



Tuning In with Bob Donohoo, RadioShack's General Counsel

By Zachary Newman

Associate Editor Zachary Newman sat down with Bob Donohoo, general counsel of RadioShack. Bob's responsibilities include legal oversight over the nearly 7,200 retail locations internationally that offer electronic products, accessories, and services.

Bob graduated from Texas Tech University in 1984 with a BBA in accounting, and received a master's of science in accounting, specializing in taxation in 1985. After a stint with Arthur Andersen, Bob attended St. Mary's University School of Law and graduated in 1991.

Bob took time out during the busy holiday season to discuss all things in-house.

How long have you been with RadioShack?

I have been with RadioShack a little over four years. Before joining RadioShack, I worked with i2 Technologies and EF Johnson. Before making the move in-house, I was associated with Shannon Gracey Ratliff & Miller, which had at the time about 100 lawyers. I practiced corporate law, negotiated contracts, and even had the chance to do some litigation.

A corporate lawyer with litigation experience?

Yes, it actually helped provide me with a valuable perspective of how issues evolve in the courtroom, a perspective difficult to possess without being involved firsthand. I even tried four cases as an associate. While the amounts in dispute were not large, I did get to pick juries and try the cases. I even remember the one where an 18-year old pro se litigant beat me hands down in a collection case. It's a long story. . . .

How is your legal department structured?

We have nine lawyers here in our Fort Worth headquarters and five additional lawyers stationed in Mexico supporting operations there. We also have about 10 support personnel in the form of administrative personnel or paralegals.

Our legal department is divided generally in four groups: Intellectual Property, Commercial (meaning contracts and related items), Litigation, and Mexico Operations. As the company's corporate secretary, I also supervise the assistant corporate secretary to fulfill my corporate governance and SEC reporting responsibilities.



Lawyers do not always exhibit or employ exemplary management abilities. If you were giving a seminar to lawyers on your management style, what would it look like?

As general counsel, it is my responsibility to enable our lawyers and support staff to perform efficiently and effectively. To this end, I promote the team concept and I have an open-door policy. I also welcome, and encourage, free-flowing communication to permit the exchange of innovative ideas and solutions. We obviously have rules and procedures, but I try to avoid imposing a rigid corporate environment.

Let's get to the important stuff—are you a Tony Romo fan?

At times I am. He can be extremely frustrating to watch, but he is brilliant at times. You brought it up; I didn't.

If a newly minted lawyer interested in an in-house position asks you whether he or she should work in a firm first, how would you respond?

I would say definitely. I believe the intensity and workload of a private law firm as well as the diversity of work available provide invaluable training grounds. The law firms do a very good job of teaching young lawyers how to service clients, which are invaluable lessons as in-house counsel are inextricably intertwined with their clients. We support our clients each and every day, and we are committed to ensuring that business operations are not impeded with unresolved legal issues.

True or False: Litigators are better lawyers than corporate lawyers.

False. It is a good question because each group thinks they are better lawyers than the other. But, truthfully, each practice area complements each other.

What is your general view of litigators?

I have had very positive experience with litigators throughout the country. The only caution I would give to the litigators is to remember that there is a forest beyond the trees. I have noticed that sometimes the litigators become so embroiled in the fight that they lose focus on achieving the client's goals.

How do you stay organized?

I actually manage my own calendar and I maintain a to-do list in a notebook. Of course, what I think I am going to do during the day and what I actually do is very different. It will be a difficult day in my position if I am not exceedingly flexible in my schedule.

I would have figured you had all the latest in electronic data management, using one of many tablets on the market now for example?

I do have an iPad and an iPhone. But I actually get more mileage out of maintaining a written to-do list.



Time to take the gloves off: What state has the best lawyers—it is New York, right?

Truthfully, it depends on the type of work involved. For example, while New York has exceptional securities and corporate lawyers, I have found top-class lawyers throughout the country. And, with respect to litigation, I strive to forge relationships with local litigators. In fact, each town and smaller city has proven to have top-notch litigation counsel.

What can outside counsel do that will sour the relationship with you?

The one thing that causes in-house counsel to scratch their heads is when firms raise their rates without consulting us first. I must be reading a different newspaper than what those firms are reading. I strongly suggest the law firms contact their clients and discuss the need or intention to raise rates before doing so in the invoice. There is one other pet peeve I have. I find it particularly frustrating when you end up litigating right up to trial only to have your trial counsel express for the first time that a settlement might be more appropriate. This goes back to the forest-from-the-trees comment earlier and my recommendation to outside firms to keep the client's goals and objectives firmly in mind at all stages of the litigation.

Many law firms move associates up each year in the billing rate structure—does the yearly step-up bother you?

No, that does not offend me. I fully understand the need to elevate associates up the ranks, and appreciate the law firm's model of leveraging associates. The raise in the rates I mentioned was more of an unexplained or unexpected bump-up in rates.

What is the best way to communicate the pitfalls of electronic communications to the business employees?

Constant training and discussions about the appropriate use of email and the fact that emails oftentimes become key business records. Because business communications are so dependent these days on email, you need to constantly remind the business folks to be mindful of what they write in email and to express what they mean unambiguously with non-inflammatory language.

Suppose you have a very senior manager, as opposed to a mid-level or junior manager, who is communicating inappropriately by email. How do you best handle this situation to respect the chain of command and to deal with the issue?

You have to address the situation regardless of the seniority of the individual. Involve your human resource professionals and deal with the issue directly and without delay. Also consider consulting with any outside directors that may sit on the board if additional support or consultation is required.

What advice would you give to small, regional firms that are looking to introduce themselves to companies like RadioShack?



Winter 2012, Vol. 26, No. 1

I am very open to retaining smaller firms and always interested in determining whether regional firms are more efficient or capable than larger, national firms. Smaller or regional firms also have shown to be wealthy in “local” knowledge especially in the litigation context. That said, larger, national firms also have many positives so it really just boils down to which firm is better positioned for the particular matter to deliver capability, knowledge, and efficiency.

I constantly evaluate the availability of alternative billing arrangements, which, for me, seems to be more successful in corporate matters. I still am struggling to find a solution for litigation and other matters.

Be honest—what is the last thing you purchased from RadioShack?

I purchased a case for my iPhone.

Keywords: in-house counsel, litigation, management, electronic communications, Tony Romo

[Zachary Newman](#) is a litigation partner at Hahn & Hessen in New York, New York.