

EY services for the General Counsel's office

Helping the legal function unlock
strategic value



EY

Building a better
working world

Businesses today face the dual challenge of increased costs and regulations. With pressure to do more with less, legal departments are seeking new ways to modernize their legal function to deliver meaningful value to the organization.

Increasingly, legal functions tell us they want to operate more efficiently and transparently, and have insight into the data, analytics and intelligence associated with their legal matters and operations. General counsels want to relieve their in-house teams from performing high-volume repeatable activities and transform them into a more integrated, strategic partner – one that is better aligned to the business. It is often difficult for legal departments to figure out how to begin this process, where to focus, what resources can be leveraged and what success looks like. This is where we can help.

EY legal teams understand the increasingly complex tax, regulatory and commercial laws of this global economy, and the challenges of responding to digital disruption. In close collaboration with colleagues from across EY member firms, we can help organizations develop a plan for optimizing and transforming their legal function to align more closely with the broader business transformation. We leverage the existing cross-function relationships and global, multidisciplinary approach to help connect the dots within the corporate legal function and across the organization. By providing legal domain knowledge, legal function consulting and technology-enabled legal managed services, we help clients mitigate risks, increase efficiency, reduce legal department costs, and provide continuity and scale.

Reimagining the legal function for the digital age

Legal functions must change their operating models to maximize value from digital transformation and workforce optimization. Recent EY report, *Why the legal function must be reimagined for the digital age*, published April 2019, revealed some interesting insights:

82%

of companies plan to reduce legal department costs over the next 24 months

59%

of general counsels report challenges in attracting and retaining the appropriate legal talent

76%

of general counsels report that the two areas of the legal function they are most likely to consider outsourcing are contract management and legal entity management

Nearly

2/3

of general counsels believe that the legal function has fallen behind other corporate functions in relation to innovation

27%

of in-house legal professionals' time is spent conducting routine, low-value tasks

EY legal services capabilities – keeping an eye on today and a focus on the future



EY teams provide legal services not just to address today's problems but also to help shape the future with customized and agile strategies that span the entire legal function. From legal advisory services (where permitted by law) to managed services – driven by people, guided by process, powered by technology – we help deliver the informed services your legal department needs to better support the business and drive additional value.

Services for the legal function

EY portfolio: connecting the practice of law with the business of law





Legal advisory services

Legal departments are seeking ways to have greater transparency and reduce third-party spend with legal providers. They are also looking for a coordinated, one-stop-shop approach for managing cross-border legal needs. With 2,400 attorneys operating in over 80 jurisdictions (where permitted by law), we have the domain knowledge, resources and experience to provide legal advisory services to companies of all sizes and within all industries. Working with teams and designated single-country contacts, we can provide coordinated and efficient services around the world to assist clients in the following areas:

Corporate and commercial law

The business environment is becoming ever more challenging. Companies are seeking growth beyond their home markets and looking for new opportunities. To succeed, they must manage regulatory risks, bridge cultural differences and compete effectively. EY corporate and commercial legal practitioners are highly experienced in their field, able to provide legal advice that helps corporations operate with confidence across jurisdictions and make the most of today's new business opportunities.

Sample services include:

- ▶ Corporations and partnerships
- ▶ Branch registration
- ▶ Corporate reorganizations
- ▶ Corporate compliance
- ▶ Corporate governance
- ▶ Shareholders' controversy
- ▶ Commercial agreements

Labor and employment law

Workforce issues are a significant challenge in multinational transformations as each country has different labor and employment laws. EY labor and employment law practitioners have the multijurisdictional experience and knowledge to assist corporate leaders in the feasibility, design, implementation and coordination of transformation projects that span multiple countries. Sample services include:

- ▶ HR legal advisory and compliance assessment
- ▶ Mergers and acquisitions and business transformations
- ▶ Corporate restructuring and reductions in force
- ▶ Compensation and benefits
- ▶ Social security
- ▶ Labor and employment regulatory
- ▶ Employee and data privacy
- ▶ Dispute resolution

Transaction law

In today's dynamic business environment, companies are taking advantage of changing markets to expand through acquisitions. Businesses are increasingly focused on the economies of scale that result from acquisitions. This requires an efficient, effective

and detailed post-acquisition and merger process, which we provide to EY clients in a highly integrated manner. Sample services include:

- ▶ Antitrust clearance
- ▶ Buy- and sell-side legal advisory
- ▶ Buy- and sell-side legal due diligence
- ▶ Buy- and sell-side legal structuring
- ▶ Carve-outs
- ▶ Joint ventures
- ▶ Post-acquisition integration

Digital law

Applying the understanding of markets, competition, technology and intellectual property (IP) law, we help EY clients identify, prioritize and protect their core value propositions with patents and other appropriate IP assets. EY IP/IT lawyers advise on contractual and regulatory projects in connection with the use of IT and on transactions dealing with intangibles. We leverage technology, data and analytics to help clients navigate digital disruption while achieving desired outcomes. Sample services include:

- ▶ Digital privacy and cybersecurity
- ▶ Digital IP
- ▶ Digital and regulation
- ▶ E-commerce

Financial services law

As the scope of financial regulation widens, the integrated, cross-disciplinary approach is designed to steer financial services companies through the regulatory maze. EY financial services lawyers provide advice to national and international banks, securities dealers, insurers, asset managers, financial companies and pension institutions on a broad range of transactions, product development, regulation and structural issues. Sample services include:

- ▶ Banking
- ▶ Asset management
- ▶ Insurance
- ▶ Regulatory and compliance
- ▶ Equity offerings in capital markets

Legal managed services

EY legal managed services (LMS) is an umbrella offering that provides technology-enabled support, including automation for high-volume repetitive or event-driven legal work (where permitted by law). LMS offerings are delivered in close collaboration with professionals from across the various service lines and practices. Core LMS offerings (where permitted by law) are described below.

Entity compliance and governance

We assist multinational companies in meeting their legal entity obligations efficiently and cost-effectively on a global scale. Service is facilitated by professionals in more than 140 countries. Sample services include:

- ▶ Corporate secretarial health check and advisory projects
 - ▶ Perform health checks and transformation reviews
 - ▶ Assess program design, governance model evolution and risk-based categorization of subsidiaries
 - ▶ Conduct governance analytics, diagnostics and benchmarking
- ▶ Routine compliance activities
 - ▶ Coordinate entity changes
 - ▶ Assist with documentation of incorporations and dissolutions
 - ▶ Administer and update corporate information database
- ▶ Annual compliance activities
 - ▶ Facilitate annual statutory filing requirements to maintain an entity's legal good standing
 - ▶ Update legal entity data and organization charting

Contract lifecycle management

We leverage technology and refined processes to help organizations turn contracting and obligation management into a business differentiator, including reducing the time to contract. Sample services include:

- ▶ Contract strategy, creation and execution
 - ▶ Design terms, conditions, policies and playbooks
 - ▶ Develop template standards and clause libraries
 - ▶ Standardize contract processing and risk review
- ▶ Contract storage and retrieval
 - ▶ Physical and virtual storage
 - ▶ Data abstraction
- ▶ Obligation and risk monitoring and management
 - ▶ Performance to service levels and milestones
 - ▶ Compliance with key terms
 - ▶ Deviation analysis and ongoing risk identification, notification and alerts

Research and regulatory mapping

Constant legal and regulatory changes and scrutiny are challenging to stay in front of, even for the most diligent organization. We help organizations identify and meet their legal and regulatory obligations and minimize business, operational and reputational risks associated with non-compliance. Sample services include:

- ▶ Regulatory research and change management
 - ▶ Help identify and connect rapidly changing regulations and obligations to EY clients' compliance and business functions
 - ▶ Assist in identifying gaps in internal policies and help establish a compliance infrastructure to minimize risks
- ▶ Research
 - ▶ Provide insights on laws and regulations affecting clients' businesses in applicable jurisdictions around the world so they can make informed business decisions

Document review and functional analysis

We help clients reduce the unnecessary burden of voluminous document review and gain greater control over costs and insights into key data impacting their business. After review, the teams serve as the constant, helping to see that key information is surfaced so it can be leveraged going forward. We can also help to identify key learnings from matters and helping implement business changes to mitigate future risk. Sample services include:

- ▶ Substantive analysis of electronically stored data and repositories
- ▶ Review of data extracted related to business intelligence
- ▶ Data redaction
- ▶ Foreign language capabilities
- ▶ Deviation analysis and risk review

Legal function consulting

Just as industries are converging, so too are corporate functions, and what was once seen as support inside a company has become foundational to growth and market share. The legal function is suddenly in the spotlight – and has an opportunity to “skip a generation of change” by accelerating legal transformation. The legal department, a very technical function of the company, with broad responsibility for managing risk and advising the company strategically on achieving its revenue growth goals, is changing. We help our clients navigate that change effectively and improve the performance of their legal function through the strategic deployment of people, process and technology.

We serve high-profile, national and multinational clients across many sectors of the economy and parts of the globe. We bring leading class ideas from across the market to bear, and can provide insight and experience on how to implement the modernization of your legal department supported in all phases by the requisite change management.

EY teams serve as business advisors to clients in transforming their legal processes from analysis and design phase to full implementation support. As a professional services organization, we bring the power of deep technical competence to the table, with a long history of being recognized in the market as a transformation leader. We have paired deep legal domain knowledge from across 80+ countries with the broad platform of transformation services we offer, particularly in the digital space, giving new meaning to legal function value for a GCO's internal clients and peers in corporate function leaders. The major areas of EY service include:

- ▶ **Operating strategy and organization design** – assist in identifying function performance improvement opportunities and developing responsive organization operating models and metrics.
- ▶ **Process and controls enhancement** – help design effective and controlled processes with enabling technologies to increase efficiency and reduce risk.
- ▶ **Technology** – assist in leveraging technologies already in use to gain efficiencies in operating, including processes, workflows, controls and data management (e.g., case, document, matter/eBilling and records management). We also consult with the client on adopting different technologies, while using a platform to operationalize the initiation of legal function digitization and help clients identify and leverage RPA, AI, self-service workflows, and more to drive efficiencies and overall cost reduction across the legal function.
- ▶ **Business enablement** – assist the legal department in introducing processes and technologies to help enable automation of legal approval within any function's end-to-end business processes, whether that be in contract lifecycle management, regulatory change management, or entity compliance and governance. Along the way, we also help the legal department better leverage data to guide the business and measure progress around transformation initiatives.

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With legal functions under overwhelming pressure to do more with less, digital transformation is beginning and will change legal into a more efficient business enablement function.

Cornelius Grossmann
EY Global Law Co-Leader

Forensic and integrity services

Integrity is a cornerstone of a company's mission, and the legal department plays a crucial role. Organizational failures continue to illustrate that legal departments are on the front lines of balancing a company's business objectives and risks, as well as protecting its reputation and assets. These responsibilities can bring a seemingly never-ending stream of fraud allegations, whistleblowers, regulatory inquiries and disputes. Legal departments turn to EY professionals for timely, flexible and practical services that address these broad responsibilities. The credentials and experience include the following:

Investigations and compliance

We assist clients in all types of investigative and compliance matters, including:

▶ Investigations

- ▶ Financial statement
- ▶ Bribery and corruption
- ▶ Fraud and defalcation
- ▶ Money laundering
- ▶ Asset tracing/recovery

▶ Compliance

- ▶ Risk assessments
- ▶ Monitoring
- ▶ Program design
- ▶ Third parties
- ▶ Outsourcing/co-sourcing of investigation/compliance

Claims and disputes

This area presents a wide range of challenges across a company, often with significant risks. Our experience in this area includes:

- ▶ Forensic accounting
- ▶ Litigation support, arbitrations and expert witness
- ▶ Insurance claims
- ▶ Government contracts and US federal claims

Discovery and managed review services

Effectively managing discovery and review during an investigation, litigation or regulatory matter is often a formidable challenge. We offer a broad complement of services in this area on a managed services basis or for a specific matter or need.

▶ Electronic discovery

- ▶ Monitoring
- ▶ Data collection, processing and hosting
- ▶ Predictive coding and other analytics

- ▶ **Managed document review** – this offering leverages attorneys to review large document and data sets to support a variety

of litigation, investigation and other complex review-driven needs. Examples include privilege reviews and document and data productions.

- ▶ **Discovery consulting services** – this area includes several offerings focused on law department operations, document intelligence, litigation preparedness and records and information management.

Privacy and cyber response

The teams assist legal departments in navigating the risks and challenges presented by privacy and cyber issues in the following areas:

- ▶ Cyber response planning
- ▶ Investigation and incident response
- ▶ Digital forensics
- ▶ Regulatory response and litigation support
- ▶ Data privacy compliance
- ▶ Recovery and remediation
- ▶ Information governance and data classification

Business intelligence

Teams help legal departments protect an organization by making intelligent, risk-appropriate decisions about third parties, including:

- ▶ Investigative and transactional due diligence services
- ▶ Identifying and reviewing information and distilling this into actionable intelligence
- ▶ Managed services that outsource and standardize processes to assess employees, vendors and business partners

Forensic data analytics

The EY virtual analytics platform provides for customized analytics that allow to address a wide range of issues. A sample of these include:

- ▶ Legal and compliance response
- ▶ Data integrity services
- ▶ Risk and compliance monitoring
- ▶ Innovation and custom development



EY Law services footprint across the globe

Legal advisory services – law services

80+

jurisdictions offering legal advisory services

2,400

lawyers providing legal advisory services

Legal managed services – law services

8

LMS global delivery centers across Europe, India and the US

1,100

technology-savvy, multilingual professionals providing LMS services

24/7

follow-the-sun LMS delivery model

Why EY?

With 3,500 professionals in 80+ jurisdictions, including LMS delivery centers around the world, EY legal services offer broad global coverage for legal matters wherever you need it. EY lawyers and other trained professionals team with colleagues from across EY member firms to provide legal services to the General Counsel of multinational corporations worldwide – helping harness the power of technology and innovation to better address the challenges they face and deliver the value and outcomes they seek. Key EY differentiators in the legal market include:

- ▶ A network, a central PMO, one operations management platform – **a coordinated global approach** for all your legal needs
- ▶ **Global domain knowledge** and scale
- ▶ **Follow-the-sun delivery approach** for legal managed services, led by well-trained, multilingual personnel
- ▶ Proactive **identification and resolution of legal issues**
- ▶ Legal services which are part of multidisciplinary EY services that are **strategically focused** on the business needs of clients
- ▶ Transparent and **predictable pricing** arrangements for managed services

EY Law – raising the bar for legal services

With the recent acquisitions of Riverview Law and Thomson Reuters Pangea3 Legal Managed Services, EY is raising the bar and introducing the future of legal services, further broadening the ability to help corporate legal departments around the world transform their practices and help deliver meaningful value to their business. EY is now a true Enterprise Legal Service provider, that can offer legal advisory services, legal function consulting, leading managed services and legal technology across the globe, thereby connecting the practice of law with the business of law globally.

Learn more

Learn more at ey.com/law or contact one of the following EY professionals.

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About EY

EY is a global leader in assurance, tax, transaction and advisory services. The insights and quality services we deliver help build trust and confidence in the capital markets and in economies the world over. We develop outstanding leaders who team to deliver on our promises to all of our stakeholders. In so doing, we play a critical role in building a better working world for our people, for our clients and for our communities.

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