



# How to Scale Transactional Work To Drive Deal Velocity and Business Growth

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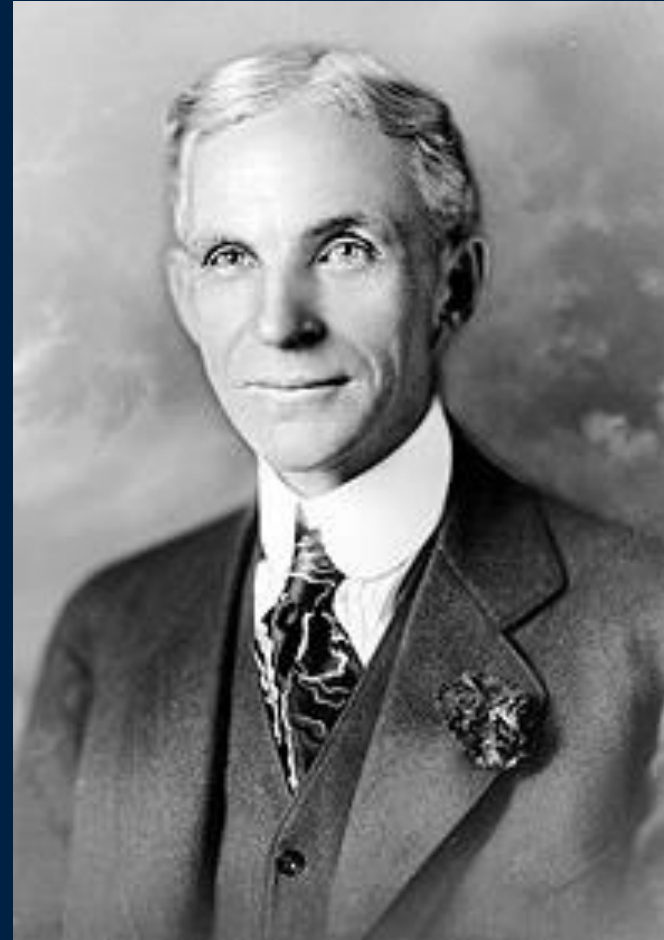
Kerry Phillip  
Legal Director,  
Vodafone Business

# A Tale of Two Henrys

Custom  
Special  
Individual



Sir Frederick Henry Royce



Henry Ford

Mass  
Scale  
Efficiency

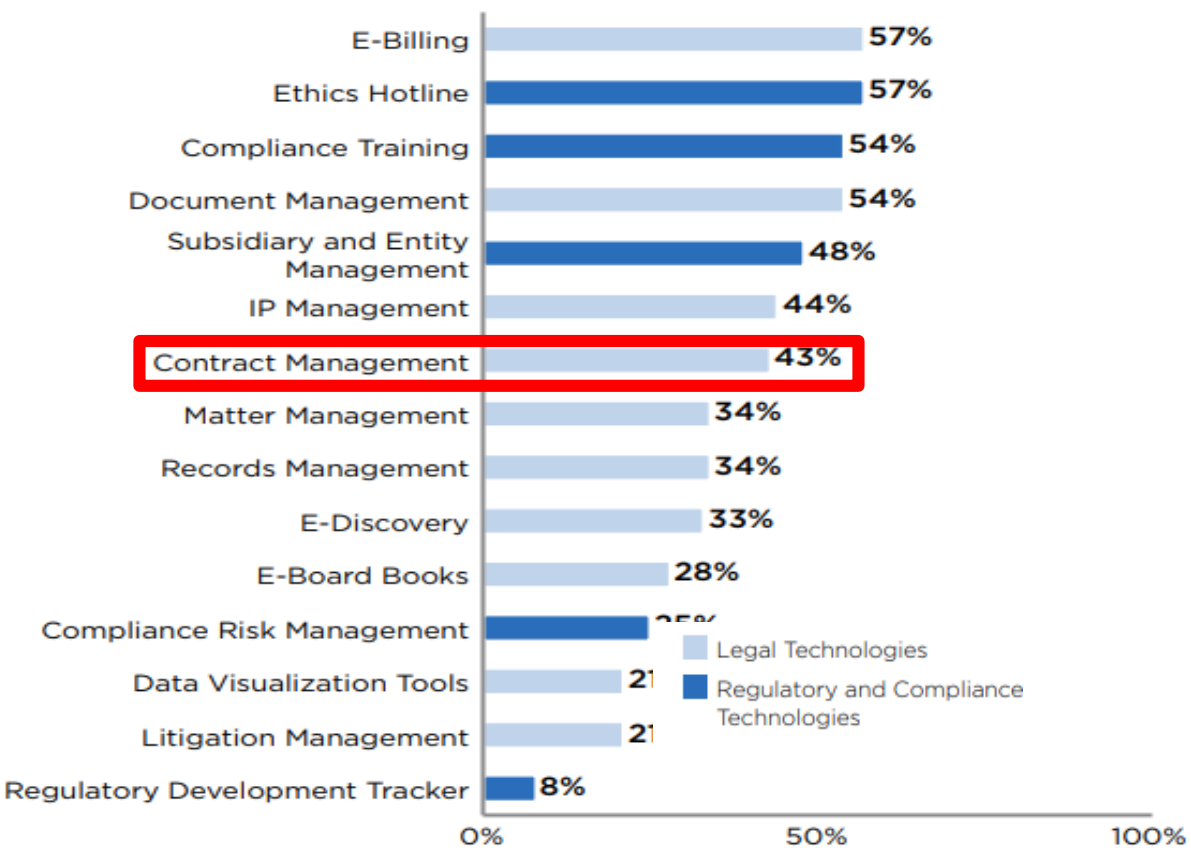




# Gartner 2017 Legal Technology and Analytics Survey

## TECHNOLOGY USE

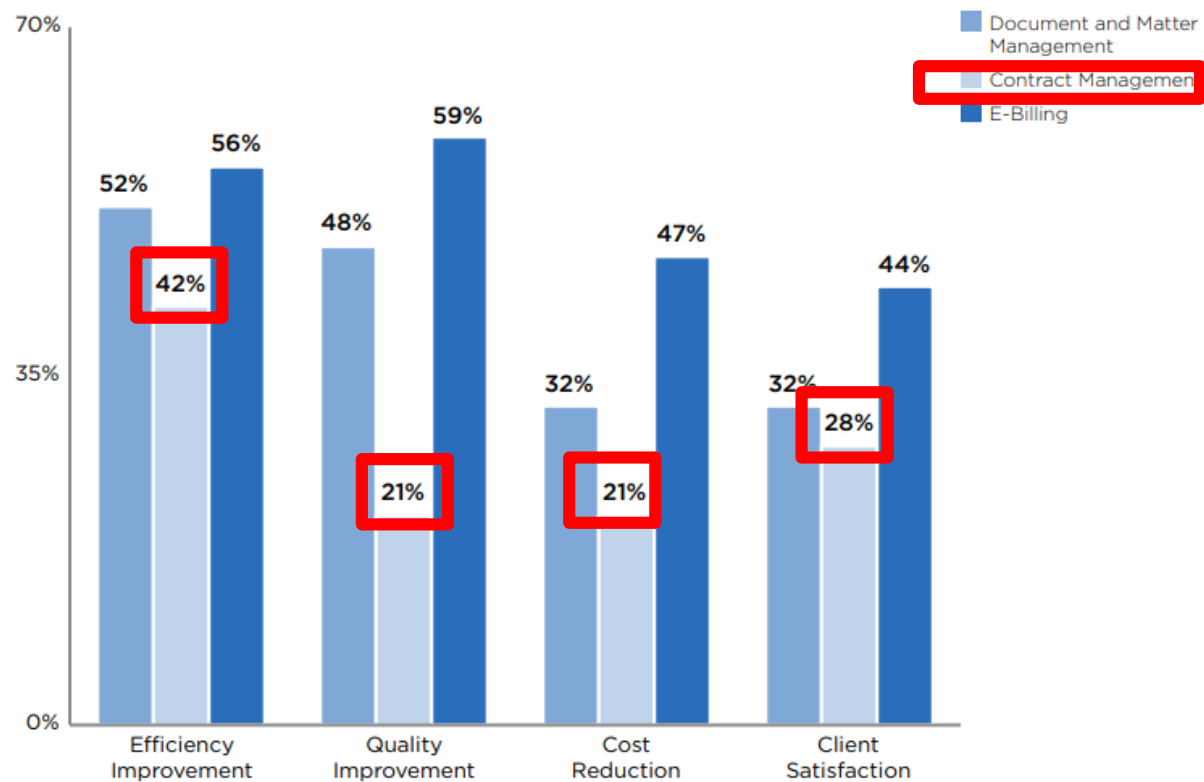
Percentage Respondents Adopting Technology Tool



## ACHIEVING TECHNOLOGY OBJECTIVES

Value Creation by Technology

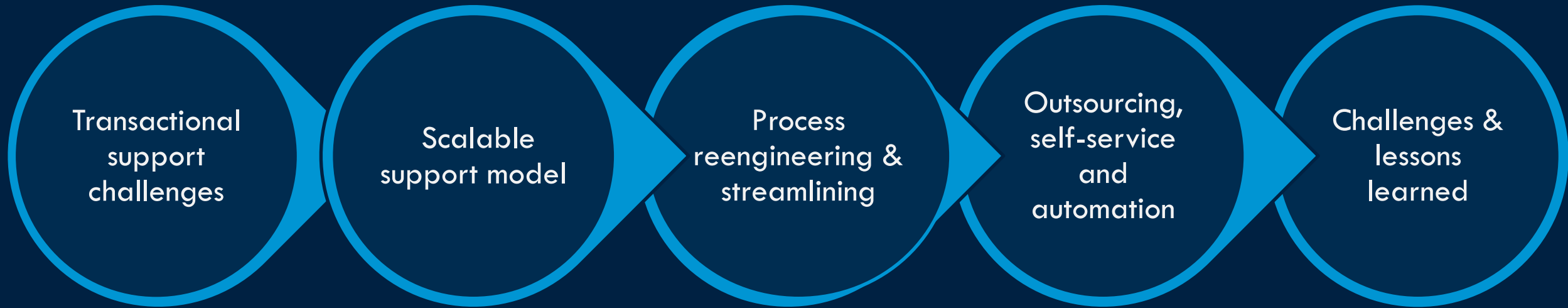
Percentage of Respondents Perceiving Value as "Somewhat High" or "Very High"



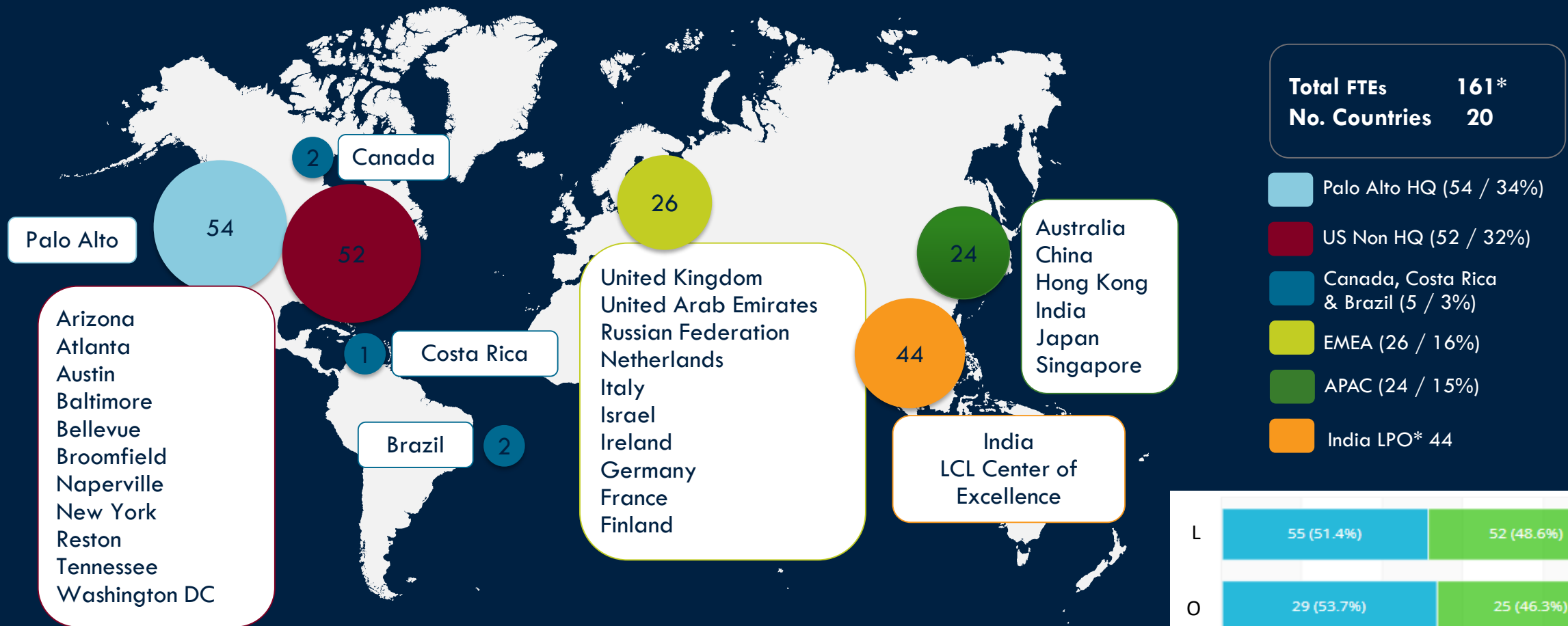
n = 31 (document and matter management); 26 (e-billing); 35 (contract management).  
Source: CEB 2017 Legal Technology and Analytics Survey.

# What to Expect

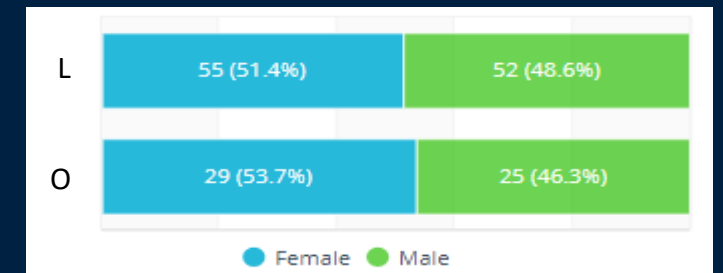
How to drive simpler, faster, better contracting



# VMware Legal: World Wide Locations



\*FTEs as of Jan 08, 2019;  
excl. Legal Process Outsourcers (LPO)



# Catalysts for Change

Manage Increased Transactional Volumes



50% of Team Focused On Transactional Support



Team Feedback On Low Value Work



Support Workload Spikes



Double Digit Business Growth



New & Complex Business Models



Focus Team On Strategic Work



- Home grown repository
- Limited searching & reporting
- Manual signatures
- Lack of full text search
- Data integrity issues
- Inconsistent global data entry practices
- No automated contract lifecycle
- Manual approvals and contract generation
- Multiple templates and playbooks

Before Implementing Changes

Automated Contract Lifecycle and Contract Repository



# Transactional Transformation: Go Slow to Go Fast

1

## Assess Workstreams

- Works type and volumes
- Strategic importance and risk profile
- Complexity level
- Level of effort
- Skill level

## Reallocate Work

- Identify work for Legal to retain
- Prioritize workstreams for automation
- Identify processes to transfer to third parties
- Identify business empowerment opportunities

3

## Build Scalable Transactional Support Model

- Focus Legal Team on strategic work
- Build internal Center of Excellence (CoE) or outsource work
- Roll out self-service portals to the Business
- Automate high volume workstreams
- Transfer processes to the Business
- Leverage BI Capabilities – measure progress
- Build change management strategy

3

TRANSFORM

2

## Enhance Infrastructure

- Streamline templates
- Develop playbooks
- Build a clause library
- Assign top talent
- Set up Infrastructure Team
- Form Governance Committee

2

IMPROVE

1

ANALYZE

## Simplify Workflow

- Reengineer processes
- Streamline approvals
- Empower people

Manual  
Processes

Deployed  
Technology

Integrated  
Information

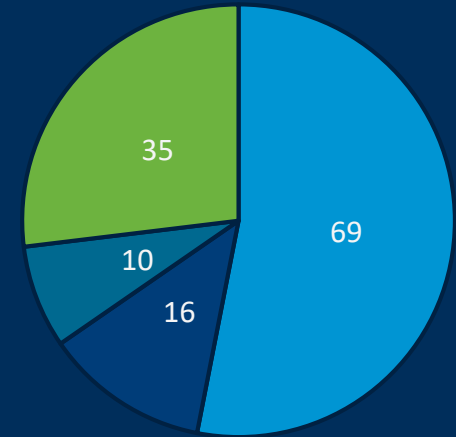
Data Driven  
Decisions

Predictive  
Results

# 1 ANALYZE – Results

vmware®								
WWSLT Workstreams								
Short Description	Strategic Importance	Complexity Level	Suitable for Assignment to Quislex	Suitable for Assignment to Business	LOE	Risk Profile	Resource Skill Level	
Sales Transactional - LATF Requests	Medium	Low	Yes	Yes	Low	Medium	Jr. Contract Manager	
Channel Commercial Agreements	High	Low	Yes	Yes	Low	Medium	Paralegal / Contract Administrator	
Channel Commercial Agreements	Medium	Low	Yes	Yes	Low	Medium	Paralegal / Contract Administrator	
Services Agreement	Medium	Low	No	Yes	Low	Low	Business	
Sales Transactional - Participation Agreements	Medium	Low	No	Yes	Low	Low	Jr. Contract Manager	
Translating company policies, contracts, training material	High	Low	No	Yes	High	Medium	Jr. Contract Manager	

Total Tasks Identified: 108



- Transfer to CoE
- Transfer to LPO
- Transfer to Business
- Remain with Legal

88% to be reallocated outside Legal



2

IMPROVE - Results

# Transactional Transformation

3

TRANSFORM - Results

## Enhanced Templates & Workflow

2

- Streamlined template and process infrastructure
- 50% decrease in license templates
- 74% decrease in playbook escalations
- Set up infrastructure team and contract committee
- Aligned contracting templates and process globally

## Completed Analysis:

1

- Identified 108 Workstream Tasks
- 88% to be reallocated outside Legal

3

## Build Scalable Transactional Support Model

- Delivered
  - Outsourced 15 transactional workstreams to LPO
  - Reallocated work to the Business
  - Automated contract lifecycle for core revenue contracts
  - Launched enterprise contract repository
  - Launched 2 self-service tools – more to come
- In Progress:
  - Building onshore internal CoE
  - Scoping automation 2.0 effort

3  
TRANSFORM

2  
IMPROVE

1  
ANALYZE

# Transactional Transformation: Leveraging Automation

## Implementation Approach

Gather baseline metrics & set KPIs

Legacy repository user survey

Vendor RFP & sandbox evaluations

Global user group

Requirements gathering &  
multiple user design sessions

Change management strategy

Phased roll out; start with a pilot

Comprehensive user training

Regular communications and updates

Post-go live trainings, “office hours”  
and surveys

## Enterprise Contract Repository

Less than **2 minutes** to find a contract -  
robust searching & reporting

Standardized global data entry and uploading  
process

Added **~50** new metadata fields  
for BU functions

**80** Non-Standard Terms (NSTs) tracked


**186K** metadata fields cleansed

**85K** agreements OCR'd & migrated

**36** enhancements implemented  
based on user feedback

## Enterprise Contract Management Tool

**50%**  in  
drafting cycle time

 Deal velocity by reducing  
playbook escalations by 74%

**~4K** ELAs processed through  
end-to-end lifecycle annually

Self-service library of templates & clauses

Visibility into contract status

Full audit history

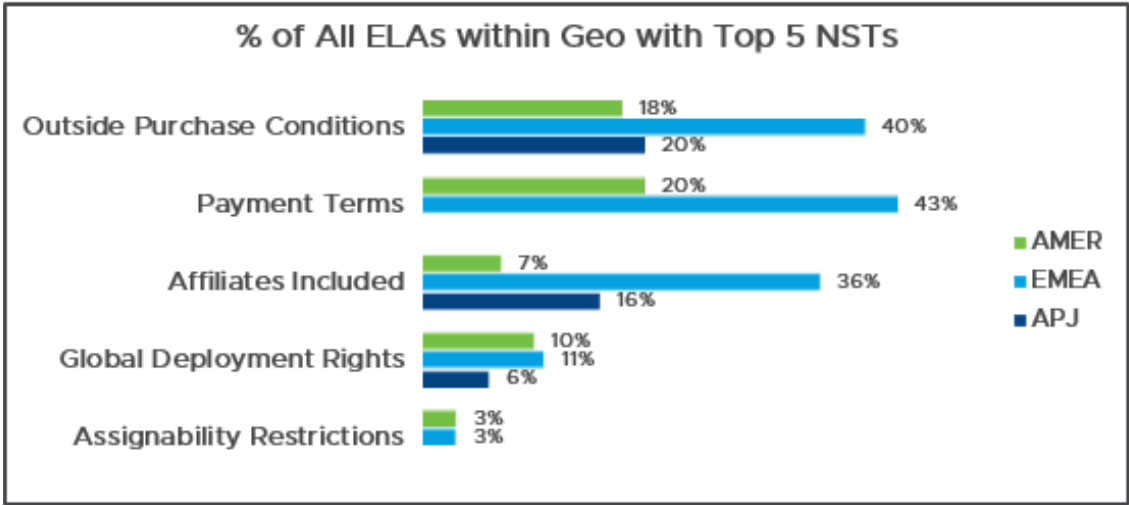
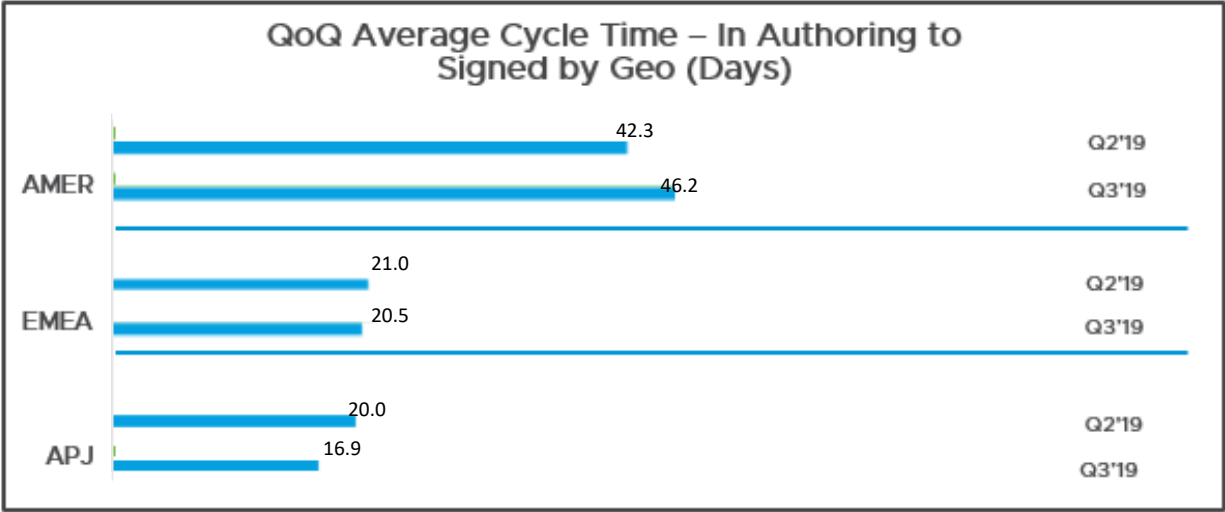
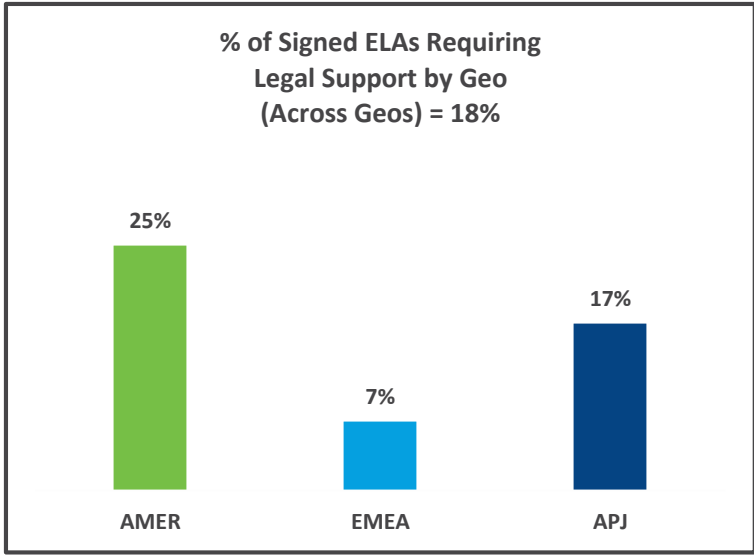
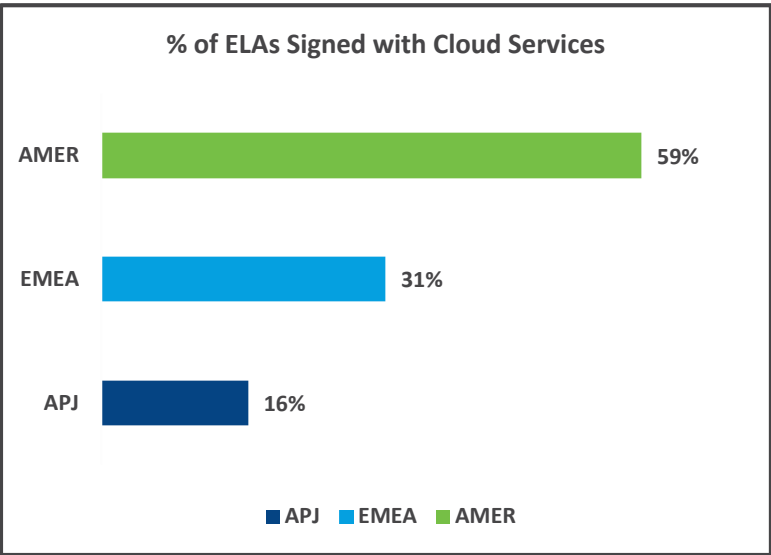
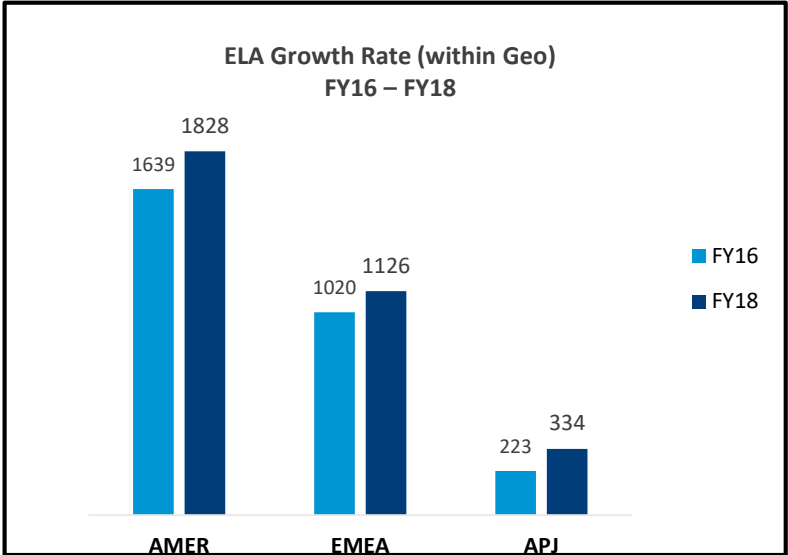
eSignature usage

 Empowerment to Business functions

Reporting & metrics dashboard

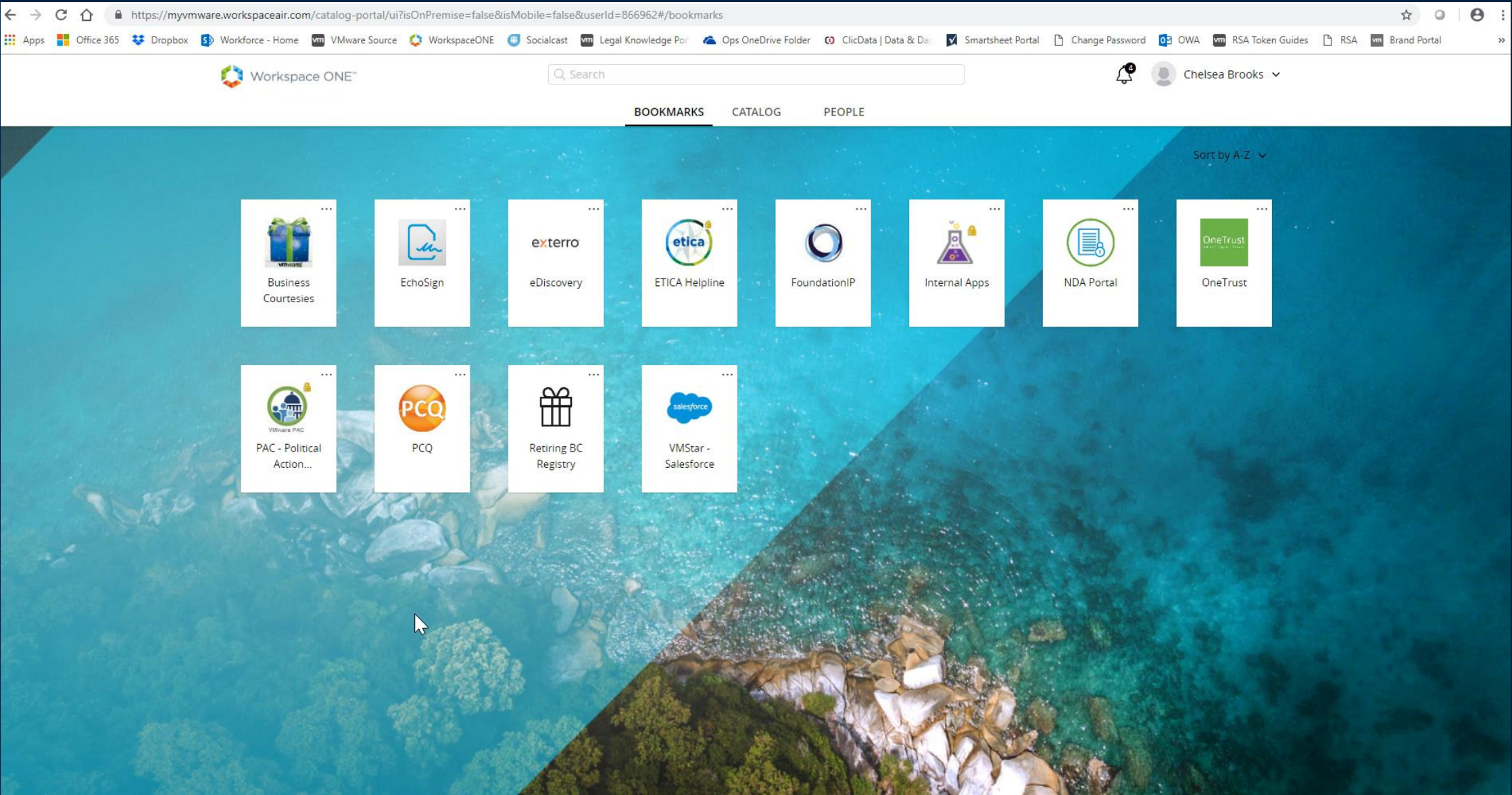
**69** enhancements implemented  
based on user feedback

# Enterprise License Agreement (ELA) Lifecycle: Sample Dashboard





# Enterprise Contract Repository: Search for Agreements



# What We Outsourced & Transferred

OUTSOURCED

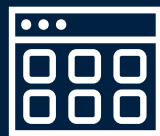
## Repository & Contract Management Tool



Contract uploading



Metadata & NST tracking



Template & clause library



Tool testing and user support

## Compliance



Open source software review



Business Courtesies requests

## Contract Drafting & Redlining



NDA lifecycle management



LATFs



Drafting & redlining



Support to Deal Management Team

## Other



Legal Ops support

## TRANSFERRED TO BUSINESS

## Center of Excellence (CoE)



License, hardware, channel, professional services and procurement agreements



RFPs/Teaming Agreements/Questionnaires



Post-contract execution administration



Open source software reviews



Partner due diligence



Standard Drafting



M&A Integration Support

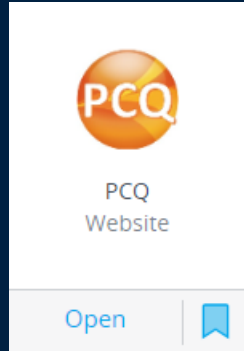


Marketing & Facilities Matters

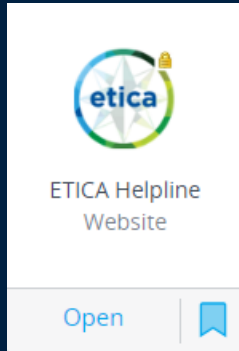


# Self-Service Portals & Apps

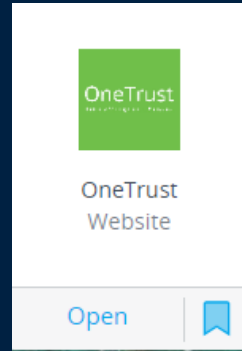
## Compliance



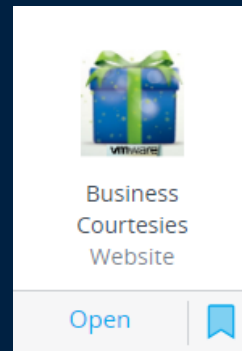
Product Classification  
Questionnaire (PCQ)



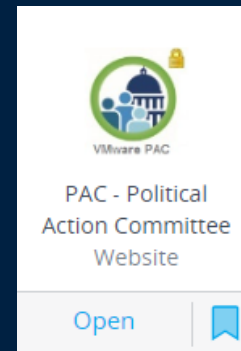
ETICA  
Helpline



One  
Trust



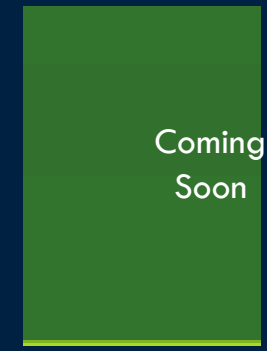
Business  
Courtesies



PAC  
(Political Action  
Committee)

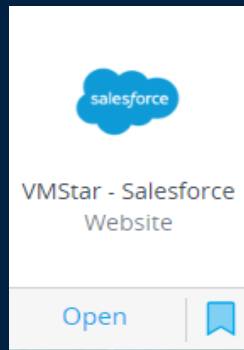


eBilling  
(CounsellLink)



Conflicts of  
Interest

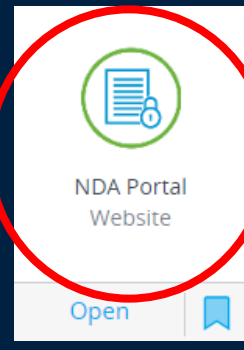
## Transactional



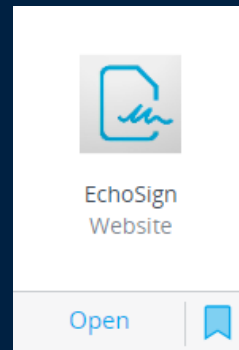
Enterprise Contract  
Management Systems



Business  
Continuity System



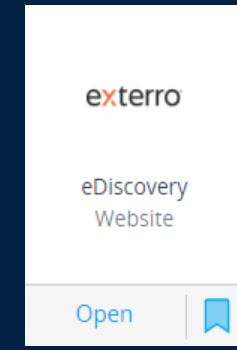
NDA Portal



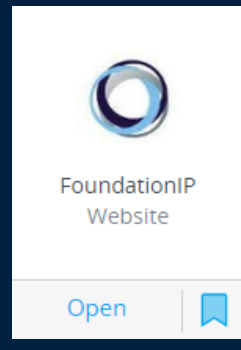
Adobe Sign  
(Previously EchoSign)



Partner Legal  
Portal



eDiscovery



Foundation IP

## Litigation & IP



# Self-Service NDA Portal on Mitrtech ThinkSmart Automation Platform

~1800 Self-Service Requests  
Annually

## 1. Ease of Doing Business

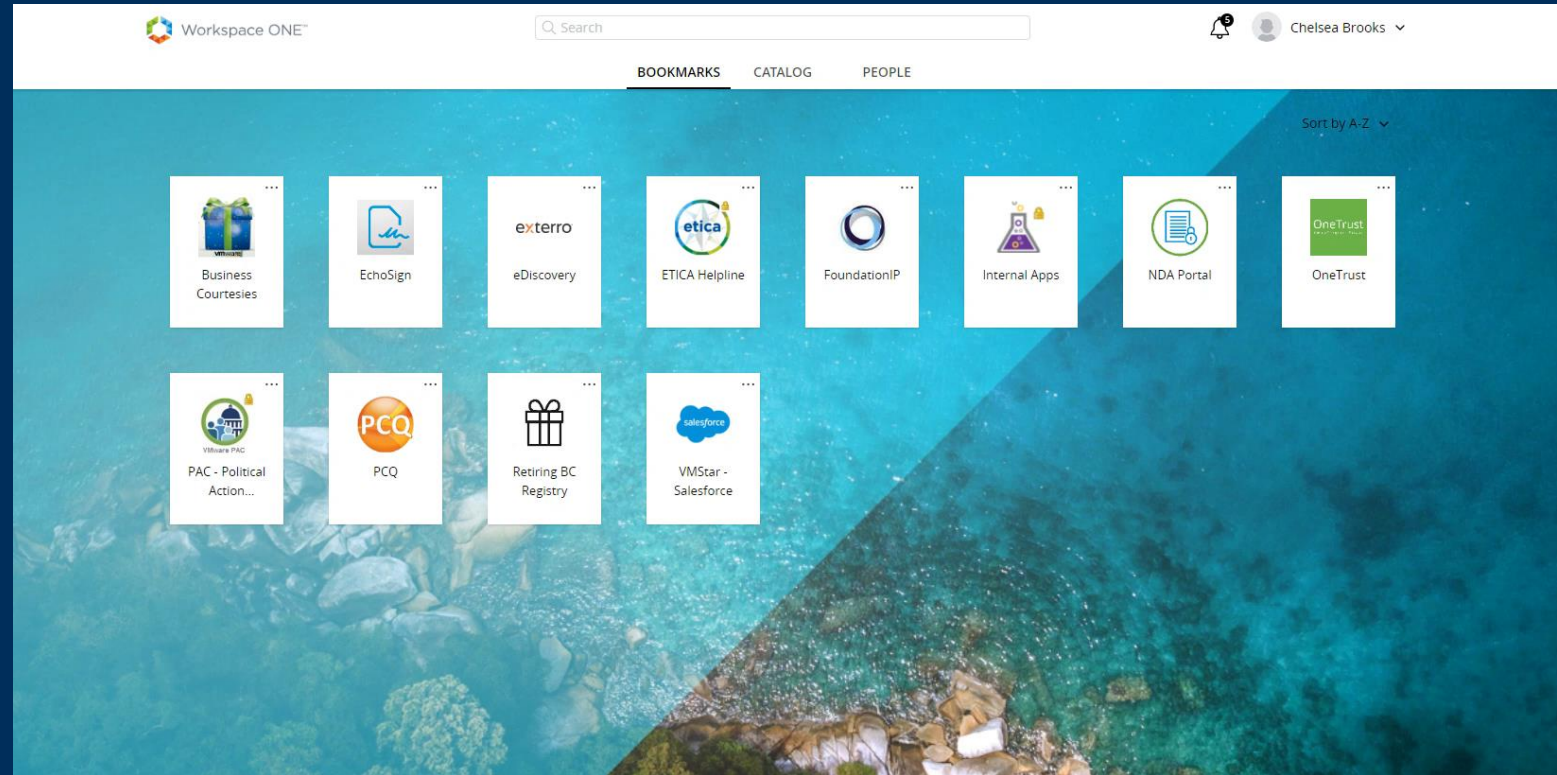
- Nimble and agile process – capability to sign “anywhere/anytime”
- Single touch point access for NDAs and NDA support

## 2. Real Time Visibility / Audit History / Compliance

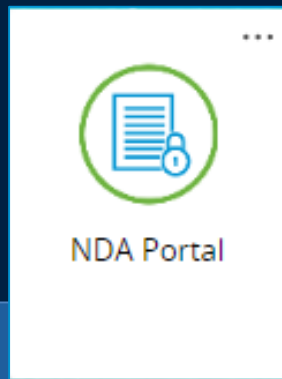
- Signature status tracked during process
- Automated email reminders
- Complete audit trail
- Decreased exposure of premature disclosure of confidential information

## 3. Time & Cost Avoidance

- Reduction in negotiations (pre-signed PDF of NDA perceived as non-negotiable)
- Reduction in human error / tamper proof documents



MITR/ATECH

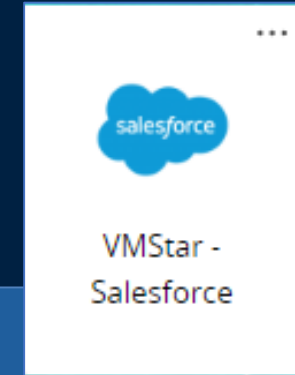


# NDA Portal Enhanced with AI

## AI + HI = Collective Intelligence

LegalSifter

LPO



Requestor Fills  
in NDA  
Request Form

eSignature  
Process

Automatically  
store NDA in  
Repository

Pre-Signed  
NDA Sent to  
Counterparty

Low Risk  
& Variance

Risk  
Assessment  
& Variance  
%

High Risk  
& Variance

NDA Routed to  
AI Tool for First  
Pass Review by  
ALSP

Yes  
NDA  
Terms  
acceptable  
?

No

Triage using AI  
Tool

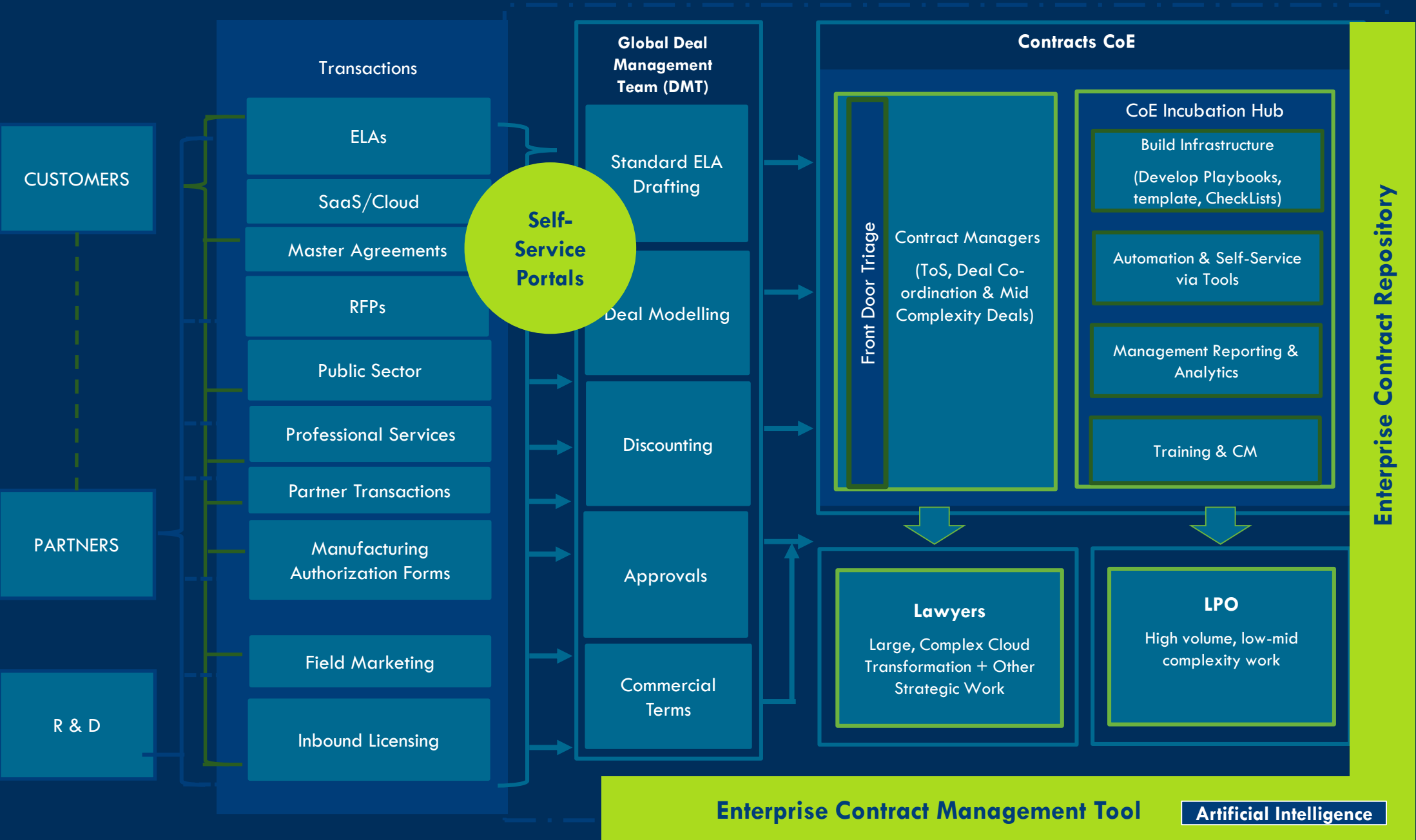
Route for  
Negotiations

eSignature  
Process



# Future Transactional Model

BENEFITS



Synergies for Customers & Partners



More consistency around Templates & Playbooks



Cost Effective



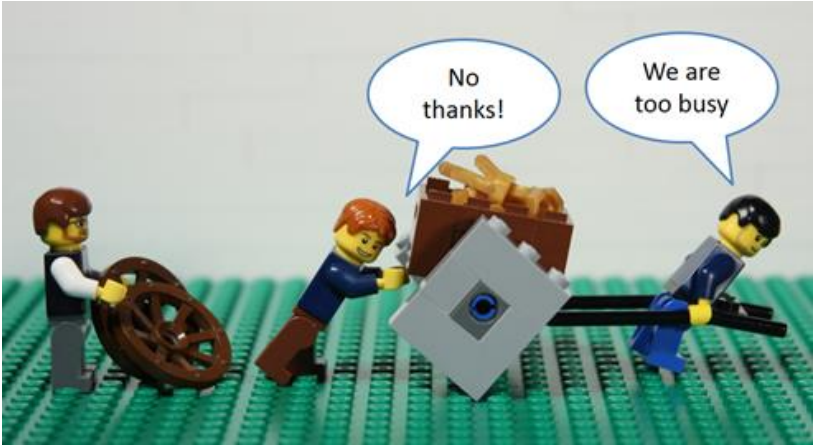
Automated / AI based solutions



**Kerry Phillip**  
Legal Director  
Vodafone Business

meltdown:  
mov al, byte [rcx]  
jz meltdown  
mov rbx, qword [rb

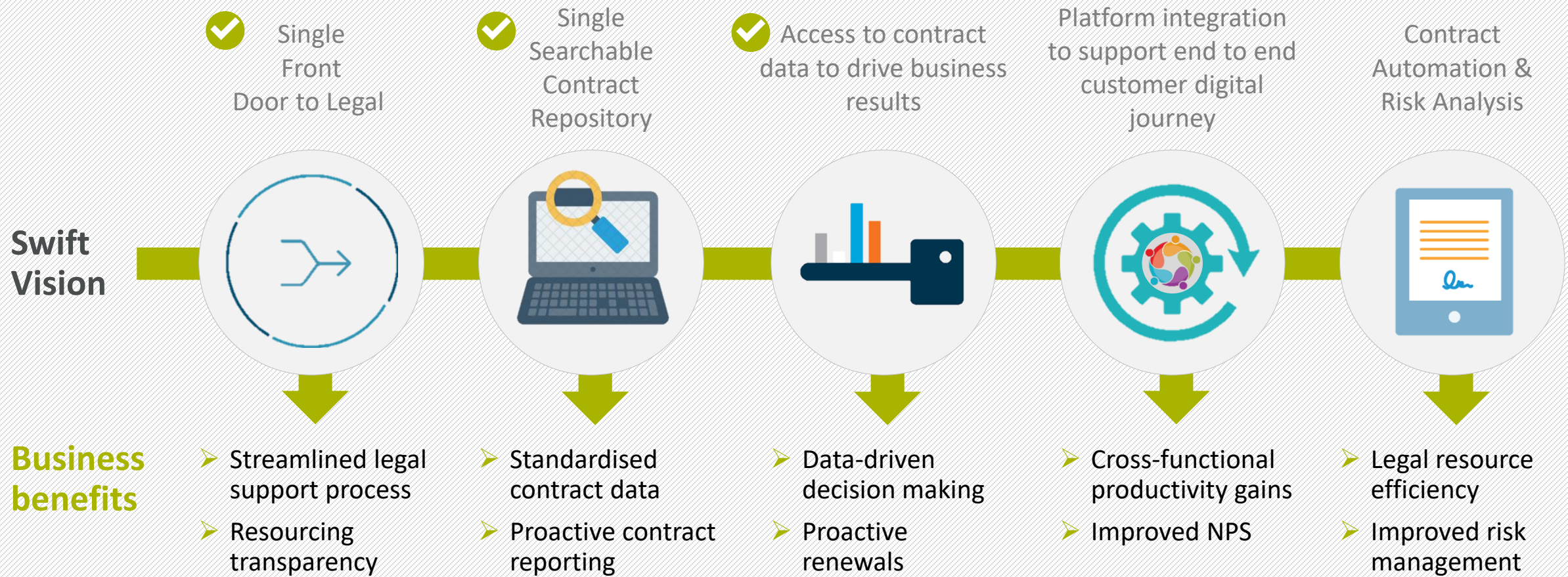
**meltdown:**



**PEOPLE  
PROCESS  
TOOLS**



# Swift: Powering Vodafone Business through Intelligent Contracting



60,000 contracts in repository/20% reduction in time to contract

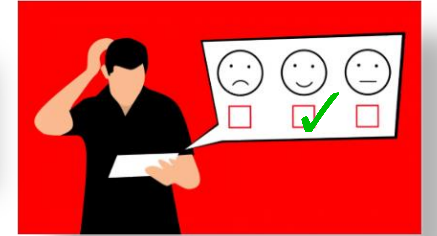


# Introduction to Swift

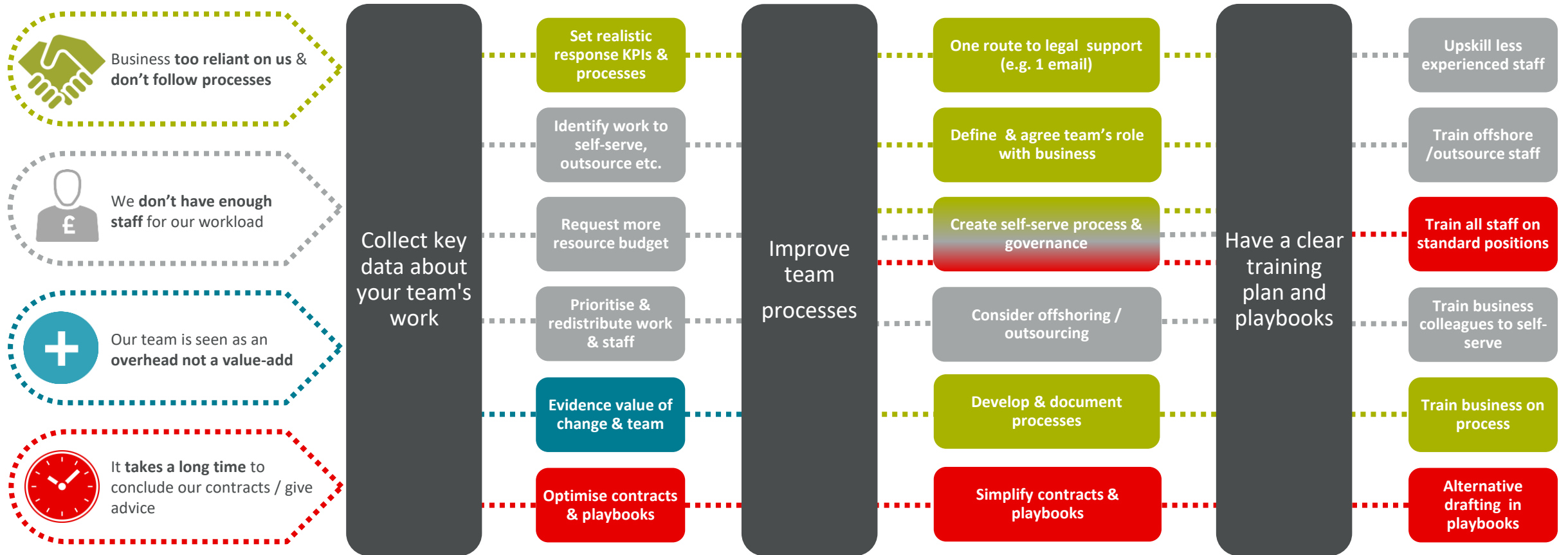




# Culture and people



# In House Legal Team Problems (and how to solve them)



**Automate data collection, map processes, document generation and playbooks**

# LESSONS LEARNED

## Technology, People & Process



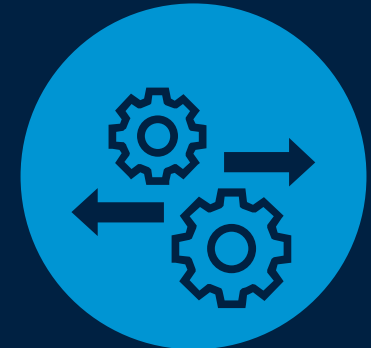
### TECHNOLOGY

- Obtain executive sponsorship
- Align project to business priorities
- Define success metrics upfront and establish baseline
- RFP and sandbox environments
- Enable users to design and test tool
- Don't overly customize or hard code approvals
- Resist big bang launch – start with a pilot
- Develop automated clause library (not automated templates)
- Hire internal tool experts for ongoing maintenance
- Build partnership with your vendors



### PEOPLE

- Sell vision to the team
- Listen to users – solve their problems
- Involve champions and “naysayers”
- Assign top talent to project
- Invest in change management strategy (including comprehensive training program)
- Celebrate small wins
- Invest in alternative service provider/ LPO relationships (extended arm of the team)



### PROCESS

- Undertake reengineering and streamlining effort
- Standardize templates (use “your paper”) and align globally
- Incorporate Global Contract Signature Policy
- Consider contract risk scoring method
- Establish Contracts Committee and review process
- Create and maintain contract playbooks
- Develop well thought out “boilerplate” clauses
- Train business colleagues to understand contracts

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