

Bart Epstein: General Counsel and Vice President of Corporate Development for Tutor.com

GCC Profile

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By Jen Woods

It is Sunday night, and tomorrow is the start of another long workweek. Has the weekend once again gone by too quickly, or are you excited about getting back to the office?

The answer to this question is a good indication of how you feel about your job, according to Tutor.com General Counsel and Vice President of Corporate Development Bart Epstein. Epstein does not dread the ends of restful weekends and often finds himself spending time on a Sunday night making a game plan for the coming week's projects.



"I love being part of a company that helps thousands of kids every day who are sitting at home and struggling with their homework because there is no one around who can help them with science and math problems," said Epstein, who joined Tutor.com in early 2004. "We use sophisticated logistics and routing to connect these kids to professional expert tutors who help them through our online classroom." Tutor.com, which was founded in 1998, provides online tutoring services in all subjects to more than one million students nationwide

each year.

As law school final exams are quickly approaching, Epstein, a former teacher and private tutor, had some studying tips for students. "Learn to spot as many key issues as possible before you start writing your answer," he said. "It is usually better to identify and provide decent analyses of five key issues than to provide masterful understanding of only three."

He also recommends reviewing old exams, outlining the answers and then comparing answers with friends. "Do this enough and you will likely see that you have a few blind spots—issues that you just aren't thinking about. Then, when the real exam comes, those issues will jump out at you and you can pounce on them," he added.

Advice to Young Lawyers

"There is no right path to a good in-house job," Epstein said. However, students interested in working in corporate legal departments should develop strong understandings of how companies are formed, structured, and financed, he added.

A person's career path is dependent on four factors, he said: "what you are good at, what you like, who you work with, and the supply of available work."

"It is fairly rare for those four factors to come together at a large law firm, but that doesn't mean that spending a significant amount of time at a law firm is not worthwhile. Going to a law firm, working hard, and learning everything you possibly can is a great idea," Epstein explained.

Epstein has more than seven years of experience working in education and for nonprofit organizations. He has also helped to run a market-based rehabilitation program in Washington, DC, for adults with mental illness.

After Epstein attended law school at the University of Virginia, he served as a law clerk for the United States Court of Appeals for the Ninth Circuit and then joined the law firm of Latham & Watkins, where he served as a corporate transactional attorney for four years.

"I always had aspirations to help run a company, and I figured it would be extremely valuable for me to start at a law firm where I could learn by doing and absorb as much knowledge as possible so that when I got my shot I'd have a clue about what to do," he said.

Looking back, Epstein said his experience in private practice contributed to his success as a general counsel. "I have a hard time imagining how I would manage outside counsel without having been outside counsel," he added.

At the time, Epstein did not realize that his experience in private practice would help him manage outside counsel and understand how to gain leverage from counsel expertise.

"I think being in a law firm gives you a healthy appreciation for how hard law firm lawyers work. As the client now, I am sensitive to the pressures that they are under, and I don't ask for things to be turned around unnecessarily quickly," he said.

As Tutor.com's only in-house lawyer, Epstein is responsible for all corporate transactions, contracts, joint ventures, financings, tax issues, human resources matters, and intellectual property, as well as risk management. Risk management is an especially interesting part of his job.

"We have a dizzying array of safeguards in place to ensure that anyone who connects to a kid to work on an algebra or chemistry homework problem is properly screened, trained, mentored, and monitored," he said.

Epstein also negotiates and drafts complex deals with suppliers, vendors, joint venturers, and resellers, he said. "In a relatively small company like ours, we do not have the luxury of revisiting deals halfway through their execution, so it is important that we get it right during the contracting process," he said.

In an effort to prevent legal disputes, Epstein trains the company's employees on how to spot potential problems. Even though training is time-consuming, it saves the company time in the long run, he said.

Epstein used the example of an asteroid headed for Earth to explain this approach. "If you spot the asteroid when it's five years away, you can give it a tiny nudge and be safe. But if you wait until the last minute, it takes a tremendous amount of resources to fix the problem," he said. "The same goes for creating legal frameworks to protect your company."

As Corporate Secretary, Epstein is also responsible for issues relating to the board of directors of the company's shareholders, and as Vice President of Corporate Development, he helps lead the company's expansion to new markets and oversees strategic alliances with corporate, government, legal, and academic partners. The company's latest venture is selling online tutoring directly to families.

Despite his busy schedule, Epstein is an instrument and commercial-rated pilot with 15 years of experience. He volunteers with Angel Pilot, flying sick children

who cannot afford to travel out-of-state for urgent medical procedures; he also volunteers to test new avionics and flight systems for the FAA and NASA.

Epstein serves on the American Bar Association's Privacy and Computer Crime Committee and has been a guest lecturer for the Georgetown University M.B.A. program. He was a John M. Olin Scholar for Law and Economics at the University of Virginia and was selected to serve as an editor for the *Virginia Law Review*.

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