes in the United States.

Michele Desoer, Lawrence B. Lambert, and Marc A. Wites discuss attorney/client communications in their article. Attorneys—and clients—often assume that the inclusion of an attorney as a recipient of a communication—or even just “copying” and in-house counsel on an e-mail’s circulation—automatically shields the document from prying eyes. The authors explain that this assumption is not only inaccurate, but the issue has become more pronounced in the past two decades.

The Corporate and Association Counsel Division has a long history with the FBA and its leadership has been working to enhance its offerings to members, such as through its award-winning *Corporate Articles* newsletter, in-person and webinar CLE programs, and a periodic column in *The Federal Lawyer*. Increasing the level of participation of in-house counsel in the FBA offers a number of benefits to the association, and we hope that you will consider sharing this issue of *The Federal Lawyer* with your in-house counsel and business lawyer colleagues. We also welcome any members of the FBA with an interest in business law or that serve as in-house counsel to get more actively involved in the division. Finally, we would like to thank all members of the FBA and its staff that have contributed to the success of the division over the years. ☉