

WHO REPRESENTS AMERICA'S BIGGEST COMPANIES

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THE WILLIAMS COMPANIES, INC.

## FINDING AN ALLY

Far from headquarters, an in-house lawyer needed a law firm's help.

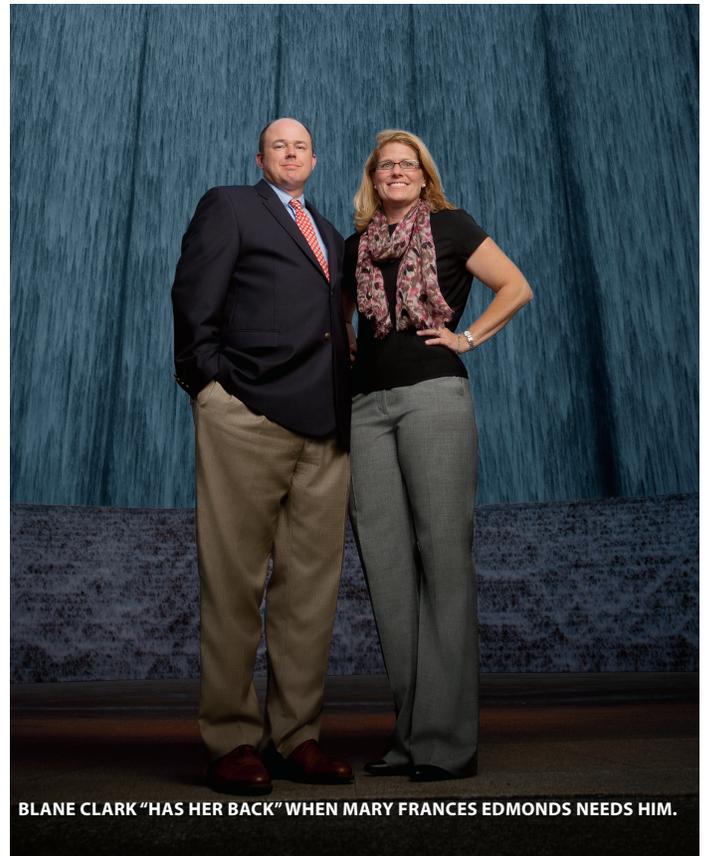
By Catherine Dunn

**WHEN MARY FRANCES EDMONDS MOVED HER FAMILY TO** Houston in 2006, she was new to the city and to offshore oil and gas production. She had logged ten years as an in-house attorney with The Williams Companies, Inc., the Oklahoma-based energy giant, impressing her bosses in Tulsa. But she had yet to win over the Houston outpost, where she and another woman were the only lawyers and the only women in an office full of engineers. The company's outside law firm, Kean Miller—already steeped in precedent, and friendly with management—had the advantage in Texas, she felt.

Edmonds needed allies. So she flew to New Orleans, still ravaged a year after Hurricane Katrina, drove up to Baton Rouge, and installed herself in a conference room at Kean Miller. There she met with a steady stream of lawyers to introduce herself, and talk up the Williams success story, as if her job depended on it.

"I have been successful in my career based on building relationships," Edmonds says. "I knew that relationship was going to make or break me and the legal group down there."

The road show paid off. Five years later, Edmonds landed a promotion to vice president and assistant general counsel. The Houston office now numbers 300 employees, including four lawyers. A billion-dollar construction project is being fabricated in Texas and Louisiana, for which Edmonds and Kean Miller partner Blane Clark fashioned a process to fast-track the paperwork so that attorney approval never holds up building.



BLANE CLARK "HAS HER BACK" WHEN MARY FRANCES EDMONDS NEEDS HIM.

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This legal assembly line is an apt symbol of the two lawyers' close working relationship. Clark sees the Kean Miller team as practically part of Williams in-house. Edmonds takes pains to keep it that way. Williams uses a blended-fee arrangement with the firm, meaning that everyone is paid the same rate, regardless of rank. Perhaps because her husband is also a lawyer at a firm, Edmonds is acutely conscious of the pressure on outside counsel to bill their time to the highest bidder.

If not through a heftier hourly rate, then, Edmonds strives to keep Kean Miller attorneys enticed by the work. Although she is enthralled by the technical aspects of her field—she has taken helicopter safety training, and choppered out to a platform in the Gulf—Edmonds is willing to absorb the more mundane matters and give the good stuff to Kean Miller. She also strives to bolster the firm's retention rate, inviting associates to the negotiating table and work sites. "That's very rare," says Clark. "I think a lot of clients don't even think about who the associates are."

Clark says Williams was already such a good client that the alternative fee arrangement would have worked out regardless. That said, the work is challenging, sophisticated, and unlike run-of-the-mill mergers and acquisitions. Clark did have a head start on Edmonds—in navigating off-shore contracts, and building a rapport with Houston. However, he knew in the long term that it behooved him to work well with her. "I had a new colleague, and I wanted her to look good," he says.

Edmonds credits Clark with having her back. It's not uncommon for outside counsel to curry favor with management, she says. She appreciates that Clark refuses to break rank; he will text her from meetings, and copy her on replies to client questions. She has never felt undermined in front of their client. "Law firms aren't always that way with in-house counsel," Edmonds says.

Communication is key. Even though Clark can often answer his own questions, he doesn't hesitate to ask his counterparts how they'd like things done: "It's our job to make sure they're never surprised."

Perhaps the biggest surprise in their partnership came that first day they met. Clark believes that Edmonds's visit was the first time a Williams attorney ventured out to Baton Rouge. For these two, it's been smooth sailing ever since. 