

## Coaching the C-Suite

*Vistage International GC Teigue Thomas is helping the executive mentoring company expand.*

**T**eigue Thomas is chief legal officer at Vistage International Inc., a rapidly growing executive coaching firm with headquarters in San Diego. Vistage was founded in 1957 as a peer advisory group and has grown to 21,000 members worldwide.

“We offer CEOs and executives the opportunity to develop their skills through different services,” Thomas said. “The centerpiece is a facilitated peer advisory group that has 15 to 20 people who meet every month and work together to solve problems and advise one another on challenges faced.”

She came on board in early 2015, after a stint at Acer America Corp. as vice president, general counsel and corporate secretary. Prior to Acer, Thomas was vice president and general counsel at Gateway Inc., which was acquired by Acer in 2007. She previously served as senior counsel at Zurich American Insurance Co. in Boston, where she was lead trial counsel for state and federal litigation.

She is also the co-founder of Yourkidvid, which provides professional editing services to consumers for video captured on mobile devices. “It was an opportunity to get together with former colleagues to address a gap in the market, to make three-to-five-minute montages with professional editing,” she explained. “If you take 15 minutes of raw video, we will lift the best scenes and put it together with music.”

Thomas has a bachelor’s degree in marketing from Bucknell University and a law degree from New England School of Law in Boston, where she was one of the editors of *The New England Law Review*.

A frequent speaker at local and national conferences, Thomas also serves on the global board of directors of the Association of Corporate Counsel and has served as president of its San Diego and Southern California chapters. She is also a board member of Providence Speech and Hearing Center and chairs the governance committee.

Thomas spoke with the Daily Journal’s Padma Nagappan about her work as general counsel with a company in a period of growth. Here is an edited transcript of their conversation.

### Daily Journal: How big is Vistage?

**Thomas:** We have 200 employees in our U.S. home office in San Diego. We also have 800 facilitator chairs, 2,000 speakers and a network of international licensees. Our international offices are subsidiaries staffed with contractors, with about 30 employees.

### DJ: What plans do you have for expansion?

**Thomas:** We’ve been growing at a great rate; we don’t see any end to that. We see an opportunity to address a market that we’ve

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**Teigue Thomas**  
Chief Legal Officer  
Vistage International Inc.  
San Diego  
**Size of legal department:** 2 attorneys

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only begun to scratch the surface of. There are lots more executives that can benefit from the services we provide.

**DJ:** How big is your department? **Thomas:** Just myself and one other attorney. We also have a head of contracts management that I brought with me. She and I have worked together at four different companies over 15 years.

### DJ: Can you tell us about your transactions? Do you do a lot of acquisitions? How is the company growing?

**Thomas:** We look for opportunities that allow us to pursue growth or member service opportunities. So our transactions are a frequent mix of acquisitions, general alliance agreements, service provider agreements. Growth comes both ways — from acquisitions and an awful lot of organic growth. We just completed an acquisition of a regional group a few weeks ago that gave us 1,000 members. I expect we will continue to experience a tremendous amount of growth, as the Vistage name gets out there. Typically, our members become evangelists and allow us to repeat the cycle over and over again.

### DJ: What is your regulatory environment like?

**Thomas:** It’s not heavily regulated.

### DJ: What kind of litigation do you face?

**Thomas:** Like most companies of our size, we have routine litigation that runs the gamut, from contract-based disputes to employment to other topics.

### DJ: What are the issues keeping you up at night?

**Thomas:** The issues that keep me up the most are how are we going to stay on top as we continue to grow and expand. There’s always more we could do, additional challenges we could take on. Staying on top of everything that comes our way and continuing to provide a high level of service is a priority.

### DJ: What legal tasks do you tend to keep in-house?

**Thomas:** We keep day-to-day management tasks and strategy in-house. We tend to outsource litigation matters. Labor and transaction is a mix of outside and inside sources. We really focus on a team approach to all legal management. I like to focus on a portfolio approach to any legal matter, which means we may have more than one law firm working on one issue. For example, we’ve done litigation work with a big firm and outsourced parts of it to a smaller law firm as well.

### DJ: How do you work with your external attorneys?



Tom Kurtz / Special to the Daily Journal

**Thomas:** The attorneys who work with us really need to understand we’re going to be an active part of the legal team, and it’s going to be collaborative. Not every lawyer likes that. But we have capable in-house resources that do provide value.

### DJ: What are your pet peeves when you work with outside counsel?

**Thomas:** Surprises about billing. It’s happened on occasion but not often, because we are careful. It leads to one uncomfortable conversation but doesn’t

Adam Levin and Sarah Wirtz with Mitchell Silberberg & Knupp have helped us with litigation.

Paul and Maria are two people I’ve worked with for more than a decade. We have a great working cadence. They have a very business-oriented approach and strategic insights they bring to the table.

Kirkland & Ellis has a great international network that helps us with transactions. Jody has an excellent knowledge base on labor compliance issues.

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happen again. Not taking a business-oriented approach, not balancing the needs of the company with the legal strategy they intend to pursue.

### DJ: How do you choose law firms and attorneys for new matters?

**Thomas:** I’ve been here a year and a half. I can’t say I know what my predecessors did, but any general counsel has developed relationships with outside firms that we bring with us. I’ve inherited some attorneys and developed great relationships with them. If it’s someone new to us, generally it’s going to be someone I was referred to. I have a large network of attorneys that I can draw upon whenever a new matter arises. So I will turn to my [Association of Corporate Counsel] colleagues for referrals and go from there. And then I’ll explain that it’s a collaborative process, and we need to be kept updated on a day-to-day basis to bring about the best results.

### DJ: What law firms are you working with now? Why did you choose them?

**Thomas:** We work with Paul Rafferty at Jones Day on litigation and strategic issues. We have a longstanding relationship. I’ve worked with him at several companies. He has great strategic perspective.

### Maria Stearns at Rutan & Tucker works with us on employment issues.

I also work with a number of people at the Kirkland & Ellis team in Los Angeles and New York.

We work with Jody Landry at Littler Mendelson on labor compliance issues.

There are a couple small firms and solo practitioners we use as well. Sam Sherman at Tencer-Sherman helps us with a number of issues, as does Matt Mahoney at Witham Mahoney & Abbott.

### DJ: What’s your thinking when it comes to alternative billing models and how do you keep legal spend down?

**Thomas:** The most efficient way to keep legal spend down is to bring matters in house. When we have the capability to do that, we will, even if that calls for bringing in additional staffing. Generally, it’s very active management and collaborative practices that help us keep the cost down and keep us from getting surprised.

### DJ: What should people know about legal needs in this niche market that Vistage is in?

**Thomas:** We are not in biotech or other industries, but we help those businesses run better. It’s a fast-growing, moving dynamic atmosphere. Staying on top of what’s going on in the industries of our members helps us serve them better on a day-to-day basis. I’ll have a litigation matter exploding at the same time that a transaction is closing, and so we have to juggle it all. Having people help us manage that pretty dramatic swing in workload will be of help to us, as the company continues to grow. We also find that many times there are great lawyers who are not necessarily great businesspeople. Many of our member groups have attorneys, too. So attorneys can also benefit from our services.