

THE ART OF ADVISING CLIENTS

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KEY NO.1: ETHICS ISN'T A MOVIE

While Norma Rae and Erin Brockovich are entertaining movies, they don't reflect real life. Seldom is an ethical decision a matter of high drama. Instead, it's difficult, grueling, and often thankless work. But, managers and lawyers sometimes fall into the trap of thinking it is a movie, and becoming a hero of their own story. Corporate chieftains tend to make everything a "*High-Noon*" scenario between them and the employee, while employees often cast themselves into the roles of one brave soul against a heartless corporate machine. As with life, the truth is in the middle, and you lose your effectiveness by buying into either story line.

KEY NO.2: DON'T CALL IT ETHICS

We know this may sound odd, but let me tell you a story on why to delete the word "ethics" from your vocabulary. We were picking a jury in a employment case several months ago. A new lawyer was picking one just before us. He consistently asked the jury pool the following question: "Do you think if selected to serve on this jury, that you could be fair?" Not surprisingly (at least to us), they all thought they would be. When we ran into him in the hall later that day, we gave him some advice on jury selection and, well, he told us to mind our own business.

But the same principle applies here: everyone thinks that she is an ethical person, or she is a better person than she really is, or convinces herself that she is more ethical than those around her. Instead of using "ethics," try using "business integrity." It's easier to talk about ethical issues by using the "Trojan Horse" of business integrity. Once you start talking about ethics and morality, the discussion slips into argument, with the client becoming defensive. Remember: framing the issue matters just as much as the issue itself. And, when counseling an individual, try framing it in terms of "personal integrity." It's all about making integrity based decisions.

Doing to avoid the deadly trap of thinking, our intentions are pure and good, thus distorting our judgment, and our ability to closely examine the reality of an issue or situation. As my Mom used to say, "We all think we're better people than we really are."

KEY NO.3: IT'S NOT ABOUT YOU

The essence of being a good adviser, especially on issues that are integrity related, is to understand that it's about the company and the client, not about you. This is somewhat akin to the idea of being a hero in your own movie. When you make it about you, you're incapable of giving advice on dealing with situations involving business or personal integrity. It's like the scene in "*The Verdict*" with Paul Newman.

He's ready to accept \$250,000 in settlement, but decides to go the hospital to take some photographs of his client - the victim of a botched operation in a Catholic hospital - who is on a respirator. He takes a few pictures hoping to get more money in settlement when he meets with the Cardinal that afternoon. Not a word is said in the scene, and all you hear is the hiss of the respirator. You see it all in his face: it moves from interest, to concern, to a bulb going off above his head saying essentially, "If I win this case, I can make up for everything I've done wrong in my sorry life." Cut to the Cardinal's office, where he rejects \$250,000. He made it about himself and he was wrong.

When in doubt, remember these lines from William Butler Yeats, "*An Irish Airman Foresees His Death*":

Those that I fight, I do not hate;
Those that I guard, I do not love.

This is the mind set that you need in being a counselor on any issue, but especially integrity based ones.

KEY NO.4: AMASS POLITICAL CAPITAL, BUT SPEND IT WISELY

The single most important any of us have is this: political capital. You create political capital by being a team player, showing people how to achieve the results they want and not just saying "no." To have political capital, you're going to have to have a POY - that is, a point of view. As former Agriculture Commissioner, Jim Hightower, said, "the only things in the middle of the road are yellow stripes and dead armadillos." Your advice cannot be all things to all people: so, avoid Groucho Marx's counsel that "these are my principals, and if you don't like them, I have others." Situational decision-making will come back to haunt you. You're there to help identify principals that are important to the organization. Life doesn't give us the luxury of having a lot.

So, when you have political capital, make sure you spend it wisely. Political capital is like money in the bank. Build it, hoard it, and spend it only on important things.

Here's an example of wise spending. At the start of my career, I went to a meeting with the General Counsel, the CEO, and Senior Partner. The issue was an age discrimination suit filed by three long-term former top executives. And, the CEO was apoletic. How could they sue the company after all the great things he had done for them? Like a jilted lover, he wanted them to suffer. Now that he thought about, he was certain that the former execs had abused their expense accounts for all these many years. He was demanding a full investigation and wanted to file a counter-claim for fraud. And, come to think of it, a private detective to trail these guys wouldn't be such a bad idea either.

Foolishly, I started to speak, with the intention of telling the CEO why this was a bad idea. The General Counsel gave me this look: I remember it to this day, the sort of look a pet owner gives an unruly dog or a parent a boisterous child (maybe it's the other way around). The words caught in my mouth. Later, in a one-on-one, the GC said, "Point One: He'll forget about it in a week; Point Two: Remember what battles to fight." He was right on both points.

This leads me to two observations by Machiavelli in "*The Prince*." First, you must have leverage before guiding a person to make an integrity-based decision. As Machiavelli remarked: "A man who has no position in life cannot even get a dog to bark at him."

Here's the other. An admonition to see things as they truly are, not as you wish they were:

How one lives is so far distant from how one ought to live, that he who neglects what is done for what ought to be done sooner effects his ruin than his preservation, for a man who wishes to act entirely up to his professions of virtue soon meets with what destroys him among so much that is evil.

So, remember, while General George Pickett's charge at the Battle of Gettysburg was admirable and inspiring and courageous, he only got to do it once.

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