International Challenges for General Counsel

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Introduction My professional journey















- USA: New York, New Jersey, Atlanta
- Europe: Oslo, Stockholm, Helsinki, Frankfurt, London, Vienna, Athens
- Asia: Tokyo





"No one can whistle a symphony. It takes a whole orchestra to play it."

The Changing Context

The evolution of the General Counsel

- GC 1.0: Early Modern Globalization (1945-1989)
 - Post WW2 and the New World Order
- GC 2.0: Globalization (1989 -2006)
 - WTO
 - The rise of China; supply chain revolution
 - The Internet
- GC 3.0: The AI Factory (2007)
 - E-commerce
 - Digital services
 - AI, Big Data, and Network Effects



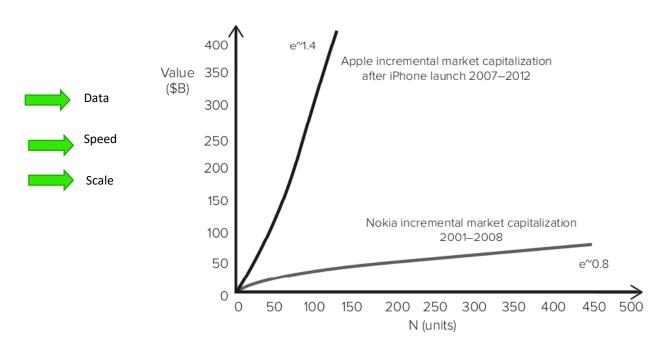
Primary drivers of change

- Technology
- Globalization



The Changing Context - Technology Risks and opportunities in a global, digital world

The Nokia and Apple value curves





The Changing Context - Globalization

Greater demand and fewer resources

- Tough local competitors in emerging markets
- Legal landscape increasingly complex
 - Regulatory overload
 - Enforcement / penalties
 - Cross border data
 - Borderless risks at the speed of Twitter
 - Blurring of risk boundaries
- Cost pressures and demand for legal services are both up



- The revenge of geopolitics
- Agility, resilience, and Black Swans

- The good news New opportunities



New efficiencies, but more complexity

All of this is making the GC role harder

- Globalization, innovation and the rise of the T-shaped leader
- Role overload
- From head lawyer to mini-CEO of an international business



The Framework

"Hardware"



Operational aspects (risk, structure, budget, partners, tech)

"Software"



"Softer" aspects (culture, leadership, people)

"Constants"



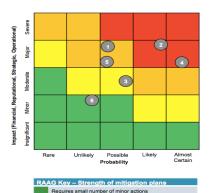
Strategy and change management



Hardware – Risk Identify core risks and map them

International Strategy

- Central strategy for principal legal risks
- Locally led strategy for all other legal risks
- Resilience as much as mitigation



RAAG Assessment of Mitigation Plans		
Top risks		Mitigation Status
1.	Litigation: Failure to effectively manage risks associated with on-going litigation.	A/G
2.	Bribery and Corruption: Risk of bribery and corruption related offenses.	R
3.	Data Privacy: Exposure stemming from a data privacy incident or other failure to comply with data privacy regulations and standards.	A/G
4.	Environmental regulations: Litigation arising from: 1) failure to comply with environmental regulations, or comply with the terms of operating licenses and permits; 2) harm to people or property arising from an environmental incident at a manufacturing facility.	A/R
5.	Contractual risks: Legal exposure arising from a breach of key commercial supply contract in Japan or primary license agreements in Europe.	A/G
5.	Competition Law: Failure to comply with anti-trust and anti-competition legislation.	G

The Three Golden Rules

- Beware of "group think"
- Risk is like a river
- Connect the dots



Hardware – Org Model
 Organize your team around three pillars

Structure

- Specialists at center to cover principal legal risks
- Generalists in field to service business partners
- Legal operations to drive department efficiency



Reporting

 Align reporting structure with organization's structure

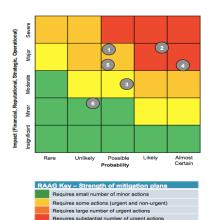
BUT

Fight for an integrated, unitary global function (must have)

Hardware – Risk Identify core risks and map them

International Strategy

- Central strategy for principal/material risks (ABAC, sanctions, antitrust, privacy, etc.)
- Locally led strategy for all other risks
- Resilience as much as mitigation



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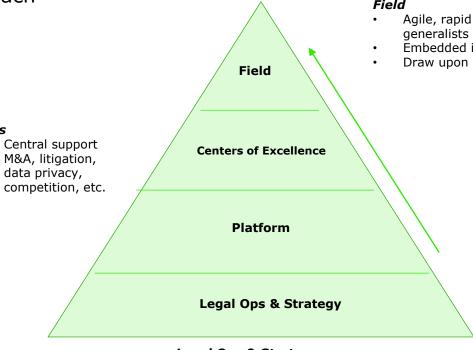


Hardware – Org model

CoEs

data privacy,

Field centric approach



Field

- Embedded into P&I s
- Draw upon Platform

Platform

- Enterprise-wide support
- Hybrid staffing
- Analytics and insights
- Transactions & procurement
- Templates & playbooks
- SOPs & policies
- Licenses
- Internal systems

Legal Ops & Strategy

- Strategic support to GC
- Optimal service delivery and procurement
- L&D
- Analytics and insights
- Budget



Hardware - Value overlay

It's about more than money

10-30% Increased revenue generation opportunities

25-30% Productivity gains through time savings

25-45% Financial Cost Savings

WORKFLOW

40-60%

faster response times to business partners

Expedited triage and assignment to the right resource at the right time Clear visibility between internal business partners and digital contracting department Automated workflows leveraging centralized data to reduce manual processes **CULTURE**

90-100%

client satisfaction from exceptional client and user experience

Passion for being on the leading edge of new initiatives and technologies Data-driven decision making

Collaborative
"one team"
mentality across
internal and
external partners

TALENT

75-80%

become digital citizens in the first 12 months of transformation

Increased team versatility through new ways of working and agile training Viewed as a strategic partner critical to business success Expanded career growth opportunities through indemand skill development

AUTOMATION & ENABLEMENT

30-40% capacity creation through automation

Eliminates routine tasks through Alenabled self-service, triage, and workflow

DATA & INSIGHTS

40-50% increased speed to data-driven decisions

Department and enterprise tools integrated through a central interface Data aggregated across functions to create actionable, businessfocused insights

Hardware – Partners

Procure strategically

- Select through structured process
- Large departments: Appoint panels, but respect local market needs

Alternative legal service providers

- Hybrid staffing and "surge model"
- Leverage full range of offshore, nearshore, and onshore



Dialing up or down with global ALSPs

 If workflow increases, provider can immediately allocate skilled resources



 If work tapers down, provider can quickly downscale



Software – Organizational Culture

What is culture?

- Shared values and beliefs that drive behavior
- Legal vs. company culture
- Beware of sub-cultures

Influencing culture

- Shape a legacy culture or build a new one
- Hack your culture
- Write it down!

Make your culture "sticky"

- Hire, fire and reinforce
- Stories and influencers





Software – Leadership Leadership skills for global legal leaders

- Innate curiosity
- Communication
- Results-driven
- Autonomous
- Courageous
- Flexible leadership styles
- EQ
- Grit
- CQ





Software – CQ Leading people across borders

Cultural intelligence significantly impacts global team success

- Trust
- Directness
- Conflict
- Hierarchy and leadership
- Reasoning
- Familiarity
- Gender roles and expectations
- Humor (watch out!)



Global mobility fosters CQ

- Cost/benefit often not considered
- Be pragmatic consider short term assignments
- Be sensitive to the professional and personal implications of culture shock



Software – Cross-Border Alignment
 Integrating your global team

Align and Integrate Behavior

- Establish cross-border working groups
- Be aware of: "rapid English"; analogies; and communication style
- Always be in market rarely at your desk



Constants – Strategy Chart your course

Purpose

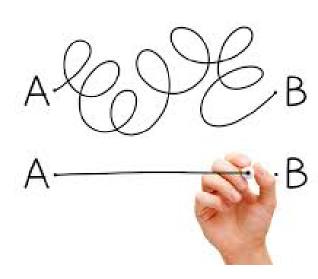
- Why do you exist?

Mission

- What unique capabilities do you bring?
- Leverage your global strength

Strategic priorities

- What specific tools will you use?
- Talent, Process, Technology





HALEON

Introduction Haleon

- World-leading, FTSE-20; 100% focused on everyday health.
- +25K employees; 140 markets
- Leading brands built on science, innovation and human understanding



- Oral Health: Specialist oral health.
- **Respiratory:** Cold & flu, nasal decongestant, and allergy.
- Pain Relief: Pain relief and inflammation reduction.
- Vitamins, Minerals & Supplements: Leading brands to improve everyday health and wellness.
- **Digestive and other:** Digestive, skin, smoking cessation

Constants – Change Seven lessons

- 1. Start with "why"
- 2. Change is natural
- 3. Change is emotional
- 4. Anticipate reactions
- 5. Never look back
- **6.** Change is opportunity
- Focus on what you control; don't worry about rest





Hardware – Technology

Five steps to success

Purpose

- Reason you exist

Identify Core Problems

What problems are you trying to solve?

Design Principles

- If you were a business, what company would you be?

Operating Model

- What should your architecture look like?

Manage the Change

- Recognize the deep impact of change and manage through it systematically as you implement

