

# **To David Boies**

## **Thoughts on the Future and Legacy of Boies Schiller Flexer**

**By Harrison Barnes**

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**ATTORNEY SEARCH**

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## Introduction

In 2007, I entered a purchase agreement for a \$15-million home in Malibu, California, showing a success level I could not have imagined several years previously. I had 850-some employees in multiple cities throughout the world and several thriving businesses. One of my companies, a student loan company, was generating millions of dollars in revenue per month. Major banks like Merrill Lynch were making offers to acquire a portion of it for almost nine figures. I figured I was on my way to being a billionaire. It was an exciting time, but while I felt confident and successful, I was isolated, frightened, confused. I thought I was in over my head, and like something was missing.

Despite appearances, all was not good. I realized it motivated me to make this move to an exclusive home because there was something wrong with my ego and ability to manage all the people and activity around me. It exhausted me, trying to do everything alone and control everything alone. I had no partners and was distrustful of others. I had fired many people, did not have a good understanding of management and fought a lot of my demons. Because of those demons, I was acting like an idiot in many respects. I was not connecting to people, and I spent more money on cars, offices, homes, and buying buildings than I should have. I did the dumbest thing to purchase a Rolls Royce Phantom and hire someone to drive me around in that. What a badge of insecurity and confusion that car was! I had been in business not very long at that point (after leaving the practice of law), and while everything was going well by outward appearances, I did not know how to handle it. I also felt like I could trust no one and that I had no one to talk with to help process everything and give me the guidance I could believe in. Everyone I let close to me seemed to want to take a part of my business, want money, or be out to hurt me.

David, I know you are experiencing some of these feelings, too. You have come to me with a problem—to help you find solutions—and I can help guide you not just because I have studied law firms and the legal market for decades but because I have been at the crossroads where you are right now in my own professional and personal life. This crossroads is part of a mutual journey we share—and making the correct turn requires delving as much into our deepest thoughts, feelings, and egos as it is investigating business principles and sound market opportunities. In this guide, I cover the latter, but I also explain my internal and external journey regarding the importance of vision and the pernicious nature of ego because my experience applies to your journey.

## The Importance of Vision

I run a very successful legal placement business. It is so successful because it began with— and is sustained by—a simple but profound vision: "I must get attorneys jobs." Even as I have gotten off course from time to time, I always return to this important vision that motivated me. Where others in the market were out for money or to stoke their egos, I honestly was doing everything I could to get attorneys jobs. I adhered to this principle and did everything I could to help people, even if it meant not making money. I thought about this mission to help get attorneys jobs all the time, worked seven days a week at it, and it was a business success. Within a short time, I was more successful, better regarded, and helping more people than I could have imagined. I also was committed to showing attorneys how to succeed by understanding the legal profession, how law firms work, how people see them, how to be committed, and how to get jobs. I am still doing this sort of thing, and it inspires me.

I believe in this vision absolutely and genuinely. It inspired me to start this company, and it continues to inspire me to get up each day and keep coming back and make it work even when times are tough. Getting into the student loan business is one time I got off course from my vision. That business was extremely profitable, but it was a mistake. It had nothing to do with my vision or what motivated me. It was distracting me from my mission and also attracted the wrong type of people. For example, I hired an attorney with unique business skills from Wachtel, who also had an MBA and was a former banker, to come work for me. Instead of concentrating on the core legal career business and the importance of getting attorneys jobs, he saw a financial opportunity to refinance the student loans of many of the attorneys I wanted to help career-wise and continually focused on that. He wanted to make money—and that was it.

He did not care about my goals for helping attorneys. He influenced me, and his connections, access to money, fancy pedigrees, and belief system pushed me in the wrong direction. Eventually, when I realized he was hurting me and trying to sell my company behind my back, I fired him. However, the juggernaut he set in motion detracted from my vision. I had so much money coming in from the student loans to attorneys I had bought buildings, bigger and bigger houses, cars, drastically increasing my fixed costs (salaries, insurance, for example), and doing many stupid things I should never have done. I neglected my core businesses and what I had genuine talent and passion for. I got more and more caught up with ego, how I was seen, my power, and other things I could never have imagined would have concerned me. At one point, I was looking to put a deposit down on a private jet.

## The Problem with Ego

I have studied a great deal about ego and how it holds us back. Ego is especially problematic because if we are not careful to keep it in check, it can distract us from our vision and lead us away from our mission of doing something important and larger than ourselves. Ego has caused me problems in the past, and it still causes me problems. I need to be constantly mindful of this to not interfere with my vision to help attorneys get jobs.

Between eighteen months and four years of age, our egos awaken. The ego is not us, but it keeps us separate from others. It makes us compete with others, defend against others, and attack others. Our egos also seek validation and attention. We want to look important to others at all costs—some, like Melissa Holmes, will come up with fantastic fantasies and lie to investors and others to look important and get validation and attention for their egos. Like Harvey Weinstein, others will validate themselves and their egos by getting famous and then use their power to get sex and hurt others. The ego needs lots of validation and attention. Our egos will go to great lengths to make us feel good.

- We are so driven by ego that we rarely see the world for what it truly is or people for who they are.
- We are part of a glamour-seeking, celebrity, and wealth-obsessed culture that emphasizes the wrong things.
- If we desire to be famous, have attention, be high profile, be seen, and the center of attention, we are in ego.
- Anytime we try to be something we are not already are, we are in ego.
- Melissa Holmes and Harvey Weinstein are examples of ego run riot. Criminality is mostly a product of ego.

When I got involved with the banker who started the student loan company with me, I allowed my ego to dominate me. I was trying to be something I was not.

Inspired by this higher calling, when I fired the Wachtel attorney, I pushed away people who worked for me and started firing people I knew were committed to money, egos, and themselves. I could not keep people around because I believed that most people were out for their self-interest. I wanted desperately to find people who believed in what I, too, did. However, while I was effective at getting my message out to attorneys, I could not manage the surrounding people and could not understand why people did not share my same mess.

When I hire recruiters to work in my company, I train them personally and expect them to understand the mission, identify with the mission, and do things the way I tell them. The only people I seem to keep around and follow my directions are people who went to the best law schools, worked at the best firms, and smartest. Instead of figuring out how to bring out the best in everyone, I complain when people make mistakes and do not do things correctly. I realize now that my ego is nurtured by finding fault in others. This is an example of the ego desiring to be the center of attention, look important, and look right. It is easy to see why I have been held back. This aggressive fault finding and need to be right is a product of ego.

- Telling attorneys all over the country that I know what they need to do to be successful gratifies my ego.
- Believing that I am on some "holy mission" to get attorneys jobs and change the legal profession's fabric is also an ego product.
- Writing to you and telling you I could understand (and solve) and advise you on practical solutions to what you need to do with your firm gratifies my ego.

Sometimes it is my ego that is the problem, as I just discussed. But I am not the only one with an ego, and sometimes it is the egos of other people that wreak havoc on me, or you, or anyone else. Most people are driven by ego, money, prestige, and how others see them. Very few are committed to something more significant and spiritual. This is especially so with attorneys.

In 2007, some people I had fired for not sharing my "vision" of getting attorneys jobs and just being out for themselves started writing negative messages about me online. They were defending their egos I had damaged. These attorneys and others attacked me in multiple ways, and although a lot of what they said was right, I did not want to believe it, so I started filing defamation lawsuits to defend my ego—so I could be right. I did not know who was writing all of this, but it hurt a great deal. I withdrew even further and stopped trusting my employees because I figured it might involve them. I eventually found out the anonymous writing came from a former employee I had fired for being dishonest. He was someone I had gotten started in the business when he was unemployed and could not find a job. He had gone to Phillips Andover with several friends of mine from college and was embarrassed when he came to work for me because he was my age. He was more embarrassed when he was fired. He tried to recruit my employees for years and got some. Then, he became friends with people from [Above the Law](#) and their largest advertiser and started getting them to write various hit pieces for years against me. His ego was significantly damaged, and he tried to repair it by lashing out at me and hurting me.

Others attacked me as well. There were underemployed and unemployed people who viewed me as the ticket to advancement in the legal profession, and when things did not work out for them as they hoped, they blamed and criticized me. I am a highly visible presence on the Internet in advising attorneys about their careers, which makes me an easy target for disgruntled attorneys, competitors, and others whose egos I threaten.

As these attacks continued, searches for my name only brought up the negative aspects of what others said about me. Many of my best employees left, and others treated me with less respect and deference. I isolated myself in my Malibu compound and stopped traveling to my office in Pasadena once per week in my chauffeured Rolls Royce. I started feeling very poorly for myself, obsessed with what others thought about me. I ceased focusing on the good. Despite all the success and opportunities I had created for so many people, I focused on a few disaffected people's missives and further withdrew into myself. I also distracted myself with people who made me feel good about myself. I started getting massages twice per week. I exercised a few hours per day. I avoided confronting the negative aspects of myself and hearing what others were saying about me. I did not realize my part in everything and that I was in an ego cloud that was isolating and preventing me from being happy and succeeding.

Unsure of what to do and feeling as if I had no one to trust, I withdrew and started writing inspirational blog posts and messages to help people with positive messaging. This is how Mark Mao found me years ago. I wanted to help people with the spiritual side of life and lessons through stories because I believed this was the best way to teach people the lessons I wanted to teach—about improving themselves, becoming skilled lawyers, and running their lives and firms correctly.

I am doing this with you right now, David.

I believe that stories are what we remember, and I wanted to give attorneys stories to provide them hope for their lives. The more I wrote, the less I focused on my business—and, over time, my business suffered and shrank. The industry was hit very hard by the financial crisis of 2008-2010, and it forced the student loan company to close after the government stopped allowing private lenders to do federal loans. My sources of credit all went away. My best recruiters and others stopped believing in me and my message and left the company. I laid off the staff and started selling my buildings and assets.

People do not always understand the message of our actions. They are driven by what others in the market think, and they stay with you based on this. The better you do, the more of a target you are for others to rip you down. They misunderstand us. What will our story be? How do we want to be remembered by the world? Many of the most successful people go through life intending to create a legacy for their families, communities, nation, and the world, but how many truly ever do that? It is the message that is remembered and not the wealth or otherwise. What is our message? What is your message, David?

I know now, though, that I probably should have reacted to everything that happened to me much differently. There were things I should have done that would have allowed my business to continue on the right path and grow instead of contract—cultivating my legacy and leading to a more fantastic future. That is what I am going to tell you about now, David.

I am not being paid for writing this report for you, David. Instead of putting forth a formal report for you, I have written a companion to take with you on your leadership and continual life journey into greatness. You are on a hero's journey. You can learn from the past, come out of a crisis, turn negatives into opportunities, and become the best leader possible in your organization and in the legal profession. You can inspire a future generation of leaders for your firm and beyond.

## **The Legal Industry**

The legal industry is incredibly unique because lawyers think they can do everything on their own. This is especially true for closely held law firms. A desire to control and do everything on your own is a recipe for disaster. To succeed, sometimes we must let go.

We train lawyers to see adversity and danger everywhere and thus often nurture their egos as a means of self and professional preservation. Clients, judges, lawyers in their firm, opposing counsel—everyone can be averse to them. I know one partner who retired from his major firm in his forties and felt as though his firm's partners were always out to get him, which was the worst part of practicing law for him. To practice law requires an enormous ego. Because of the pressure, many lawyers cannot maintain the pressure and try to try but cannot control everything. Lawyers define themselves by things like:

- The prestige of their colleagues' resumes
- The prestige of their resumes

- The prestige of their clients
- What someone important said about them
- Whether or not someone important likes and approves of them
- The size of their clients
- The absence of offensive news about their firm
- The absence of offensive news about them
- The presence of famous clients at their firm
- Their famous clients
- Their victories
- How they look to others
- How much money they earn
- Their titles
- The neighborhoods they live in
- The buildings they work in
- The cities they work in
- Where they went to school
- Where their kids go to school

I have several relatives living in rural areas of Michigan and Ohio. They couldn't care less about any of this stuff. They are not exactly healthy, but I think they are—by and by—happier than the average lawyer.

I could go on about how lawyers view themselves, but you get the idea. All of this is ego. It makes lawyers incredibly unhappy, drives many to substances, sends them in-house, makes them bad spouses, and creates many issues. What is so interesting is that most religions, Eastern philosophy, psychology, much self-help literature, recovery programs, and other methods designed to help people find happiness and success recommend that we stop trying to control everything.

For example, [The Big Book](#) explains it this way:

The first requirement is that we be convinced that any life run on self-will can hardly be a success. On that basis, we are almost always in collision with something or somebody, even though our motives are good. Most people try to live by self-propulsion. Each person is like an actor who wants to run the whole show; is forever trying to arrange the lights, the ballet, the scenery, and the rest of the players in his way. If his arrangements would only stay put, if only people would do as he wished, the show would be great. Everybody, including himself, would be pleased. Life would be fantastic. In trying to make these arrangements, our actor may sometimes be quite virtuous. He may be kind, considerate, patient, generous, even modest, and self-sacrificing. On the other hand, he may be mean, egotistical, selfish and dishonest. But as with most humans, he is more likely to have varied traits.



What usually happens? The show doesn't come off very well. He begins to think life doesn't treat him right. He decides to exert himself more. He becomes on the next occasion, still more demanding or gracious, as the case may be. Still, the play does not suit him. Admitting he is more at fault, he is sure that other people are more to blame. He becomes angry, indignant, self-pitying. What is his basic trouble? Is he not a self-seeker even when trying to be kind? Is he not a victim of the delusion that he can wrest satisfaction and happiness out of this world if he only manages it well? Is it not evident to the rest of the players that these are the things he wants? And do not his actions make each of them wish to retaliate, snatching all they can get out of the show? Is he not, even in his best moments, a producer of confusion rather than harmony?

Our actor is self-centered – ego-centric as people like to call it nowadays. He is like the retired businessman...complaining of the nation's sad state; the minister who sighs over the sins of the {world}, politicians and reformers who are sure all would be Utopia if the rest of the world would only behave... Whatever our protestations, are not most of us concerned with ourselves, our resentments, or our self-pity?

Selfishness – self-centeredness! That, we think, is the root of our troubles. Driven by a hundred forms of fear, self-delusion, self-seeking, and self-pity, we step on the toes of our fellows, and they retaliate. Sometimes they hurt us, seemingly without provocation, but we invariably find that at some time in the past, we have made decisions based on self, which later placed us in a position to be hurt.

So our troubles, we think, are basically of our own making. They arise out of ourselves, and {we are} an extreme example of self-will run riot, though {we} usually {don't} think so. Above everything else, we... must be rid of selfishness. We must, or it kills us! God makes that possible. And there often seems no way of entirely getting rid of self without His aid. Many of us had moral and philosophical convictions galore, but we could not live up to them even though we would have liked to. Neither could we reduce our self-centeredness much by wishing or trying on our own power. We had to have God's help.

This is the how and why of it. First of all, we had to quit playing God. It didn't work. Next, we decided that hereafter in this drama of life, God was going to be our director. He is the Principal; we are His agents. He is Father, and we are His children. Most good ideas are simple, and this concept was the keystone of the new and triumphant arch through which we passed to freedom.

## Law Firm Functionaries

Most law firms typically have people in the roles of Grinders, Finders, Binders, and Minders.

- Grinders are hired to do the work and crank out the work product. Most attorneys are grinders.
- Finders are attorneys who go out and get the work. The entire system relies on finders bringing in work.
- Binders are people who have good interpersonal skills and can connect and bring others together.
- Minders excel at administrative tasks and manage the law firm and others there.

## The Four Types of Attorneys Inside of Law Firms

**GRINDERS ARE HIRED TO DO WORK.**

Most large law firms expect attorneys with one to six years of experience to be grinders and do not expect much else from them.

**THE FINDER GOES OUT AND FINDS WORK.**

Every law firm is eager to locate and hire finders because the entire system relies on finding and hiring people with a lot of work.

**BINDERS GENERALLY HAVE VERY GOOD INTERPERSONAL SKILLS** and are able to get along with all sorts of people. They are good at bringing different people together and their skill is in connecting people.

**MINDERS EXCEL AT ADMINISTRATIVE TASKS;** manage the law firm and its attorneys, paralegals, and others; and are able to create rules that make the system function. They are almost always partners in the law firm.



## What Law Firms Can Learn from Other Businesses

They do not run law firms like actual businesses, and I am not sure that is a good idea. Once it gets to doing tens of millions in revenue, the typical business hires various people to run and grow the business. This is happening because it is the only way for a business to succeed and continue to succeed.

Most growing businesses that are succeeding hire a

- Chief Executive Officer
- Chief Financial Officer
- Chief Operating Officer
- Chief Technology Officer
- Chief Marketing Officers

The most successful and ongoing businesses also have people dedicated to: (1) recruiting, (2) compensation, (3) opening offices, (4) public relations, (5) partnerships, (6) training, (6) running individual departments, (7) product quality, and (8) everything in between.

Here is what a good private equity business would do with a law firm:

- 1. Understand the Nature of the Business, its Market Function, and What Makes it Unique and Focus on that and Discard the Rest.** Most successful companies do something well, and this provides the growth. These companies also frequently stand for something and have a mission or core values. Most law firms are just "duds" that do not stand for much of anything. They may concentrate on a few practice areas or provide a shingle for attorneys to work under, but it is difficult to distinguish among most law firms. Their people and clients' quality defines most law firms, and few stands for something. A good private equity company works to figure out the strength and concentrate on this.
- 2. Install an Outside Board.** Most large, successful businesses also have boards that review individual executives' performance, provide them advice and connections, and provide a foundation for what is acceptable and what works. Law firms are often paranoid of outside people (like me) looking at them and providing honest advice.
- 3. Install Several C-Level Executives and Managers.** It is exceedingly rare for any company to get beyond \$25,000,000 in consistent revenue without having well-entrenched executives who do all of this. One person cannot possibly control all the things necessary to make a business function with this much revenue coming in. Even a few partners cannot grow a business without giving up authority and hiring others to decide. Most closely held law firms are paranoid about giving up too much control—they do not trust others, and partners are always leaving, and you never know who is loyal and who is not.
- 4. Bring in New C-Level Executives and Cycle Old One's Out as the Firm Grew.** As the business grows, it typically pushes its existing executives out. It brings new ones to continue taking the company to the next level—but there is always pressure on the people there to perform. A business at \$100-million in revenue needs a different CEO than it had at \$50-million. A \$250-million in revenue needs another type of CEO than it had at \$100-million. The same people leading a firm at \$100-million are often there at \$500-million despite having the same skills.
- 5. Try to Reduce the Cost of Goods Sold Rapidly.** Most businesses are continually trying to reduce the "cost of goods sold" and declining revenue. They may start making products locally, but most will look for the lowest-cost places to produce goods—such as China or Mexico. Service businesses are unique because they sell people and have high-profit margins. Law firms try to reduce the cost of goods sold by eliminating dead weight, requiring high hours, increasing billing rates, using contract attorneys, having different tiers of partnership, and paying partners as little as they can.
- 6. Increase Revenue by Developing Systems to Keep Revenue Up.** Law firms try to increase revenues by hiring partners with business, raising billing rates, having the most talented attorneys with the best pedigrees, finding extra work to be done, going into new markets, finding new types of matters to work on, focusing their work on profitable practice areas, specializing, and providing the best service possible. Law firms do not always effectively concentrate on their core practice areas and profitable business like they should.
- 7. Consider Acquisitions or Mergers Selectively.** If they can grow faster or be more competitive, companies look for acquisition opportunities. They will sell themselves or merge into other companies if it is in their best interest. Many businesses merge or sell themselves when they feel the challenge of managing a growing company or growing is too challenging. Most law firms merge for the wrong reasons. Law firms do not always need to merge, but do so more than they should.

**8. [Likely] Eventually Exit the Business When They Have Fixed it, Created a System and Extracted as Much Value as they Believed Possible.** It is only time to retire when the company's value is fixed, and proper systems are in place. In contrast, someone like Warren Buffett or Charlie Munger would never exit the business. They would realize it has fundamentals that are sound and keep it going. Some firms have impressive systems for all of this in place, and they are institutions—but most do not have all of it right.

What makes the law firm industry so unique is that most law firms are not professionally managed. Most successful companies would never think of putting someone who is not a professional Chief Operating Officer in a role like this in a company unless they had significant experience doing this sort of work. Mark Zuckerberg hired Sheryl Sandberg to be his Chief Operating Officer—he did not promote someone from his engineering team to the role, for example.

Incredibly, most law firms put people in charge of operations, opening offices, and other roles with no experience with any of this—or a minimal understanding. Law firms also put people in charge of running them who practice law full time and whose skills lie there and not managing, inspiring, and setting a course. The best lawyers should practice law. The best lawyers cannot be professional managers and may resent the role or be out of water. You would never hire a worker's compensation attorney from a small law firm and fourth-tier law school to draft and litigate a significant antitrust complaint against a giant corporation. It would be a recipe for disaster because the worker's compensation attorney's skill, training, and abilities lie elsewhere.

A lawyer's ego is not nurtured by giving them tasks they cannot succeed in. Law firms thus should not be structured in a way that sets up their lawyers for failure.

Before we go any further, I want you to understand one thing:

- *I could have told you Caldwell Leslie would have been a disaster and not work.*
- *A merger with Cadwalader would not work.*
- *Most mergers will not work.*
- *Lots of hiring, mergers, and other things you are exploring will not work.*
- *Most of what you are thinking of doing are probably wrong.*

Other law firms put lawyers (often with very little business) in charge of running and operating their firms. Bureaucrats breed more bureaucrats, and this kills firms. Why would you allow someone who will protect and see the side of people like them in charge of a business that needs constant fresh blood and hard rules? They will figure out how to protect themselves and others like them. They will also resent successful people and not understand them or identify with them. The most successful people will also not respect them.

None of it makes any sense.

There are typically two types of business leaders: (1) those who work in the business, and (2) those who work on the company. Those who work in the business do the service the business requires—they are the people who work in the factory building the car, for example. Those who work on the company do not do this. They run the business and worry about its various components to succeed (finance, operations, technology, partnerships, marketing, and more).

## The Role of the CEO

The CEO is at the top. The CEO understands the company's work and spends his or her days taking in the information from all its different components. The responsibility of most CEOs is

- To understand what the business is best at, set and articulate a vision for the company, and convince the people below them of the vision;
- Create a culture around that vision;
- Hire people who support that vision;
- Create stories around that vision to inspire others; and
- Engage and motivate other top executives to support that vision.

A good Chief Executive also is hungry for information, always learning, grooming the next generation of leadership, working closely with a board, and projecting the image the business wants in the marketplace. It is the most crucial role in all companies and something every company needs to succeed. The CEO's role is so important that very few companies can survive long term without strong CEOs and leaders.

I was not a good CEO for a long time. I was too focused on myself and not on my vision and mission. My ego was too involved. I did not set up the right systems. I did not delegate to others. I made multiple mistakes. I have watched so many law firms fail to reach their full potential because of poor leadership. I have failed to reach my potential because I did not do what a private equity company would do with their playbook at a company like mine. I was protecting my ego.

## Who am I to Write this Guide, And Why Do I Care?

My observations are a product of my experiences, including my upbringing and my work as an attorney in various settings, including for federal judge and three major law firms. Here I discuss what I witnessed and learned from these experiences.

### Detroit

I grew up outside of Detroit, Michigan. I came out of a relatively unprivileged household with many substance abuse, financial and other problems. Despite this, I am from an old American political family that includes a poorly regarded former President (Harrison), a well-regarded U.S. Senator whose statue sits in

the capital dome (John James Ingalls), writers like Laura Ingalls Wilder, and Amelia Earhart. My relatives have been clinging to these past successes for generations, and until the 1970s, they could use them to open doors to Ivy League schools and go there and not do much with their degrees. However, because I was in a very chaotic environment at home, I learned to understand what environments were safe and what environments were not. I became attuned to the mood of people more than I otherwise might have been.

Before starting college, I became an asphalt contractor at 18 to support myself because I did not want to depend on others. I learned a lot about a lot of different people and what motivates them. Because I had grown up around it and seen first-hand what it could do to people close to me, I started using my business to employ people from Detroit's inner city and drug rehabilitation centers. I was interested in inequality, race, and similar college stuff and extensively wrote and thought about it. In my junior year, my college asked me to help teach an undergraduate course about race at the University of Chicago. I took to all of this, did very well, was sponsored by the school for a Rhodes Scholarship, and got reasonably far. I realized then that committing to something greater than ourselves was a source of strength that the world needed. Despite having many relatives who had gone to Harvard and Yale—including a father who went to Harvard and did admissions work for the school, I never got into those schools because I think I had too many problems in my home life to make me an effective student, athlete, and leader. I did not blossom until I was on my own and away from my parents. I also became very distrustful of others and believed that self-sufficiency was necessary to be successful.

## Reid & Priest

I worked as a summer associate at Reid & Priest in 1995 before its merger with Thelen, Marrin, Johnson & Bridges. I saw a lot of what was going on wrong there. At the end of the summer, the firm did not have the money, or confidence in its future, to make offers to most of its summer associates. The firm blamed this on a poor class of summer hires—although there were 15 of us. During that summer, I came to distrust organizations and got a perfect sense of Reid & Priest's issues. I had a feeling it would not go well there. The culture was poisoned and could not be fixed. While there is far too much to go into here, the firm was paralyzed by low morale, an inferiority complex compared to more prestigious firms, an inability to expand into new markets, partner compensation that was not competitive with the largest firms, a lack of significant business generators, and insufficient work to keep the right people around. The firm concentrated power and decision-making authority in the hands of a few attorneys who had been there since they were summer associates and knew nothing else. Like my family, they attached the firm more to its illustrious past than its future. The firm was living in the past.

The firm had a report they had commissioned from an outside consultant which I stumbled upon by accident and read. It was a frightening report and told of all the things wrong with the firm. I did not understand everything but knew the firm was in trouble. The firm seemed to believe that it would remain successful because it did a lot of energy-related work representing power clients. It also had some large Japanese clients and was one of the oldest law firms in New York. None of this mattered, though. The law firm could not hold it together. You could feel it in the air and sense it in the demeanor of the people there.

The summer I worked at Reid & Priest, Mudge Rose went out of business. The partners at Reid & Priest all seemed quite interested in this and why it happened. The partners talked about it for days and seemed happy, almost glad that someone else had failed and could not make it work. Others' lack of success always strokes weak peoples' egos because it makes them look and feel better. They talked about financial mismanagement.

When people talk about law firms going out of business, financial mismanagement is all they seem to talk about:

- Finley Kumble—(Dissolved in) 1987
- Gaston & Snow-1991
- Shea & Gould-1994
- Mudge Rose-1995
- Bogle & Gates-1999
- Arter & Hadden-2003
- Brobeck-2003
- Thelen-2008
- Howrey-2011
- Dewey & LeBoeuf-2012
- Bingham McCutchen-2014
- Dickstein Shapiro-2016
- Sedgwick-2017
- LeClaireRyan-2019

When people talk about why firms fail, they always focus on money. No one seems to talk about how these firms had a lack of vision or mission, or because they did not have well-defined corporate and management structures like companies. This is such an important point that I will repeat it another way: ***Law firms need vision and management to succeed.***

It seems insane to me that law firms go out of business or even experience severe problems. Their cost of goods sold is essentially an attorney's time and the money this generates. They do not need to buy expensive physical components like manufacturers, for example. They need to have attorneys willing to share their fees with the overhead to support and use a brand and what the brand represents in the market. Because of the importance of a brand, it seems like this should be aggressively protected and promoted by law firms—especially when, as here, the attorneys working here are so ego-centric by nature.

Boies Schiller has money. Boies Schiller makes a lot of money. Boies Schiller does not have the same issues with credit lines, reliance on certain partners for business, and similar issues that other firms have. My recruiting firm will also never go out of business as long as I am around. My force will drive it, my

personality, and that I have people who help me. What does it take for something to reach its full potential, though? That is the question I am exploring here. How long will my dynamism propel my company forward without systems in place? Can one company, or firm, be driven by dynamism and a singular mission alone?

## The Judge's Chambers

Immediately after graduating from law school, I clerked for a federal judge in Bay City, Michigan. I did not have a well-defined understanding of politics when I took the position; however, when I got there, I quickly understood that the judge and my co-clerk had a specific vision: They were very dedicated Republicans. The first President Bush appointed the judge. My judge had been a local prosecutor in Port Huron, Michigan. Because of this extraordinary promotion from nothing (his only other legal job had been working for his father's solo law practice in Port Huron), the judge believed he owed everything to the Republican party and was loyal to what he thought it represented (corporate interests first, anti-crime, formality over informality).

I saw a lot of what he did in his role as entirely one-sided, and I realized he was there to push a particular narrative. He never had an acquittal in his courtroom. He sentenced everyone to the maximum or close. He never had a plaintiff's verdict until my last few weeks, and then he asked me to do a Judgment Notwithstanding the Verdict. I argued with him about this, told him he was wrong and that there were no grounds for this. The judge told me he did not care.

In every organization and group of people, some people support the leader and group, and some do not. I became one of the people who did not support the judge. There were other people like this in the courthouse—people who had always been gossiping negatively about him and trying to influence me. There were plenty of nonbelievers, from the court reporter to my counterpart clerking for the magistrate and bankruptcy judges. The judge sensed and picked up that I was not on his side, and he reacted appropriately. He became distant to me and started making me feel unwelcome.

***Profitable and well-run organizations are always seeking and pushing out negative people. They need to.*** Organizations can survive with dissent, but they cannot have negativity and poison—or too much of it. This negativity undermines the mission. Eventually, probably moments from getting fired, I quit the job with the judge and gave two weeks' notice. I was expelled like a virus from his chambers, and I should have been. I spoke negatively about him behind his back and disagreed with his politics. A particular mission and ideology were at work in the Chambers—just as it is in all successful organizations. Republicans, Democrats, Socialism, Communism, Capitalism, and other ideologies survive because people get behind them and know what they stand for.

People need to know what their group stands for and where it is going.

I was in the middle of a two-year clerkship when I was fired. My plan had always been to check in with Reid & Priest and see if things were going better there before the end of my clerkship. However, telling them I lost my job would be a nonstarter, I figured. Not having a job or knowing where I was going to work was frightening. I sent several letters to firms in California to see what would happen.



## Quinn Emanuel

Quinn Emanuel hired me a few hours after I walked in the door. I had never been to California. Unlike the clerkship formality where I had been required to wear a coat and tie, Quinn attorneys walked around in shorts and sandals and were happy, enthusiastic, unstructured, and free-thinking. The firm was about 45 attorneys.

Quinn had a culture that said

- We are informal;
- We are the smartest people out there;
- We love litigation;
- There is genuine opportunity here—we just made a partner only three years out of law school,
- We are getting the best work;
- We love what we are doing;
- We cooperate and share information;
- Other law firms are stupid;
- John Quinn and over 20% of our attorneys are from Cravath and understand exceptionalism at the highest level;
- We are not afraid to take on the big guys even though we are small; and
- We are going to the moon.

Quinn was about 45 attorneys and had just done the *General Motors v. Lopez* case, where they represented General Motors against Volkswagen. This immediately put the firm in the national spotlight, and the firm took off on a growth path. People at the Firm were excited.

John never seemed concerned with money or what it could buy. He drove a Toyota Camry, worked alongside associates and others on holidays and weekends, traveled in coach when he flew, and was committed above all to his clients and mission. He used to tell clients: "If you hire me, I will eat, sleep and breathe your case." He meant it. According to Mark Twain, the two most important days of your life are when you are born and the day you discover why.

I watched (and have remembered) what Quinn did and how the firm worked and was set up. Here is what I learned.

- **CEO/Grinder, Finder, Minder, Binder**-John Quinn. John set the moral and professional tone of the firm. He gave people hope. He was the firm's internal leader, external representative, and the embodiment of what the firm means. He had a vision statement. He was realistic about his limitations and what would be done to overcome them. He had a goal of being the largest, most profitable, most feared, and successful litigation

firm globally—even when the firm was 45 attorneys. John is a good CEO and still in this role. He also does the work, brings in vast amounts of business, has great interpersonal skills, excels, and administrative tasks.

- **Chief Operating Officer/Minder**-David Henri. He was in a counsel role. He watched operations very closely.
- **Chief Marketing Officer/Finder**-Bill Urquhart. He mostly marketed the Firm and convinced others how great it was—a natural fit.
- **Chief Recruiting Officer/Binder**-Bill Urquart. He met with all recruits, went to law schools, and did external recruiting. He was gifted and a natural fit for this. He also wrote pitches to use and sold and articulated the culture of the firm. It would not have worked without Bill.
- **Chief Product Officer/Grinder**-Eric Emanuel. Chief Product Officer/product quality. Eric mostly proofread briefs and strategizing with other attorneys. He set the tone for the Firm writing style and the product the firm was producing. This job was a natural fit for his personality and skills.
- **Chief Financial Officer/Minder**-Richard Schirtzer. He sat next to the accounting office, was an expert in firm finance, and reported finance issues to other attorneys. This job was a natural fit for his personality and skills.

When the firm was younger, they brought in other partners to give the firm credibility and put them on the letterhead. Dale Oliver came over from Jones Day (Finder) and had some large clients. George Hedges (primarily a binder) was a well-known entertainment attorney and provided the additional firm cache with the Los Angeles legal market.

The influence of Robert Hutchins of the University of Chicago, my alma mater, is similarly instructive. Hutchins (also a Yale Law School graduate and the former deal of Yale Law School between 1927 and 1929) was the President of the University of Chicago between 1929 and 1945 and its chancellor between 1945 and 1951. Hutchins wanted to create a "sea change" at Chicago from being a school best known for football to an academic powerhouse. He abolished its football program and started focusing on recruiting the smartest high school students worldwide and offering them scholarships. Most of these kids would not fit in with Ivy League schools but could not afford to go to these schools anyway. Hutchins ended up with misfits and changed the culture and school with his vision. Hutchins had a vision for the school. He created an environment where brilliant people were respected and could feel comfortable. The underlying culture of the college is the same today as it was then. This culture allowed me to develop and see the world differently because it encouraged me to think differently.

Quinn initially was heavily biased towards low fee labor and employment defense work. They had a specific type of attorney doing that work. John Quinn aggressively and relentlessly cold-called companies he saw were being sued. John convinced companies to hire him and did this low fee work to pitch the same companies later real litigation. John eventually started getting more significant work, and when he did, he needed a lot of grinders who looked good on paper for larger clients with important cases.

Quinn also followed a similar playbook as Hutchins. Quinn started recruiting the smartest misfits from the best law schools (Harvard, Yale) who could not get jobs at other law firms. These attorneys might have

had long hair, smoked, some were very short, some too tall, others too fat, others had social problems, some had psychiatric issues, others had wild sides and public substance abuse issues—but they worked hard! They brought a culture of drugs, sex, hard work, and craziness that is hard to describe not—but they worked hard. The most outlandish behavior was tolerated, and even a point of pride. John also hired people who had not made partner at Cravath he remembered and LL.M's from schools like Harvard from foreign countries no one else would hire and who had no choice but to work hard for John or be deported.

Quinn provided them a lack of structure (no suits), few rules, and informality that made them comfortable. John also arranged everything around a vision, and individual partners had well-defined responsibilities. Associates understood the firm's vision, partners understood the firm's vision, and everyone came together doing unique jobs to help the firm grow. As the firm grew, he started taking less and less labor and employment work. A new generation of higher-qualified and different types of attorneys assumed more significant and more prominent roles. Today, of course, the firm is becoming increasingly structured and less like it was—but necessarily.

Except for John, the founding partners of Quinn are gone today.

- Eric Emanuel recently retired.
- Dale Oliver is no longer with the Firm and was a lot of smoke and mirrors and a bit of a liability.
- Bill Urquhart and George Hedges both died.
- As "CEO" of the Firm and at age 69, John Quinn is still there. His vision remains. John is also very much alone. I will tell you more about that in a moment.

You and John have so much in common, David. We have more in common with people who share our struggles and see vision than those who do not. You also both have a lot of time left to build something even greater together potentially—but there are countless other options besides him, of course. You also have a better brand than John in the market, are better known, have credibility, and people in the profession admire you. John has a vast structure behind him, though, that works. He has built this up without just personality. He has created a mission. Your firms together would probably go further than each alone.

## Dewey Ballantine

I ended up leaving Quinn and going to work at Dewey Ballantine for all of the wrong reasons:

- Dewey was paying 2x what Quinn and other New York firms were (it was on a New York salary scale). **MONEY**
- Quinn had so much work I felt like I would never independently develop a book of business. Most of the partners were divorced, and many people were unhappy. I worked all the time, and it was a very demanding environment. I did not see how I could have a future here. **OPPORTUNITY**
- Dewey had an established brand that I was familiar with, and I thought it made me look better in the market. I was attracted to history. My grandfather had been fraternity brothers with John Dewey at the University of Michigan, and I imagined there was some sort of connection there. **PRESTIGE**

I was wrong.

Dewey was a branch office, and because of this, there were more problems than I could ever have expected. The New York office supported the firm; however, the office was so poorly regarded that they often made other local Los Angeles firms co-counsel on cases. The firm had little work. There were cultural problems in the firm that were from Los Angeles. The principal Firm in New York did not quite know who it was. It knew that it was old and represented many old banks, but it was having issues.

When I was at Dewey, I saw a failed attempt to bring over a large group of real estate attorneys from Paul Hastings to the Los Angeles office. The firm rented out an entire floor to bring over the attorneys, and they discovered the merger before it occurred—only a handful of Paul Hastings attorneys ultimately joined. When these attorneys came over, they did not share work with the attorneys already there, and more cultural issues happened. Dewey started letting nonproductive partners go in Los Angeles, and there were many, many problems. Dewey, of course, tried merging with LeBoeuf Lamb, and that was unsuccessful. In its drive to increase profits and look prestigious, it borrowed and leveraged itself to bring in partners and gave them guarantees it could not pay when the economy turned.

Having seen all of this, I concluded that practicing law and being part of a legal organization was not something I was interested in any longer. I felt that law firms were dangerous places to work. I became interested in what I am doing now. I saw everyone in this business as out for themselves and not concerned with attorneys' legal careers. I believed I could help people and the world with what I know. I thought I had something to give. I knew that I had found my purpose. Rather than work for an existing recruiting firm, I started my own. That is another story for another time and place.

## **My Mentor Chet Holmes and Lessons from Tony Robbins, Gurus, Scientology, Christianity, Judaism, and Other Movements**

My first mentor was Chet Holmes. Chet Holmes used to work with Charlie Munger, and when he worked with Charlie Munger, he ran legal businesses for Charlie. Chet was the only person to have ever doubled several of Charlie's companies in revenue over three years in a row. I sought Chet out, hired him, made him my mentor, and was at his bedside right until he died. He was my best friend. I helped Chet write a book called [The Ultimate Sales Machine](#), which became a bestselling business book. Chet stated that he could double businesses for Charlie because he focused on several key things with each company, including training, talent management, strategy, marketing, sales, ideal buyers, and implementation.

Chet believed every business needed what he called a "core story," which is essentially a vision for the business that makes it unique to employees and the market. Chet used to quote Proverbs 29:18 "Where there is no vision, people perish."

Chet always distinguished between a strategy (where you are going) and tactics (the things you do to get there). Dewey had a strategy and not even excellent tactics. Quinn had a vision, strategy, and sound tactics.

Chet became business partners with the motivational speaker Anthony Robbins, and they became friends. I then met with Tony, started working with him, started a business with him, and began consulting for Chet and Tony's business clients.

Despite being a one-man-show, I noticed that Tony also did an excellent job setting himself up with many people around him doing various roles as John Quinn did. Tony had sales managers, operations people, finance people, and others. There were many people in multiple positions. Despite all of this, Tony ran his business mainly based on his charisma—personal charisma is enormous. Personal charm is excellent if you are a one-person show.

What do you think will happen to Tony and his businesses when he dies? Where does personal charisma take you?

Tony is essentially selling one thing—himself. Most motivational gurus like Tony never create a legacy because their charisma goes with it when they die. People are paying for them. When the person goes away, it is challenging to keep the system going if it is all dependent on one person. Tony's guru was a guy named "Jim Rohn" who was the Tony Robbins in his time. Does anyone ever hear of him anymore? What happens when there is just one famous leader selling something that everyone relies on for leadership? What happens when they are gone?

You can contrast someone like Tony Robbins with another "motivational guru" from a different time, L. Ron Hubbard. While I am not a Scientologist, I am a student of how organizations survive when charismatic founders go away. What has made Scientology able to continue despite horrible public relations and more is the reliance on policies and procedures left behind by L. Ron Hubbard that control how everything happens with the group: hiring, recruiting, firing, training, finances, recruiting celebrities, compensating workers, advancement, internal and external monitoring of enemies, public relations—everything. He left behind an operations manual that is followed and keeps the organization going. The operations manual is thousands of pages and volumes, and it works.

The Roman Catholic church did this with Jesus' Christianity early on, as well. Having policies and procedures for how things will work after founders die, or pass on, is critical for them to have a legacy—especially when, as here, there is someone like you at the helm, David. A leader also needs disciples who will believe in the message and carry out the work.

Judaism is over 4,000 years old and continues because of certain rituals laid down long ago. What is Christianity other than watered-down Judaism made palatable for public consumption by the Romans? The Romans used Christianity to put all of their people under one umbrella and unify them under one, easy-to-follow and consume vision and mission statement. What if a law firm were to do this? Do not the most successful businesses and "isms" of all sorts do this? Look what a glorious vision can do and how it empowers people when they know where they are going.

Because I know Tony well enough, I am not sure he will ever have loyal disciples. Tony likes money and prestige a bit too much. He is a bit too concerned with being around certain types of people. He has

not groomed followers with his message. He will cut corners to make money a bit, I believe. He changes direction and people, depending on what is popular. He has a bit of a hole he needs to fill in his ego. The information he shares is taken from others and repackaged as his own (with a significant dose of enthusiasm).

After my mentor Chet Holmes died, Tony called me very upset because he discovered that Chet had embezzled millions of dollars. Chet bought boats, a Rolls Royce, and other things to soothe his ego. It was a crushing blow. Later, as I tried to keep Chet's business going after his death and started working closely with the daughter and his wife, I discovered he had many secrets I did not know about—affairs, people blackmailing him because of his hidden same-sex interests I never knew about and more that I could never have imagined. Ultimately, he was not the person I thought I knew, and tormented by guilt and ego.

## What Does a Real Mission Really Look Like?

I have met so many leaders in business, or movements, and others. I have always been disappointed when I realized their motives are not what they really should be. Scientology and Anthony Robbins seem more about making money and protecting so-called intellectual property. Tony is focused a bit too much on being seen; he likes attention too much. His focus is on money, power, and possessions as opposed to his message. I do not get that sense about John Quinn, or you, David. The best and rarest people know why they are on this earth, and their identity and impact on the world comes from this. ***They have a vision and a mission to implement it.*** They often have a spiritual foundation to them that they believe in deeply that guides them. John Quinn, for example, is from a devout Mormon family.

They also seek guidance in great literature and other places. One thing about John was that his door was almost always open. However, one evening I walked by his office and discovered that the door was closed. Taped on the door was a wrinkled old xerox copy of a scene from Shakespeare's Henry V. I think about that still to this day and I recently emailed him about it. Here is a portion of a recent email exchange:

On Jan 5, 2021, at 5:41 PM, Harrison Barnes <[h.barnes@bcgattorneysearch.com](mailto:h.barnes@bcgattorneysearch.com)> wrote:

[EXTERNAL EMAIL]

John,

You used to have a Xeroxed (old English?) poem on your door about how you would take your charges to great places and huge victories if they stayed around. I never forgot that. I wish I remembered what it was always have tried to find it. What was it?

--Harrison

**From:** John Quinn <[johnquinn@quinnemanuel.com](mailto:johnquinn@quinnemanuel.com)>  
**Sent:** Tuesday, January 5, 2021 5:44 PM  
**To:** Harrison Barnes <[h.barnes@bcgattorneysearch.com](mailto:h.barnes@bcgattorneysearch.com)>  
**Subject:** Re: Connecting you two to schedule a time to meet/speak

Henry V, the night before the battle of Agincourt—"we few, we happy few, we band of brothers, for he who sheds his blood with me shall be my brother...."

John B. Quinn  
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## Most Feared Law Firm in the World

**B T I** based on survey of top legal decision makers at over 300 organizations by leading independent research provider BTI Consulting Group for its *Litigation Outlook 2020*

*"There is a wisdom that is woe; but there is a woe that is madness. And there is a Catskill eagle in some souls that can alike dive down into the blackest gorges, and soar out of them again and become invisible in the sunny spaces. And even if he for ever flies within the gorge, that gorge is in the mountains; so that even in his lowest swoop the mountain eagle is still higher than other birds upon the plain, even though they soar."*

-- Herman Melville, *Moby Dick*

Here is the scene from Shakespeare's Henry V that was taped on John Quinn's door:

### **SCENE III. The English camp.**

*Enter GLOUCESTER, BEDFORD, EXETER, ERPINGHAM,  
with all his host: SALISBURY and WESTMORELAND*

**GLOUCESTER** Where is the king?

**BEDFORD** The king himself is rode to view their battle.

**WESTMORELAND** Of fighting men, they have full three score thousand.

**EXETER** There's five to one; besides, they all are fresh.

**SALISBURY** God's arm strike with us! 'tis a fearful odds.  
God be wi' you, princes all; I'll to my charge:  
If we no more meet till we meet in heaven,  
Then, joyfully, my noble Lord of Bedford,  
My dear Lord Gloucester, and my good Lord Exeter,  
And my kind kinsman, warriors all, adieu!

**BEDFORD** Farewell, good Salisbury; and good luck go with thee!

**EXETER** Farewell, kind lord; fight valiantly today:  
And yet I do thee wrong to mind thee of it,  
For thou art framed of the firm truth of valour.

*Exit SALISBURY*

**BEDFORD** He is full of valour as of kindness;  
Princely in both.

*Enter the KING*

**WESTMORELAND** O that we now had here  
But one ten thousand of those men in England  
That do no work today!

**KING HENRY V** What's he that wishes so?  
My cousin Westmoreland? No, my fair cousin:



If we are mark'd to die, we are now  
To do our country loss; and if to live,  
The fewer men, the greater share of honour.  
God's will! I pray thee, wish not one man more.  
By Jove, I am not covetous for gold,  
Nor care I who doth feed upon my cost;  
It yearns me not if men my garments wear;  
Such outward things dwell not in my desires:  
But if it be a sin to covet honour,  
I am the most offending soul alive.  
No, faith, my coz, wish not a man from England:  
God's peace! I would not lose so great an honour  
As one man more, methinks, would share from me  
For the best hope I have. O, do not wish one more!  
Rather proclaim it, Westmoreland, through my host,  
That he which hath no stomach to this fight,  
Let him depart; his passport shall be made  
And crowns for convoy put into his purse:  
We would not die in that man's company  
That fears his fellowship to die with us.  
This day is called the feast of Crispian:  
He that outlives this day, and comes safe home,  
Will stand a tip-toe when the day is named,  
And rouse him at the name of Crispian.  
He that shall live this day, and see old age,  
Will yearly on the vigil feast his neighbours,  
And say 'To-morrow is Saint Crispian:'  
Then will he strip his sleeve and show his scars.  
And say 'These wounds I had on Crispin's day.'  
Old men forget: yet all shall be forgot,  
But he'll remember with advantages  
What feats he did that day: then shall our names  
Familiar in his mouth as household words  
Harry the king, Bedford and Exeter,  
Warwick and Talbot, Salisbury and Gloucester,  
Be in their flowing cups freshly remember'd.  
This story shall the good man teach his son;  
And Crispin Crispian shall ne'er go by,  
From this day to the ending of the world,  
But we in it shall be remembered;  
We few, we happy few, we band of brothers;

For he today that sheds his blood with me  
 Shall be my brother; be he ne'er so vile,  
 This day shall gentle his condition:  
 And gentlemen in England now a-bed  
 Shall think themselves accursed they were not here,  
 And hold their manhoods cheap whiles any speaks  
 That fought with us upon Saint Crispin's day.

*Re-enter SALISBURY*

- SALISBURY** My sovereign lord, bestow yourself with speed:  
 The French are bravely in their battles set,  
 And will with all expedience charge on us.
- KING HENRY V** All things are ready, if our minds be so.
- WESTMORELAND** Perish the man whose mind is backward now!
- KING HENRY V** Thou dost not wish more help from England, coz?
- WESTMORELAND** God's will! my liege, would you and I alone,  
 Without more help, could fight this royal battle!
- KING HENRY V** Why, now thou hast unwish'd five thousand men;  
 Which likes me better than to wish us one.  
 You know your places: God be with you all!

John never spoke much about this when I was at the firm. But I always remembered it. One of my favorite lines from this scene has always been:

By Jove, I am not covetous for gold,  
 Nor care I who doth feed upon my cost;  
 It yearns me not if men my garments wear;  
 Such outward things dwell not in my desires:  
 But if it be a sin to covet honour,  
 I am the most offending soul alive

Here is the last communication I had with John after reading [Henry V](#) again:

On Jan 7, 2021, at 11:51 AM, Harrison Barnes <[h.barnes@bcgattorneysearch.com](mailto:h.barnes@bcgattorneysearch.com)> wrote:

[EXTERNAL EMAIL]

John,

A connection to spiritual energy from outside of themselves motivates and sustains the rarest, genuinely great people. Spiritual energy is not about making money, ego, or how others see us.

When I met you in October 1997, Mormon missionaries in Bay City, Michigan (where I had been clerking) had been trying to recruit me months prior. I understood they must work for no money in a strange town away from home because of a connection to something they believed greater than themselves. As I read and pondered all of this (Moroni 10:3-5), I, too, felt this energy. When I was at work, without me asking them to, they came over and spent the day cleaning out the inside of an asphalt sealer tank I had—a dirty job that took them an entire day. I saw a commitment to a spiritual mission where there were no rewards of ego or money.

When I interviewed with Quinn in 1997, similar energy was there, and I never (before or since) have felt it in another law firm. You, too, have this energy and commitment to something outside yourself. You cannot transmit something you do not have. You have given it to hundreds (probably thousands) of people, which has changed countless lives and careers. It is also what the Henry V quote on your door was all about.

Years later, when I started my recruiting business, I never forgot the missionaries. I set up an office in Manti, Utah, after attending a wedding there. I did that because I felt like I needed to give back for the selflessness and commitment I saw from the missionaries. My longest-running employees are still in that office 18 years later; no one there has betrayed me, and they have my back.

How many people ever really have our back? The more successful we become, the harder it is to trust people.

Hundreds of people that have worked for me have come and gone. I have made peoples' careers, taken unemployed people, and taught them recruiting skills that have made them multimillionaires, and many of them ultimately left or betrayed me. Earthly concerns motivate most unconnected spiritual people, and they have gaps they believe they need to fill (and they never stop trying to fill them, are never happy and do not know why).

--Harrison

## Private Equity, Mergers, New Partners and The Like

Early in my career, I had several companies that wanted to be partners in my business. I never had partners because I did not think they would work as hard as me, did not have my same vision, and would hold me back. I did things on my own primarily because of a need for control. This may have been a mistake. I do not think it was. Like you, I know you have gone further with a closely held firm than you might otherwise have gone.

People who worked for me also tried to be my partner. I know that the same people who wanted to be my partner found other partners, and in almost every case, these partnerships ended in lawsuits, companies going away, and other problems.

Several years ago, I also explored selling a company of mine, LawCrossing, that was doing well. The best offer I had was from a private equity company that had acquired another company, Vault.com, for \$65-million a few years previously and wanted to merge LawCrossing into Vault.com, and give me 50% of the combined entity and \$15-million.

I learned a lot about private equity and what these companies do when they buy companies.

As mentioned previously, the playbook of all private equity companies is to:

1. Borrow money from the companies' cash flow to finance the acquisition (something the owners could do on their own if they know-how or had the connections);
2. Keep most of the management around until they understand what is going on;
3. Cut labor and other overhead costs, sell assets and non-core businesses (or business components) to reduce the debt;
4. Focus on the most profitable core businesses; and
5. Install their management (and systems) and make the business profitable; before
6. Selling the business.

It is complicated, but something that works—and huge profits can be made. I ultimately did not sell because I figured I would be better off collecting the profits for the next several years than selling. I also know that the private equity company would likely install its CEO after a few years. I was afraid of having partners, being accountable to someone else, and losing power and control. I did not want to change, nor was I ready to grow. I never fully got to watch how a private equity company works—although I spoke to countless firms and got very close to several of them. I also never grew as a business executive because I did not expose myself to people who could have helped me with all of this. I would have learned a lot from the private equity firm and their systems, focus on profits and ways of doing business. I would have met new people and become a better businessperson. However, my experience is that most partnerships do not work out if people do not come at things in the same direction. My goal has always been to get attorneys jobs. The private equity goal has always been to make money. That is all some people care about—and that was in the DNA of Vault as well.

## The Future of Boies Schiller and My Recommendations

I was contracted to identify lateral partner candidates for the Firm and, potentially, acquisition targets. Most organization leaders (myself included) often know the least of what is wrong with their organizations. There is always a danger in sharing information with people who have power over their careers.

Your firm has the following options: (1) continue as you are, (2) reduce headcount to become more profitable and keep firm loyalists close, (3) come up with a vision and articulate a brand promise, (4) hire professional management to run the firm, (5) hire as many lateral partners as practicable, (6) acquire smaller law firms, and/or (7) merge with another law firm that already understands this.

Given your power, stature, and immense wealth, it isolates you enough that you may not hear these suggestions from anyone.

Here they are:

I have addressed each of these below.

### 1. Continue as You Are at BSF.

Inertia—or doing nothing—does not appear to be a viable option.

Consider the phenomenon of “bystander apathy” as illustrated by this famous murder story:

In the early hours of March 13, 1964, 28-year-old **Kitty Genovese** was stabbed outside the apartment building across the street from where she lived, in an apartment above a row of shops on Austin Street Key Gardens neighborhood of Queens in New York City. Two weeks after the murder, *The New York Times* published an article claiming that 38 witnesses saw or heard the attack, and that none of them called the police or came to her aid.

The incident prompted inquiries into the bystander effect or "Genovese syndrome," and the murder became a staple of U.S. psychology textbooks for the next four decades. However, researchers have since uncovered significant inaccuracies in the *New York Times* article. Police interviews revealed that some witnesses had attempted to call the police.

[https://en.wikipedia.org/wiki/Murder\\_of\\_Kitty\\_Genovese](https://en.wikipedia.org/wiki/Murder_of_Kitty_Genovese)

Psychologists John Darley, Bibb Latane' and Judith Rodin did several studies of this murder. They did a series of experiments to understand what happened. One of my favorite of these studies involved bringing in volunteers to fill out questionnaires. Volunteers were either seated:

- Alone;
- With two other participants; or
- With two other researchers posing as participants.

As they filled out the questionnaires, smoke began filling each room.

- 75% of the participants who were alone reported the smoke to the experimenters;
- 38% of the participants with two other participants reported the smoke; and
- 10% of the participants reported the smoke when they were with the two participants in disguise who noted but did not report the smoke.

In a 1969 study, they found that 70% of people would have helped the person if they were the only witness, but only 40% if others were present.

Bystander apathy is today how the Kitty Genovese episode is explained. The more people can help, the fewer will step up and help. We base bystander apathy on the psychological principles of diffusion of responsibility and social influence.

- **Diffusion of responsibility** means that with so many people around, why should I help? Many other people defuse responsibility. The group decides, and not any one individual. This is a bad way to decide in emergencies. Here, at Boies Schiller, one man is presumed to be the one in charge of making all decisions. With Nick Gravante gone, people do not know what to expect next either. There is no one in a position to step up and talk complete control.
- **Social influence** means that when something unexpected occurs (a street attack, smoke in the room, partner departures), people will watch others' reactions to understand if a reaction is necessary—and what action. If others are running out of the room or leaving the firm, they will too. If others are doing nothing to fix the problem, they will too. We are influenced by our peers, the media, and what we believe others are doing.

Who is to say there are issues or problems at BSF? I'm quick to flat-out go on the offensive every time someone brings up this sort of nonsense. That a firm with arguably the top brand in the legal space, some of the smartest lawyers and colossal name recognition, the most critical cases, high-profile victories, the highest profits per partner (or near) in the legal industry, and more should do something differently is, well, ass-backward. The market recognition is so good that the very best lawyers are interested in working there and the people in the know.

"What about the departures?" people ask.

People who leave do not have the same amount of business that materializes when they leave. They do not go to as good firms. Cadwalader is mainly a corporate law firm with a corporate brand that will never compete or provide the same creative platform as BSF. Other firms like Milbank, Jenner, and others circling your partners are similarly not as strong.

Daniel Pink has a fascinating Ted talk called "The Power of Motivation," which I encourage you to watch. Here, he says that people are interested in three main internal motivators: autonomy, mastery, and purpose. People often leave because they feel a lack of independence, an inability to grow, or a lack of purpose. John

Quinn succeeded because he gave people only a few rules and autonomy, promised them personal and professional growth, and had a larger purpose. All three came together.

When people leave, it is always interesting to ask the questions:

- ***Did they feel like they had autonomy?*** Did they deserve autonomy? Could they be their best person with me? I would bet, David, that your best people feel like they have the autonomy, and you are letting them do a lot on their own. They do not feel like others are in their way—you or other management. That creates loyalty.
- ***Did they feel like they were growing?*** Your best people are growing. They are growing offices, growing their book, and continually learning, and they owe it to you. What about those who are not growing? Would people feel they are growing in a different environment? Others may leave because they feel like, in a management role, they might fail and not grow.
- ***Did they feel they had a purpose and were part of something with a larger purpose?*** People need to believe in an eternal, larger purpose behind what they are doing and where they work to be truly fulfilled. Yale Law School graduates rarely make good law firm lawyers because they are admitted to the school and groomed to get behind larger purposes. They do other things with their talents to make a more significant impact, whether in politics, religion, writing, or otherwise. What is the vision you and your firm stand for? Where is that vision going, and where is it going to lead?

People leave because they do not understand or see an unarticulated vision. People also leave because it scares them that there is no vision. People go because they do not know what they are doing—most fail when they leave and have been propelled by your approval, brand, teaching, environment, and glow when they are there. Those who leave are more likely to succeed in the light than outside of it.

However, if you continue as things are, you will risk more people leaving. You have many deadweights and are overpaying people who are not working hard enough and are not paying many of your top contributors what they would get in the market. Your top attorneys will also be nervous about the firm direction, and many because of this—taking clients, business, and attorneys with them. Your weak attorneys left over will be negative, undermine the firm, collect paychecks, and eventually be let go at some point—either when you are here or not.

Your firm will never go away. The firm is led by two great attorneys, supported by other prominent attorneys with business, and has among the legal profession's best brands. However, what is going on is there are issues in the background that can grow the firm that needs to be addressed.

No one ever gets over the shock of being betrayed by people close to them.

Look what John Quinn wrote in response to Faith Gay's departure memo when she left to start Selendy & Gay with Philippe Selendy:

Faith, I wish I could join in the high-minded sentiment you express here. Some day maybe I will be able to. But not yet. I am still perhaps too mindful of other facts.

Such as that you were not very well known at all when you joined us from White and Case.

That during your time with us, we supported you in every way we could and, I think, made you a legal star.

That during your time with us, you were paid well over \$100m—far more than you ever dreamed you could earn.

That when you wanted to take time off to go to graduate school, we supported you.

That when you wanted to come back part-time, we supported you.

That you planned your departure in secret, we now know, for months.

And let us know that you were leaving, not even with a phone call, but with an email to me and peter, attaching a proposed form of joint press release.

That you are now planning to take as much of our work as possible.

And to recruit as many of our attorneys as possible.

I can tell you that virtually all of the attorneys you name here are pretty angry with you.

## **2. Reduce Headcount and Overhead to Become More Profitable and Keep Firm Loyalists Close at BSF.**

After one particularly hurtful hit piece came out against me in *Above the Law* several years ago, I hired a crisis management firm, Sitrick (they did no good by the way—they also represented Harvey Weinstein and Dewey Ballantyne in their last days).

The person I was working with, Brian Glicklick, said to me: "When something like this happens, people either get very mad or very sad. You are choosing to get sad."

I used to get mad, and now I get sad. How do you feel when people betray you, David? Do you get mad or sad?

I think I might have been better getting **MAD**. Had I gotten mad, I would have fought back to prove them all wrong. Madness drives most of the most successful people out there. After all, they want to prove to parents, teachers, kids who made fun of them because they were poor, stupid, or otherwise that they were wrong. Getting mad is confronting issues straight up and fighting. This is what you might do.



There is a lot of room to reduce headcount and become even more profitable. It is your Firm. It is not going anywhere. You and the Firm will continue to be the most recognizable, prestigious, and most potent firm in the market, even if it is just you and 50 to 75 lawyers. You can do whatever you want. You have autonomy. You can grow how you want. You can set the vision.

- There are pockets of negativity in the Firm and pockets of positivity.
- You have partners in your firm who are down, out, and harmful. It is depressing. They see nothing positive.
- You have other partners who would throw themselves on the sword for you.
- You also have a lot of overpaid deadweight people on board who under-contribute and drag down everything.

It is tough to do (especially for firm founders), but drastically reducing underperforming and underpaid partners, associates, staff, and others will allow more money to flow to the top to pay the highest performing partners the most. Having the highest profits per partner of any firm, being lean and pushing out nonperformers will make it easier for you to: (1) attract better attorneys, (2) keep the best attorneys around, (3) improve your brand, and its mystique, and (4) make you more attractive to merger partners if this is a role you choose.

Money talks and says it all in this business. This will not sustain the firm, but it sure will give it a boost. This is especially so if this is followed by strong public relations efforts about what is going on.

### **3. Come Up with a Mission and Vision Statement that Articulates Your Brand Promise.**

The firm needs the vision to sustain it. Where are you going? All successful businesses have dreams of what is possible.

- Amazon has a vision—to be earth's most customer-centric company; to build a place where people can come to find and discover anything they might want to buy online.
- Apple has a vision—to make great products that are not changing.
- Tesla has a vision—to create the most compelling car company of the 21st century by driving the world's transition to electric vehicles.
- John Quinn has a vision.

David Boies is just as big of a brand as Amazon, Apple, and Tesla—and a much bigger brand than John Quinn.

What is your vision? Do people know your vision?

Right now, the brand of Boies Schiller in the market is essentially this: (1) David Boies, (2) the smartest litigators, (3) the most creative attorneys in the market who find and see solutions others do not, (4) highly profitable, (5) maybe/probably in trouble, and (6) (again) David Boies.

There is no well-articulated vision. I have many ideas for what that vision is, but we need a vision.

A firm should not hinge on the identity of just one man, though. There should be a lot more than that behind it. The firm needs a well-articulated vision (that is already there).

The firm's leaders are also under assault from other firms taking advantage of this lack of vision—and most of these firms do not have a vision (but they have something else—and I will tell you what that is in a moment). Other firms are overpaying people coming from BSF in hopes they will get some of this "spirit" of David Boies.

People in the Firm seem unsure of its direction and are nervous about what will happen if you leave. Many of the partners are followers and not leaders and are influenced by negative firm news, creating additional issues. None of this is proper or should occur, but it is.

The firm rapidly needs a well-defined vision that people can get behind and support. The ability to succeed at the level of BSF is remarkable. You leave competitors in the dust. There are ways of thinking and articulating ideas and a unique ecosystem of smart people. People become better attorneys at BSF than they ever could elsewhere.

The BSF name is powerful enough for clients to want its representation, and attorneys do not need to sell as hard. There is just so much there.

This vision needs to be pounded into the market. You need public relations support (full-time) and go on a counter-attack whenever something negative is being said. You are your client right now. You need someone out there going to bat for you always. Not changing the market perception will cost you more partner departures, hurt your standing, and have negative long-term effects. There is no reason for this.

Who has David's back? Who is articulating this to the world?

#### **4. Hire Professional Management to Run the Firm Based on Your Vision and Put in Systems.**

When people think of Quinn Emanuel these days, they do not think of John Quinn. Instead, they think of the name "Quinn" and the firm. That is where Boies needs to get to.

McDonald's fast-food restaurants work regardless of where they are in the country because they have policies and procedures. They use the core brand, and it does not matter who is running it; the management makes the business run.

The McDonald's brothers would never have expanded their hamburger business beyond a few locations unless there was a Ray Kroc and then professional management. Kroc took the systems, refined the systems, introduced new ones, articulated the brand promise, and expanded it with these systems. We remember the McDonald's name because Kroc installed the systems. Without Kroc, you would not know what McDonald's is today, and there would be no legacy.

Quinn got there, having many people close to him from the early days that rehashed that vision repeatedly everywhere they could. Once there is a vision, you need people all around you pushing this vision. As it is, partners are nervous and do not understand the vision. People seem to leave because they are worried about the direction of the firm. This needs to stop.

A \$400-million business needs very professional management. You should have a CEO and people who handle outside operations, marketing, public relations, internal public relations (to market the brand to your attorneys), recruiting, finance, technology, and other people. These people should be from other large for-profit organizations. This management should rally around the vision of the Firm and understand where you want to take things. This management should be accountable to a board and, most likely, to an executive committee of the firm chosen based on the members' abilities to carry out the CEO's articulated vision.

This sort of structure is needed immediately – and these people should be chosen objectively and not based on what you or others want to hear. Without this in place, there will not be any long-term viability for the firm.

## **5. Hire as Many Good Lateral Partners as Possible with Business to Offset the Flow of People Out the Door.**

This is one option. This is what they hired me to do. It is one option, but not a perfect solution.

Most lateral partners do not have the amount of business they represent they will take with them to new firms. Also, there are cultural problems with lateral hiring. Often, the people who leave do so because they cannot get along at their current firms. You may have problems because of: (1) lack of systems, (2) lack of vision, (3) bad public relations, and (4) lateral partner candidates being unsure about joining you as you get older. You may hire people who had attitude problems at their last firms and continue to peck away at your culture and create more issues. They will demand guarantees and may be overpaid. This will harm the morale of your existing partners, and they will demand more compensation.

What are you selling these partners, though? What are they going to be part of? Where are you going? What can they get behind? Is it association with you or the vision?

Look at this August 14, 2020 obituary about Steven Kumble in the *Wall Street Journal*.

## Steven Kumble Built Giant Law Firm, Then Watched It Implode

His brash Finley Kumble succumbed to squabbling and debts run up to meet the payroll

A clue that egos were out of control was in the law firm's ever-growing name. Less than two decades old in the mid-1980s, it was called Finley, Kumble, Wagner, Heine, Underberg, Manley, Myerson & Casey.

Steven Kumble, a co-founder and managing partner of the firm, used acquisitions and poaching to create a coast-to-coast law firm with around 700 lawyers and 18 offices, including one on Park Avenue in Manhattan. By 1987, it was ranked as the fourth-largest U.S. law firm and had hired Hugh Carey, former governor of New York, as well as former U.S. Senators Russell B. Long of Louisiana and Paul Laxalt of Nevada. Clients included Citicorp, **Occidental Petroleum** Co. and the government of Israel.

But Mr. Kumble, who died Aug. 8 at age 87, couldn't hold the firm together. During one spat, a partner shattered a colleague's glass-topped coffee table. Mr. Kumble's rivals inside the firm stripped him of power early in 1987. A year later, overburdened with debt, the firm tumbled into liquidation.

In a 1990 book written with Kevin J. Lahart, "Conduct Unbecoming," Mr. Kumble struck back at former colleagues by calling one "the Agent Orange of the legal profession" and another "fat, balding and eccentric as hell."

Though short-lived, Finley Kumble was influential as a pioneer among law firms seeking to go national and as a breaker of the taboo against snatching partners from rivals.

...

In recruiting so many "overpaid egomaniacs," Mr. Kumble concluded later, he had underestimated the value of loyal plodders. "Many of the people we recruited were known troublemakers that other firms had let go or had been happy to see leave," he wrote. "I foolishly thought we could mold those prima donnas into a chorus."

The firm developed what he called a "sick and crazy" emphasis on compensating people for bringing in business rather than doing the grunt work. "The firm was like a manufacturing company where only the salesmen get paid," he wrote.

Finley Kumble compounded its problems by borrowing to meet soaring payroll and office expenses. In early 1988, when the firm was in bankruptcy proceedings, debts exceeded \$100 million. Liquidators sold furniture, paintings and an electric pencil sharpener.

## 6. Acquire and Absorb Smaller Law Firms.

There are a lot of attractive prospects in the market—and I have just scratched the surface. Smaller law firms would view you as very attractive for multiple reasons. However, these are risky. Here, you risk again that the firms you acquire will not mesh culturally, have issues with their profitability, have dead weight, and not bill their clients at your rates and not fit into your systems. Integrating new firms into an existing design will require dedicated management, and it will not be easy. Will these new lawyers follow BSF and your mission and be able to be controlled?

There are a ton of smaller law firms you can absorb and integrate. This is also something they have hired me to assist with.

Hueston Hennigan is a potential fit. This firm is an offshoot of Irell and follows the same playbook as Irell (heavily patent litigation focused). Why hire disaffected attorneys from another firm who also are not trained, nor understand expansion? Why bring on someone without the mindset you need? You need systems, vision, and more. This is what will grow BSF and create a legacy.

## 7. Merge with Another Firm with a Similar Vision, Brand Promise, Systems, and Professional Management in Place.

This is the easiest path to take with all of this; however, it is probably the riskiest. Here, you risk your legacy being absorbed into the wrong firm—or forgotten altogether. You risk losing the power and control you traditionally have. It may even cost you financially—I do not know.

Or it could help you, make you stronger, and build an even more remarkable legacy behind impressive systems and a mission statement.

One option would be a potential merger with Quinn. Have I been directly shopping Boise Schiller to Quinn? Of course not. I believe that John Quinn respects you enough, David, that he would never permit something like this. I believe that the two of you have a lot in common, though. I also think you are probably a much better lawyer and smarter. You have a much better pedigree in a traditional sense.

I think John has a unique business and management sense because, unlike you, he started at the bottom with nothing. John was never the head of litigation at arguably the most prestigious law firm in the United States. That we are even talking about him in the same breath as you is a comparison I believe a younger John himself likely never believed would occur.

However, I think that this combination would be unstoppable and create an enduring brand.

Merging with a firm like Irell & Manella has been suggested as a natural fit. However, this is not a natural fit. Irell is culturally a different animal. It is closed and protected. It is afraid of expansion and has not expanded because it does not know-how. They lead it in such a way that those there are afraid of outsiders. No one knows what the firm stands for. It cannot hold on to people and seems to make money, but it turns many

people off there. Irell is doing well but does not seem enthusiastic about the future like it should be. I have spoken with the firm and Morgan Chu. I do not think this would work. If you are hiring a CEO—or taking on a partner—you hire someone that knows how to grow something (and not the opposite).

## Conclusions

We focus on what is in front of us. There are opportunities to acquire other law firms. There are opportunities to hire more partners. There are opportunities to build systems and install professional management. There are opportunities to restructure and develop from the core greatness that is left. You have so many options, and this is such an exciting time.

None of this can happen if they involve the ego.

What I should have done when I was attacked years ago, and my reputation started taking hits, is gotten mad, strengthening the surrounding core, and built-up systems (CEO, CFOs, COOs, and others). That structure would have grown the company and helped me.

What I should have done earlier was taken a payout from Merrill Lynch and exited the student loan business.

Then I should have merged LawCrossing with Vault and learned how private equity companies professionally manage companies.

I did none of these things because my ego was too large. I was concerned about how others would see me, and I was most concerned with protecting my shallow vision of myself.

Your ego will never go away. Mine will not. People with enormous egos have caused us both the most problems. My ego has also gotten in my way and hurt me in the past—and still hurts me to this day. I will never eliminate my ego.

Carl Jung stated that instead of trying to cast off our egos, we should "by hook and crook achieve a higher level of consciousness." We need to overcome our commitment to our self-centered needs and ideas. Instead, we should focus on benefitting others.

One of the Eastern wisdom lessons is that any form of attachment—to ideas, material goods, likes and dislikes, and beliefs about how things should work—is where all of our sufferings originate. When you are attached, you are part of the story and in the narrative and judgment of what is going on around you.

You are a celebrity, rich, and perhaps the worst things that have happened to you in your career and worst clients have been there to show you the damage ego can do. Your true nature is as an attorney to help others and advance the causes you believe in. What would it be like to lead from a position of just growing others, your people, changing the world, and having this be your legacy?



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