

# Stephen Martin Thinks Outside the Box as General Counsel for Corpedia, Inc.

GCC Profile

---

## Stephen Martin Thinks Outside the Box as General Counsel for Corpedia, Inc.

By Kenneth Davis

Stephen Martin believes that a successful general counsel needs to have the ability to think outside the box and to be proactive.

"They can't just think in terms of the legal standards," he said. "A general counsel needs to help the business be creative and dynamic and at the same time understand what the risks are; a good general counsel helps a company proactively understand their risk and then helps the company work to minimize any risk but at the same time build the business. You do this by thinking outside the box and not just as a lawyer."



Stephen Martin

As General Counsel and Vice President of Strategy for Corpedia, Inc.—a leading ethics, compliance, and risk-assessment consulting company—Martin brings all of those skills to the table. Since joining the company six months ago, he said he has been doing the "regular legal work," such as handling contracts, nondisclosure agreements, and business-deal partnerships. He also oversees all of the company's compliance matters and is responsible for dealing with business strategy, including consulting for its clients.

"And I do a lot of work with major Fortune 500 companies, helping them work on their ethics and compliance program," he said.

Martin said that on the consulting side of his job, he rewrites codes of conduct, does compliance training, and helps companies with risk assessment "so they can understand what their risks are out in the world."

He discussed some of the daily challenges of his job:

"I think the biggest challenge has been to get companies to understand the importance of ethics and compliance," Martin said. "Ethical leadership is what drives long-term sustainability and long-term profits for corporations. I try to convince them not to just work in a short-term context or on the short-term dollars but to really focus on the long-term sustainability of the corporation."

Martin isn't just speaking theoretically. He's had real-life experience working with companies that got into trouble for not making ethics a priority. Martin said that he's spent the last six years working for troubled companies as in-house counsel.

"I was with WorldCom, Qwest Communications, and Adelphia, three of the major companies that had gotten themselves into massive government investigations," he said.

Prior to joining Corpedia, Martin was Vice President of Litigation and Compliance for Adelphia Communications Corporation. He was part of the new leadership team brought in to help clean up Adelphia on the heels of the

company's corporate scandal.

"We hired Corpedia, actually, to come in and rebuild our ethics and compliance program," Martin said. "When we sold the company this summer, the CEO asked me if I wanted to join him. I went to Corpedia because they do ethics and compliance consulting work the right way. I wanted to use my experience as a federal prosecutor at the troubled companies to work full-time on ethics and compliance issues."

He said what he likes most about his job is that it's a mixture of straight legal work and business strategy.

**Q. What do you do for fun?**

A. I really enjoy teaching. I also like to spend time with my two kids and my two dogs, and I play some sports. Primarily, I play a lot of tennis and ultimate Frisbee.

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

A. *The Very Best of the Grateful Dead.*

**Q. What's the last magazine you read?**

A. *Sports Illustrated.*

**Q. What's your favorite TV show?**

A. 24.

**Q. What's the last book you read?**

A. *Lincoln at Gettysburg.*

"The highlight of my job is that I get to do both sides," Martin said. "And that's what's the most rewarding to me."

He added that he also enjoys working for a company that's not involved in scandal.

"I've seen the worst of the worst for companies," he said. "So it's nice to work with companies that a) do it the right way and care about it and b) I can convince companies why they should care about it."

Martin majored in political science and public affairs as an undergrad at the University of Denver and graduated in 1991. He then went on to earn a law degree from Creighton University School of Law in Omaha, NE, in 1994.

After graduating from law school, Martin began working for the Missouri Attorney General's Office as Assistant Attorney General. He remained in the job for two years and then went to the United States Attorney's Office in Washington, DC, where he worked as a federal prosecutor and handled various criminal cases.

Martin was also working on his Master of Laws (LL.M.) degree at Georgetown University Law Center while at the U.S. Attorney's Office; he earned his LL.M. in Advanced Litigation and Environmental Law in 1998.

He left the U.S. Attorney's Office after four years and joined MCI WorldCom in 2000 as associate litigation counsel. At WorldCom, he was responsible for handling governmental enforcement actions, investigations, and corporate compliance matters. He said the company "collapsed" in 2002.

#### **About Corpedia**

Corpedia was established in 1988 and is the leader in risk assessment and e-learning for ethics and compliance. The company offers measurable and effective online instructional programs and supporting systems that help eliminate exposure and guide organizations through the complexities of today's compliance requirements. Corpedia offers training programs and solutions that not only minimize risk but also drive

identifying risks, providing advice, implementing training, and measuring results. The company works with more than 400 customers in more than 60 countries.

He discussed what it was like working for the troubled company:

"It was pretty intense, actually," he said. "Because we're a high-flying tech company worth about \$100 billion, and all of a sudden, we're under government investigation, and then WorldCom collapsed and went into bankruptcy. Nobody was sure if it was going to be it for their careers, so a lot of us left. As it turned out, it was great for my career because I went on to more troubled companies and helped them rebuild."

After leaving WorldCom, Martin joined international law firm Steptoe & Johnson, LLP, as a senior litigation associate in its Phoenix, AZ, office. He remained at the firm for a year and then began working for Qwest Communications Corporation in Denver, CO. At Qwest, he was the company's investigative counsel and chief privacy officer. He assisted the company with rebuilding after its scandals, handling compliance issues and internal investigations.

While at Qwest, Martin was recruited to join Adelphia as the company's vice president of litigation and compliance and ended up helping the company rebuild for two and a half years, until the company was sold. He then joined Corpedia in its legal office in Denver, CO. The company is headquartered in Phoenix, AZ.

Martin is also the Executive Director of Ethisphere Council, which is a council of corporations around the country that are dedicated to ethics and compliance.

"Corpedia, in partnership with the Practising Law Institute and Lexis-Nexis, formed the Ethisphere Council to bring corporations together in a peer-to-peer, interactive network of companies committed to ethics and compliance in business," Martin said.

In addition to working at Corpedia, Martin is also a clinical professor at the University of Denver, where he teaches business ethics. He has also taught at Georgetown University Law Center.

And Martin was recently a student again, himself; he just earned his M.B.A. from the University of Denver.

He had the following advice for law students who are considering in-house careers:

"One of the things you need to do if you want to be a successful in-house lawyer is understand business concepts," he said. "I went through and finished an M.B.A. degree specifically because, as a lawyer, I didn't understand the accounting and finance at a level that I would like to as in-house counsel. Working for a corporation is much different than a law firm; you really need to understand the business side. And if you're going to work for a corporation, you should understand fundamentally what they do as a business in order to fully understand the risks faced by the company so that you can do an effective job as the corporation's counsel."

Martin was born in Richmond, VA, but grew up primarily in Missouri. He's been married for six years and has two daughters, aged one and three.

He discussed some of the professional goals he'd like to accomplish in the future:

"I think one of the goals is I would like, at some point, to be general counsel of a publicly traded company," Martin said. "I have spent my career working for big companies in trouble that were public, but I'd really like to be involved in a stable public company as general counsel and help the company execute a successful business plan."

## On the Net

Corpedia, Inc.

[www.corpedia.com](http://www.corpedia.com)

Ethisphere Council

[www.ethisphere.com/council](http://www.ethisphere.com/council)

Steptoe & Johnson, LLP

[www.steptoel.com/about.html](http://www.steptoel.com/about.html)

Creighton University School of Law

[culaw.creighton.edu](http://culaw.creighton.edu)