

THE ASSOCIATION OF CORPORATE COUNSEL'S

TOP 10 30 somethings

In 2015, ACC received more nominations for its "Top 10 30-Somethings" honor than ever before. The 2015 class reflects the inspired competition and epitomizes ACC values: tireless innovation, love of practice and a genuine international perspective.



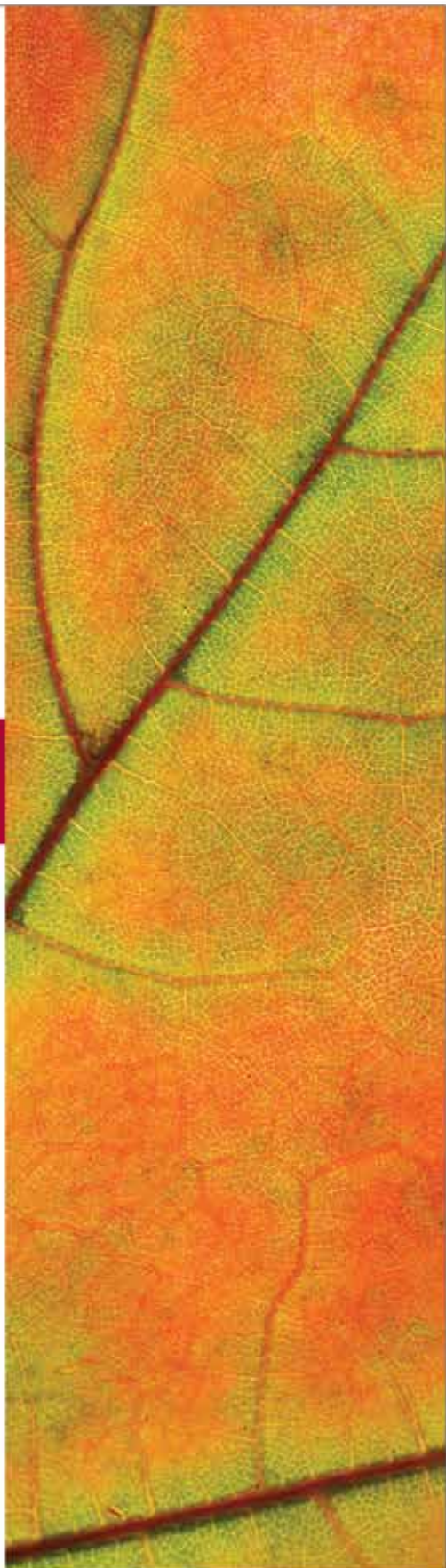
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The 2015 Top 30-Somethings are a diverse set of lawyers who have a lot in common. Three trends emerged when speaking with them.

TIRELESS INNOVATION

Walmart Associate General Counsel Alan Bryan developed a law firm scorecard to track the hundreds of law firms the world's largest retailer uses. Amy Yeung, assistant general counsel of ZeniMax Media, led the company's US Supreme Court amicus brief arguing for video games as works of art that should be protected under the First Amendment. DocuSign's Senior Corporate Counsel Rachel Stoermer is at the forefront of esignatures and the legal hurdles they bring.

Others, like James Benes, former deputy general counsel of FTS International, and Archana Bhuta, former director of patents for Juniper Networks, are innovating by taking on new, challenging roles at growing companies like Active Network and Pebble Technology Corporation, respectively.

LOVE OF PRACTICE

Building a legal department from scratch is a difficult job. Three (four counting Benes' new role) honorees were asked to do just that. Erika Mouynes drew up a legal department for Fintech Advisory, a \$6 billion investment firm in New York City. Across the country, Potandon Produce's Jeremy Ladle did the same thing in Idaho Falls, Idaho, for the potato and onion producer. In New Zealand, Matt Vaughan started the legal department for Xero, a cloud-based accounting company.

There was a universal desire to do more pro bono work and contribute to the community at large. Laura McLaren, senior counsel and director of BMO Financial Group, is on the junior board of Tina's Wish, an organization dedicated to funding research for and raising awareness of ovarian cancer. Alex Ponce de Leon, corporate counsel for Google, is adamant about increasing the number of minority in-house lawyers.

INTERNATIONAL PERSPECTIVE

Over half of the 2015 class was born outside the United States. Recipients were born in Scotland, India, Panama, Venezuela, Australia and the Czech Republic, in addition to the four lawyers born in the United States.

Every Top 30-Something emphasized the cross border cultural challenges they had to overcome while practicing law. The legal field is becoming truly international.

FOR MORE ON THEIR PERSONAL JOURNEYS AND PATHS TO SUCCESS, READ ON.

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About the 2015 Contest:

ACC's "2015 Top 10 30-Somethings" awards recognize outstanding achievement in the in-house profession among attorneys who were between the ages of 30 and 39 in 2014. As our contest gained traction in its fourth year, ACC received more than 136 unique nominations in 2015, both diversifying the candidate pool and making for a more competitive judging process. Ten volunteer in-house judges scored nominees on the value the candidates have added to their legal departments, companies and the in-house profession. Communication, participation in professional associations, and advocacy, pro bono and community service efforts were taken into account.

ACC WOULD LIKE TO THANK THE "2015 TOP 10 30-SOMETHINGS" AWARDS SPONSOR SAUL EWING, LLP.

We would also like to thank our contest judges:

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*Senior Vice President, General
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James Benes
DIRECTOR OF LEGAL
AFFAIRS
ACTIVE NETWORK

AGE: 36

In order to be a successful in-house attorney, James Benes practices law with four pillars in mind: the company, management, employees and the community. The first pillar involves analyzing the company's potential and risks by looking at the commercial objectives, regulatory landscape and litigation threats.

The second pillar involves providing sound and practical advice and counsel to fulfill the goals of the C-suite. The third pillar entails properly collaborating with and mentoring staff and the people he works with to ensure and foster an environment of growth, so that everyone can achieve their full potential and provide maximum benefit to the company. The final pillar, according to Benes, involves creating an atmosphere of integrity, respect and a sense of ethical responsibility for the communities in which we live and work and the industry as a whole.

Benes, who recently became director of legal affairs for Active Network, a cloud computing software services platform that manages registration and participation information for events, is big on mottos. He says: "One of my great mentors told me, 'If you remember these three things, you will be a great lawyer. The first one is to prepare. The second one is to prepare. The third one is to prepare.'"

Benes has been planning to be an in-house lawyer throughout his entire career, and even recalls wanting to join the ranks of corporate counsel ever since he moved to the United States. Born outside of Prague, in the Czech Republic, he moved with his parents to Austria as a young child before spending time in Boston and ultimately settling in Dallas. He elected to go to Southern Methodist University to stay close to his family.

He has a passion for transactional law, saying "it generates growth and wealth and is the catalyst for progress, innovation and commerce." After gaining expertise at two large private firms, Locke Lord and K&L Gates, he got the entrepreneurial bug and founded his own firm.

During that time, he found a great opportunity: to become the deputy general counsel for FTS International. The company, which specializes in hydraulic stimulation services for oil and gas companies, was at the forefront of its international expansion efforts. They needed someone to complement the existing legal team with sophisticated transactional, contractual and international experience, and to build the compliance program from the ground up. Benes was determined to create a world-class compliance program, drafting and implementing numerous policies and procedures, including initiatives related to the company's code of ethics, anti-corruption safeguards, export controls, whistleblower policy and other companywide programs, like regular hands-on legal compliance training and implementing an ethics and compliance management team.

Benes was also instrumental in the company's international expansion, which started in 2011. Benes is proud of FTS International's joint venture with Sinopec, one of China's largest oil and gas companies, which was a multi-year effort to bring FTS International's hydraulic stimulation capabilities and expertise to Asia. Throughout the negotiations, he had to maneuver through sensitive times with respect to Chinese and US relations, including controversies around Edward Snowden, cyber hacking and trade secret theft allegations that were playing out in the media, and an anticorruption probe by the Chinese government into its local oil and gas industry.

Benes moved to his current position at Active Network in early 2015. As always, he is excited to find sound, practical solutions and close transactions that will contribute to the company's success and growth. **30**

Archana Bhuta always had a plan. As early as age five, she knew she wanted to be a lawyer. In high school, she knew she wanted to study patent law. While practicing patent litigation, she knew she wanted to go in-house and eventually direct a patent program. She approaches her career with an engineer's precision and a lawyer's tenacity.

Born in Bangalore, India, and raised in Indianapolis by an aeronautical engineer (her father) and a preschool teacher (her mother), Bhuta grew up loving science, technology, engineering and math courses. Instead of the typical liberal arts undergraduate coursework, she pursued a bachelor of science in mechanical engineering from Purdue University, which she earned in 1997. She went directly to John Marshall Law School where she received her JD, with a focus in intellectual property, in 2000.

Bhuta quickly established herself at Blakely, Sokoloff, Taylor & Zafman, a boutique IP firm with a major West Coast presence. "I learned how to work with engineers," she says about her time at the firm. "I learned how to talk and interface with clients. I was an engineer, but it's different when you switch over to the legal context and you're working with engineers as partners."

Her next transition, carefully planned as always, landed her at Weil, Gotshal & Manges LLP where she focused on patent litigation. It gave her the understanding of the practical implications of using a patent. She also gained the firsthand knowledge to avoid the issues that land an in-house lawyer in court.

Her first in-house role was at Sun Microsystems where she was senior IP counsel. She was involved in high-level strategy that required business knowledge in the equation. When Sun was being acquired by Oracle, she looked for her next step and found it at Juniper Networks.

Bhuta managed Juniper's global patent program — a few thousand patents. In addition to a focus on patents, in her early years at Juniper, she also addressed broad technology, inbound licensing and open source issues. Juniper is a networking company. Seven of the eight largest stock exchanges run on its network. So do national government agencies, energy and utility companies, healthcare of educational enterprises and 99 of the Fortune Global 100. "It provides the fundamental backbone of the Internet," explains Bhuta, who led the IP due diligence and IP integration of the \$70 million acquisition of SMobile during her first year with the company.

The company is well known for its huge research and development budget. In recent years the company has reduced the budget but Bhuta worked hard with the patent legal team to ensure it stays as productive as ever by leading the consolidation of all patent legal work in foreign jurisdictions from many vendors to a select few. She kept the process well organized by working with the patent legal team to implement a quarterly review program, reviewing for relevance and strategic return all of the company's worldwide patent assets, both issued and pending.

Bhuta also assisted in her company's vigorous defense of its IP. She analyzed the patent portfolio and produced a litigation-ready work product that aided in the filing of a five patent lawsuit against a Juniper competitor that ultimately resulted in a \$175m settlement payment to Juniper. She was also vocal about diverse strategies for dealing with non-practicing entities (NPEs) by speaking at various conferences such as ACC, Asian Pacific American Bar Association and Innography.

She enjoyed her time at Juniper, and is now moving on to catch the new wave of legal and technology trends in smartwatches as the director of IP at Pebble Technology Corporation. **30**



Archana Bhuta

DIRECTOR OF
INTELLECTUAL
PROPERTY
PEBBLE TECHNOLOGY
CORPORATION

AGE: 39



Alan Bryan

ASSOCIATE GENERAL
COUNSEL
WAL-MART STORES, INC.

AGE: 39

Growing up in the small, central Arkansas town of Morrilton, the adolescent Alan Bryan thought for years he would enter the medical profession. During his undergraduate, premed years at the University of Arkansas, he realized he didn't have a genuine affinity for hospitals and changed his focus to law.

Litigation was a natural fit because he enjoyed the exhilaration of the courtroom and guiding clients in a thoughtful, considerate manner. He rose to partner in Arkansas's largest law firm where he had a broad civil defense practice including personal injury defense, medical malpractice, products liability, professional liability, transportation and trucking law, complex and toxic tort and insurance coverage.

As he became more skilled and experienced, he sought different opportunities to present or be the counselor — the things he loved about being a lawyer. He was working in his firm's Fayetteville office at the time, only 20 miles away from the world's largest company, Wal-Mart Stores, Inc. He started looking for an in-house role at Walmart because of the opportunity it provided him to advise clients on a wider variety of legal matters and to lead people on a larger stage.

Initially hired as associate general counsel for tort litigation, Bryan jumped into the role of overseeing all the company's outside counsel less than two years later. One of his first tasks was designing the company's litigation metrics report. The legal department polled each of its primary litigation groups — employment, tort, commercial and class action — and asked what they wanted to see in the report. The completed report showed objective data points regarding the company's litigation firms culled from historical data allowing the managing lawyer to evaluate cases and firms in order to set strategy. It was designed to measure efficiency as much as it was to drive efficiency, Bryan says, and it is a tool that leads to better litigation results.

The litigation metrics report was the precursor to the law firm scorecard that Bryan developed and currently oversees as part of the department's legal administration and external relations team. "If the litigation metrics report is the 10,000 foot view, the law firm scorecard is the 30,000 foot view," he says. It is designed to be high level and applicable to all Walmart's firms and internal practice areas, not only litigation firms. It's not a small project. Walmart uses hundreds of law firms and at any given time has thousands of active outside counsel.

The three areas that matter most to the entire legal department are diversity, legal spend and performance. Diversity is measured by firm and also by Walmart's legal team within that firm. Legal spend is measured period over period, and also broken down by who is doing what on Walmart's team. The company wants to ensure that diverse lawyers are not only part of its external legal team but that they are doing meaningful work.

The performance aspect was the most difficult piece to design, Bryan says. Internal Walmart lawyers rate firms on general attributes like budgeting or responsiveness, for example. For the first time in company history, all legal department personnel can access a single scorecard report that shows law firm diversity, company team diversity and legal spend by demographics of the firm's partners and associates.

He is trying to increase the number of female equity partners in our nation's law firms through the National Association of Women Lawyers (NAWL) Challenge Club. The goal, Bryan says, is to provide access and build personal and business relationships between these attorneys.

Bryan has accomplished a lot in less than four years at Walmart. He attributes this to his practice of Sam Walton's sundown rule, which is another way of saying, "Don't put off until tomorrow what you can do today." **30**

The next time you're enjoying a heaping bag of Five Guys fries, think about the process that got those potatoes to you. Jeremy Ladle, general counsel of Potandon Produce, is a pivotal character in the odyssey of those potatoes.

Potandon is a portmanteau of potatoes and onions, the other common agricultural product the company arranges for sale. Ladle, as the company's first in-house counsel, built the legal function from the ground up. He started in an administrative role where he chaired the human resources committee while also doing legal work. He says the company went through a phase where they thought they might not have enough work for a full-time lawyer. Potandon quickly revised that thought by adding a second lawyer and promoting Ladle to general counsel.

When Ladle started, he inherited a class action antitrust case where, together with outside counsel, he set forth the company's defense based on its antitrust compliance plan and being a marketing agent for nine co-ops, with protection provided under the Capper Volstead Act. The lawsuit against many in the potato industry was like the lawsuits against those in the eggs, dairy and mushroom industries. The key to a successful outcome for Potandon has been illustrating that Potandon was not a part of the alleged supply control conspiracy and that Potandon actually benefits by selling more volume.

One of the more interesting issues that Ladle has worked on related to the company's compliance plan happened when a supplier could not supply 100 percent of their product, and he had to engineer a solution that worked for Potandon and the grower. Because of sensitive information, including pricing information, and the grower's desire to sell some of their produce themselves or through another marketer, the parties had to be creative. Ultimately, they were able to find a solution that worked for everyone and satisfied legal requirements.

Potandon supplies fresh produce to Five Guys, Olive Garden, Ted's Montana Grill and other brands, as well as retailers like Walmart and Costco. Potandon is also the exclusive marketer for fresh potatoes and onions for Green Giant. In advancing the legal function within the company, Ladle identified key provisions in contracts with big purchasers where Potandon could benefit. He says he did this by "focusing on limitation of liability, indemnification and making sure that there are no consequential damages or at least there's some cap to those consequential damages." Instead of marking up a standard contract, Ladle says preparing a short, reasonable supplement to the contract usually does the job.

Ladle also streamlined high volume contracts like nondisclosure agreements, certain supplier agreements, material transfer agreements and leases for Potandon managers that allow them to frontload key information needed for legal approval.

To better understand the business side of things, he earned an MBA from Indiana University's Kelley School of Business while working fulltime. The MBA helped him understand strategy and organizational structure so he can address key business objectives and delegate other responsibilities.

He also has a master's degree in agricultural economics from Purdue University. While he was earning the degree, he focused one project on Mexico's quarantine on the import of US potatoes, which was really just a protectionist policy for Mexican potato producers. As part of his studies, he looked at the economic impact of the quarantine on the Mexican economy. All in all, the gain to Mexican potato producers from the quarantine is offset by the larger loss to Mexican consumers. Simply put, the quarantine is bad economic policy that also harms the US industry. While consumer and industry groups, like the National Potato Council, are challenging the quarantine, Ladle stresses the lessons he learned from the study as they apply to his company and the legal department. "We are focusing on international opportunities, and you have to be aware as the general counsel of a company where those opportunities could be," adding that Cuba might be an emerging market. **30**



Jeremy Ladle
GENERAL COUNSEL
POTANDON PRODUCE

AGE: 38



Laura McLaren
SENIOR COUNSEL AND
DIRECTOR
BMO FINANCIAL GROUP

AGE: 37

Glasgow-born, Vancouver-raised and Montreal-educated, Laura McLaren spent nine years as a litigator with Clifford Chance in New York City before moving in-house. Now senior counsel and director at BMO Financial Group, and based in Toronto, McLaren says that she prefers the diversity and business-focus of in-house practice.

McLaren manages BMO's litigation arising from its US Capital Markets business. She says that BMO has provided excellent opportunities for her to broaden her skill set. While McLaren still relies on the securities litigation and regulatory skills developed in private practice, she now also handles employment, compliance advisory, and investigation matters.

McLaren's legal expertise from having worked on four continents — Europe, North and South America and Asia — is a great fit for BMO, an institution with a global footprint. She routinely advises on cross-border issues that impact BMO's business, including international regulatory matters and the significant distinctions between the Canadian and US litigation systems.

One trend that McLaren has whole-heartedly adopted is the use of alternative fee arrangements. "From a business perspective, they offer us the cost predictability that we need and force us to think about engagements in terms of a value proposition," she says. "They also encourage our external counsel to staff and manage their cases in the most efficient manner possible." McLaren has led the Capital Markets team's efforts to put alternative fee arrangements in place for much of its high-volume, routine litigation work in Canada and the US, which frees up internal resources for more complex matters. And she regularly speaks on the topic at industry conferences.

McLaren credits her mentors with helping her to achieve success. One particularly special mentor, a New York City litigator, encouraged her to go to law school and provided guidance to her through the first few years of big-law practice. That mentor? Her sister.

Others helped her along the way too. "I've been fortunate to find mentors throughout my career who took a keen interest in my development as a lawyer and provided me with some really incredible professional opportunities," McLaren says. With this in mind, she feels it's important that she pay it forward so McLaren dedicates time to mentoring high school students interested in pursuing a legal career through the "Law in Action Within Schools" program.

McLaren actively serves her community, focusing her efforts on women's causes. One cause that is particularly close to McLaren's heart is Tina's Wish, an organization dedicated to funding research for and raising awareness of ovarian cancer. It was started in memory of the Honorable Tina Brozman, a former chief judge of the US Bankruptcy Court for the Southern District of New York. McLaren sits on the organization's junior committee, and says that through its efforts the group hopes to educate a younger demographic about the risks of ovarian cancer and fund research for an effective screen.

When asked about her future plans, McLaren says she's looking forward to exploring new and challenging opportunities within BMO. Given McLaren's journey to date, the sky is the limit. **30**

Building a legal department from the ground floor is one of the most difficult tasks for a lawyer. It is even more challenging when it's the legal department of a \$6 billion investment company.

Erika Mouynes is Fintech Advisory's general counsel and chief legal officer. She joined the company in 2013, as its first in-house lawyer, having cut her teeth in the finance world as a corporate lawyer in one of the largest law firms in her native Republic of Panama, followed by time serving as a high-ranking government official, and, most recently, a tenure in the project finance department at Shearman & Sterling in New York.

Upon arriving at Fintech, Mouynes immediately began shadowing every senior employee, from portfolio managers to financial officers, to understand the scope of each employee's day-to-day transactions and the corresponding legal requirements. Fintech's employees welcomed Mouynes because she implemented simple solutions to complex matters, helping educate her clients on the legal aspects underlying each of their business requirements. She created basic templates for most transactions, including term sheets, letters of intent, participation agreements and the like, where senior managers could now plug in the business and operational details for deals before she ultimately vetted the transactions. Put simply, she empowered her colleagues to work more efficiently with the business and financial terms of their deals without having to turn to outside counsel in every instance.

Fintech Advisory is the investment manager of a private investment firm. Mouynes describes the company as "a mix of quasi-hedge fund with a private equity firm." Since it's technically a family office, it provides more flexibility because there are not a lot of guidelines and restrictions in terms of the investment goals. The firm started out buying distressed securities in emerging markets but now owns key stakeholdings in, among other things, major European banks and telecommunications entities across the globe.

On the external side, she oversees and spends a significant portion of each day working closely with more than 20 outside firms around the world, where she relies not only on their legal expertise, but their keen understanding of local business and legal environments which ultimately serves to mitigate business and legal risk. "There is a distinct advantage to having constant communication and a strong personal relationship with, for example, the Italian or Argentinian lawyer on your deal, as just knowing what local news outlets are reporting in those countries and how entities are perceived on the ground can be a tremendous strategic advantage, particularly in cases where government approval is required," notes Mouynes. She truly appreciates pro-active, "in the know" outside counsel that understand when and how to wear the right business hat — really, those business-oriented lawyers that "just get it."

Mouynes, a mother of two toddlers, was born in the Republic of Panama and has always been interested in the convergence of finance and law. She was a Fulbright Scholar, and earned a postgraduate degree in business and finance from New York University's Stern School of Business, an LL.M. in corporate law from NYU's School of Law and an additional LL.M. in international transactions from Berkeley School of Law.

Ultimately, when the Fintech opportunity arose she did not hesitate. "I had the freedom to create the right business and legal atmosphere at the company that I wanted to in this position and decided to venture a bit and push on the traditional constructs that are typical of GC positions in the finance space," she says. Above all, though, it was the perfect mix of law and business she had been searching for from the start. **30**



Erika Mouynes
GENERAL COUNSEL
& CLO
FINTECH ADVISORY

AGE: 37

alex ponce de leon

2015 TOP 10 30-SOMETHING



Alex Ponce de Leon
CORPORATE COUNSEL
GOOGLE INC.

AGE: 38

The day of Alex Ponce de Leon's interview with the *ACC Docket*, he called from the hallway of a New York City office where he was engaged in back-to-back litigation meetings before speaking at an eDiscovery conference. It's an appropriate picture of what Ponce de Leon's average day looks like.

Ponce de Leon, corporate counsel for Google Inc., is responsible for the discovery phase of litigation for the multinational technology company. "Eighty percent of what I do day-to-day is case specific. I am embedded on case teams that worry about the discovery angles. Twenty percent of what I do is completely case agnostic, where I focus on the policies and process within the company," he explains.

Ponce de Leon, who is constantly meeting with outside counsel, other litigators within Google, vendors, witnesses, the discovery team or heading to depositions, is a big fan of David Allen's Getting Things Done method or GTD. It is a way to deal with information overload by moving planned tasks and projects out of mind and breaking them into actionable work items.

At the rate discovery law is evolving, he needs a plan to address information overload. Ponce de Leon's work for the multinational company means he needs to understand the international regulatory environment, particularly the nexus of discovery and privacy. Over the past several years he has worked on matters in India, China, Brazil and Germany.

"When you're a multinational company that relies on data being in the cloud, the movement of that data to meet our litigation obligation in US courtrooms can be really challenging. Being able to move that data from point A to point B while meeting all the regulatory obligations and making sure we respect local privacy restrictions requires careful legal analysis," he says.

There are also cultural differences too. Ponce de Leon was working on a matter in India where the regulator expected a binder of material. The material he was preparing wouldn't fit in a binder; it wouldn't fit in 10 binders or even a hundred binders. It isn't that India is a legal backwater, it's the fact that eDiscovery is expanding exponentially and regulators have trouble keeping up.

Ponce de Leon came to Google from Intel. While he was at Intel, the company acquired McAfee, the world's largest dedicated security software company. Ponce de Leon was sent to establish relationships with his counterparts at McAfee and integrate the company's litigation process, particularly with regard to discovery, into Intel's. "It was like working on a fast moving train and climbing on top of the engine and trying to make adjustments and marry best practices that at times were sometimes divergent," he says. His integration efforts impacted nine active litigation matters.

After spending time at Intel and Google, Ponce de Leon has seen silos develop around certain areas. The bigger, more complex companies require deep knowledge that can operate in a silo. "To break that silo you absolutely need to have a variety of viewpoints at the table otherwise you're going to create a siloed solution and new siloed problems," he explains. The issue's fix, in his opinion, is diversity. "I think the reflex is to protect those silos but I think having different thinkers from different parts of the company will break them." **30**

The idea behind DocuSign is so logical and self-evident that the company may become the global standard for transactions. The original concept, translating the paper signing process into an electronic environment, came in 2003, the year the company was founded.

Deals that were drafted and negotiated electronically became cumbersome once they entered the final stages, when the electronic process broke down. Contracts got lost in the mail. Deadlines were forgotten. Completed contracts were signed and mailed but with an incorrect date. DocuSign's goal is to make these business problems fade into the past.

Rachel Stoermer, senior corporate counsel for DocuSign, offers a glimpse of what the inkless life looks like: "I went five months after I moved offices without setting up a printer." She only installed a printer because the California bar requires a paper application for offering CLE credits. Outside curious cases like California's bar or certain IRS filings, electronic signatures are widely accepted in the United States.

Stoermer's primary challenge with respect to e-signatures is to change international attitudes. She still gets basic questions about e-signatures but her answers vary from country to country. "There are some countries where you can sign electronically but you have to use the government-approved system to do it. Or there are other countries that just don't have any legislation about it, so in theory you can but there is no citation you can give to make people feel comfortable they can do it. It's the biggest area of growth for us but it's also the biggest area of confusion," she says.

Over the years, the company has grown and now captures more than the signature. DocuSign allows customers to automate the routing process — who needs to sign, and in what order and when. It will generate copies to designated parties as part of its automated signature process. It is also integrated with other technology companies like Salesforce, Microsoft Dynamics and Google Drive, which allows it to automatically populate information and initiate a transaction.

Stoermer has spent her entire legal career in the Seattle technology industry. Apart from a couple months working in London for a previous employer (aQuantive, Inc., which was later acquired by Microsoft), she has spent her whole life within the Seattle city limits. Stoermer received three degrees from the University of Washington — her undergraduate and law degrees, and a master's in public policy.

Her grandmother was a lawyer and her father, a general contractor, decided to get his law degree while she was in college. He earned his tax LL.M. at the same time she was a first-year law student, and they participated in a law school competition during a year of overlap. "We won the contract drafting and negotiation competition," she says, "though I have to admit I was sort of riding his coattails on that."

Stoermer is growing the next generation of Seattle lawyers through an internship program with Seattle University. DocuSign offered a position to the first intern of the program and it has now expanded to include more students. She says they are a perfect fit for the company: "They are so tech savvy and grew up with the Internet as part of their lives, so they only know digital processes." **30**



Rachel Stoermer
SENIOR CORPORATE
COUNSEL
DOCUSIGN

AGE: 33



Matt Vaughan
GENERAL COUNSEL
XERO

AGE: 34

Xero isn't a household name in the United States — yet. Matt Vaughan, the Australian general counsel for the New Zealand-based company, is working to change that. The company recently closed a \$111 million round of funding from venture capital firm Accel Partners and existing shareholder Matrix Capital Management, to increase the company's capacity to drive brand awareness and adoption of the company's cloud accounting technology in the US marketplace.

Vaughan — who was Xero's first legal hire when the company already employed around 300 people — jumped into the role and focused on balancing compliance work (such as with the company's listings on the New Zealand and Australian stock exchanges) with work in other areas that contributed to the company's high-growth. He negotiated deals with major accounting firms, renegotiated a number of key vendor relationships, and took a step back to examine strategic initiatives like intellectual property strategy and M&A strategy.

Xero has a large market share in New Zealand and Australia, where hundreds of thousands of small and medium-sized companies already use the cloud-based accounting technology. The company's goal is to become the global leader in small business financial software. To accomplish its goal, it is expanding rapidly in the United Kingdom and the United States.

Vaughan has expanded the legal department. Xero now has three New Zealand-based lawyers, two US-based lawyers and one Australia-based lawyer. "With the team spread out across the globe, it's particularly important to keep everyone communicating well in order to be effective" Vaughan explains. "We need to address legal nuances in each region, but find innovative ways to cover these on a global basis given that our platform effectively operates on a 'one-size-fits-all' basis."

Overseeing a global operation has challenges. Vaughan and his team negotiate deals with customers, suppliers, investors and regulatory bodies from every core market where Xero operates, and need to address varying regulatory requirements, such as data privacy.

Vaughan studied business as an undergraduate and always gravitated toward corporate law. After practicing in a Sydney firm for a number of years, he relocated to the Cayman Islands to join top tier firm Maples & Calder where he developed expertise dealing with cross border transactions, and in particular with venture capital deals in North and South America. "It was an English-style firm working on numerous big international transactions, a lot of capital markets work, and international investment into and out of Latin America," he says.

The venture capital transactions prepared him for his role raising funds at Xero. "Being able to help sell the vision but at the same time remaining focused on closing out the legal aspect means it's a very commercially focused legal role," Vaughan says.

He recently completed executive development courses at Harvard and Stanford Business Schools after receiving the Prime Minister's Business Scholarship of New Zealand. A committed mentor, he will share his lessons with colleagues at Xero and with networking groups in New Zealand.

Vaughan has come a long way from growing up in a small beachside town north of Sydney. "If I couldn't be a professional surfer, being a lawyer was apparently the next best thing," he recalls. **30**

Yeung grew up in Centerville, Ohio, in the Dayton suburbs. The daughter of immigrants — her father from China and her mother from Japan — she studied domestic and international policy as a political science major. In one of her classes, she read *Fred Korematsu v. United States*, and learned for the first time that Executive Order 9066 caused more than 100,000 Japanese Americans, most of them American citizens, to be ordered into wartime internment camps without charges, notice, trial or due process, and without evidence of espionage. The class discussed the concept of due process and the social impact and policy consequences. As Amy recounts, this was the first time she considered becoming a lawyer.

Before heading to law school, she spent time as a paralegal at the Washington, DC law firm of Williams & Connolly LLP. It was there she really fell in love with the practice of law working on a vast array of unique tax, antitrust and litigation matters. Following law school, she continued to pursue corporate law, clerking for Vice Chancellor Donald Parsons of the Delaware Court of the Chancery.

It is no surprise, then, that Amy found herself going in-house early in her career as assistant general counsel at ZeniMax Media Inc. Based in Rockville, Maryland, ZeniMax produces video games through its subsidiaries like id Software (developer of Doom, Quake and Wolfenstein), Bethesda Game Studios (developer of The Elder Scrolls and Fallout), Arkane Studios (developer of Arx Fatalis, Dark Messiah of Might and Magic and Dishonored) and others. Yeung was hired as its fourth lawyer and spends much of her day working on e-commerce and privacy issues.

At one of her first projects at ZeniMax, Yeung set the legal template for logistics associated with the 10,000-person QuakeCon, an annual tournament and convention held in Dallas. “QuakeCon is often described as the ‘Woodstock of gaming,’ with gaming tournaments, a show floor and thousands of individuals playing games the ‘old school’ way, which is to say on the local area network, LAN,” she says. In addition to the video game tournament, there are speakers and panels, journalist meetings and interviews to secure. Then there are insurance issues, photography and video consent forms, vendors, hotel and security aspects that need sorting out.

Amy also led the company’s amicus brief submission in *Brown v. Entertainment Merchants Association*, a case seeking clarity on whether a California law restricting the sale of violent video games to minors unduly burdened the First Amendment freedom of speech. The brief stressed to the US Supreme Court that video games must be protected under the First Amendment like any other form of art because other art mediums were already protected. Although a large number of law firms were collaborating to address the various legal arguments, Amy noted that no brief yet addressed the individual components of a video game; each game has music, code, plotlines, acting, voicing, and illustrations, each aspect often original and a fully-protected art form itself. The Supreme Court in *Brown*, in 2011, held in favor of the video game industry and struck down a 2005 California law that intended to ban the sale of certain violent video games to children without parental supervision. “It was a turning point in understanding what it means to have a digital component in our everyday lives,” Yeung says.

A worldwide audience plays games produced by ZeniMax Media; accordingly, Yeung needs to straddle privacy laws from different jurisdictions. She works closely with the technical team to ensure compliance. “In Europe, the concept of privacy is inherent, akin to a Constitutional right (like the First Amendment) and of course is a cultural notion so is also rooted in history and historical consequence.” **30**



Amy Yeung
ASSISTANT GENERAL
COUNSEL
ZENIMAX MEDIA

AGE: 36



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