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GCC Profile

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By Kenneth Davis

Like many other young boys, Lewis Shender had big career plans set for himself when he was in grammar school. In addition to wanting to be a Major League Baseball player, a rock star, and a professional racecar driver, among other common career dreams of young males, Shender also aspired to be a lawyer.



"I've always wanted to be a lawyer," he said. "A friend of mine's father, whom I respect a great deal, was a lawyer, and he made it sound interesting, and that was something I just always wanted to pursue. He told stories about transactions and litigation that brought the characters to life and made lawyering sound really interesting."

Shender has achieved his dream—and then some. He's now the Vice President and General Counsel for Jenny Craig, Inc., one of the largest weight-management services in the world. The company operates more than 550 weight-loss centers in the United States, Canada, Australia, and New Zealand.

Shender said that he likes working in-house because it makes him feel more connected to the company he's representing.

"I like the idea of being more involved in and responsible for the business, rather than an outside counsel without any proprietary interest," he explained. "I think I can bring judgments to both the legal side and the business side, and I like being in the middle of the action of the business rather than in an ivory tower at a law firm."

As General Counsel for Jenny Craig, Shender said the issues he handles on a regular basis are across the board, ranging "from transactional work with the company's franchisees to participating in the development of marketing materials to working on employee benefit plans and employee disputes and a variety of other issues."

The biggest transaction in which Shender has recently been involved was Jenny Craig's acquisition by Nestlé, the world's largest food and beverage company, in July of 2006.

"We had a robust auction," he said. "There were a lot of bidders, and there was a lot of activity in terms of due diligence, preparation of documents, and negotiation of the deal. Now we're working with Nestlé on transitional elements involving our intellectual property and corporate structure."

He said the company's sale and auction process, which took eight months to complete, was both challenging and validating, as he was able to participate in discussions with bidders about a range of business issues that weren't strictly

legal.

Shender, who has been Jenny Craig's general counsel since 2002, said one of the most rewarding aspects of his job has been seeing the company grow over the last several years—and being a part of that growth.

"I came into Jenny Craig, which had been sort of an entrepreneurial, family-run business in many respects, and teamed with both old and new management," he said. "We developed a better program and better marketing, such as bringing Kirstie Alley on board, and we weathered the low-carb craze. Seeing the fruits of our work through the sale process was tremendously exciting. It was the whole process of building something better and seeing that people valued what we had done that was rewarding."

Shender studied history as an undergrad at Duke University and graduated in 1981. He then went on to earn his law degree from New York University School of Law in 1984.

After law school, he joined the Minneapolis office of law firm Leonard, Street, and Deinard, where he did general corporate representation work. Shender left the firm after two years to join Dorsey & Whitney in its Minneapolis office.

"It was a little more transactional, with more of a focus on venture capital financing," said Shender of his practice at Dorsey & Whitney.

Q. What CD was most recently in your CD player?

A. The CD that's in my CD player right now is from iTunes, a self-assembled one. The first song on it is from The Ramones.

Q. What was the last magazine you read?

A. *San Diego Magazine*.

Q. What is your favorite TV show?

A. I'm a news junkie, so most likely news.

After five years, he left Dorsey & Whitney to join Computer Network Technology Corporation as General Counsel. Shender remained at the company for five years before joining MVE Holdings, Inc., an international manufacturer of liquid gas containment and application systems, where he was Vice President and General Counsel. He worked at MVE for three years before joining Focal Communications Corporation, a national telecommunications provider in Chicago, where he served as Acting General Counsel. In June 2002, Shender joined Jenny Craig as Vice President, General Counsel, and Corporate Secretary in the company's San Diego headquarters.

"I'd been the general counsel of MVE, which was owned by a private equity fund that participated in the purchase of Jenny Craig," Shender said. "And they offered me the opportunity to come out here. I had a lot of trust in them, and it was an interesting business, so I took the leap."

Shender had the following advice for law students who are interested in pursuing careers as in-house counsel:

"My advice would be to get good law-firm experience—good training," he said. "Learn how to write, get exposed to a number of different types of transactions. I think you're better off with that background than going directly in-house."

He said his biggest role model is Chicago-based attorney Don Lubin, who inspired him to become a lawyer when he was a boy.

He's always been the gold standard to me, and I strive for his level of excellence," Shender said.

He discussed some of the goals he'd like to accomplish in the next few years:

"I want to remain challenged, do interesting things, and be part of a successful management team that manages the ups and downs as best we can," he said.

Shender was born and raised in Chicago.

On the Net

Jenny Craig, Inc.

www.jennycraig.com

Dorsey & Whitney

www.dorsey.com

Focal Communications Corporation

www.focal.com