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## ALP: A CONVERGENCE OF SKILLS, EXPERIENCE AND KNOWLEDGE



*Africa Law Practice Partners (ALP): Atinuke Dosunmu, Uyi Giwa Osagie, Oyinkan Badejo Okusanya (left); Bello Salihu, Aisha Rimi, Olasupo Shasore, SAN (right)*



# ALP: A Convergence of Skills, Experience and Knowledge

In recent times, the legal world has been moving towards Law Firm Partnerships, as the way to go, for the future. In this new series, THISDAY LAWYER seeks to look into the hows and whys of partnerships, the reasons for their creation, their structure, development and sustainability, also to assist those of us who may be seeking to form partnerships. In May 2017, in the Nigerian legal industry, four successful legal practitioners came together in a merger, which in barely one year, admitted two new partners and metamorphosed into a continental law firm, now known as Africa Law Practice (ALP Legal or ALP). **Onikepo Braithwaite** and **Jude Igbanoi** visited the law offices of the firm, and had a chat with the six partners, **Olasupo Shasore, SAN, Uyiekpen Giwa-Osagie, Aisha Rimi, Oyinkan Badejo-Okusanya, Bello Salihu** and **Atinuke Dosunmu**. They let THISDAY LAWYER into why and how they started, their rules of operation, the secret of their success, how they have fared in less than two years, and their plans to conquer the African legal space

**our law firms coming together in a merger, is unprecedented in Nigeria. What informed the decision to form Africa Law Practice (ALP), especially as some of you partners have been parts of other partnerships in the past? Did each partner's speciality and the idea of combining those areas of expertise, have anything to do with which firms were selected to come together? How do such partnerships work? How do you do profit-sharing? How are the partners' salaries determined?**

Africa Law Practice (or ALP or ALP Legal for short), is, as you have rightly noted, a merger of several practices, and recognises the experience, knowledge and different skills the founding partners were able to bring together. Some of us have been in partnerships, government, boutique practices and business. The wealth of our combined experience and knowledge, was

a motivating factor to create something that would offer wholesome legal advice, not only in Nigeria, but as the name implies, across the continent. We are building an alliance of firms across the continent that can serve the growing African Trade.

We hope to build a firm, which can grow into an institution that will outlive its founding partners. We have since coming together, grown the partnership with the addition of 2 more partners.

Partnerships take different shapes and sizes, but the essentials remain the same – knowledge, expertise, trust, honesty, respect...It is like a marriage, albeit unusually, a functional polygamous one. In making partnerships work, it is important that each partner's skills and resources are acknowledged and respected, but each must have something to contribute. This cocktail, once blended, must serve the common goal of advancing the firm, and of course, making a profit.

Numerous partnerships, have different profit-sharing formulas. There can be a "one for all and all for one" approach



Africa Law Practice Partners (ALP): Atinuke Dosunmu, Uyi Giwa Osagie, Oyinkan Badejo Okusanya (left); Bello Salihu, Aisha Rimi, Olasupo Shasore, SAN (right) PHOTO: KOLAWOLE ALLI

where everyone takes the same; it can be pro-rated based on partners' contributions to the firm; sometimes, the partner who brings in the work or does the work, can get a larger share and so on. Some partnerships have fixed monthly drawings for partners, and some arrangements also have salaried partners. Ours is a hybrid of the numerous options, because experience has shown us that, flexibility is important.

**Some of the partners have been in the public sector. As Lawyers, how does this experience come to bear in private practice**

The public service gives anyone, particularly Lawyers, a different perspective to legal problems and their solutions. The balance between the overall interest of the State and individual rights, certainly assist on a personal level; but above all, it gives much needed knowledge to advice clients on approach, method and legal avenues with which to manage government authority. As compliance and tax become more and more the top item in big business, risk and performance profile, public sector experience and regulatory know-how, will continue to be a much sought after skill set.

**Other practices were collapsed into ALP? Were the partners not concerned about losing independence?**

Each had successfully run, or been part of practices focused on all areas, ranging from corporate commercial law to government and regulatory affairs. Meeting the right partners, was all that was needed to convince individuals that, this was a partnership to be happy to be a part of. A number of us had worked together at different times in our professional life, and knew and respected the other partners on a personal and professional level. It did not take much to convince ourselves that, this was a partnership where all our skills, experience and expertise would successfully blend and complement each other. Ultimately, in this case, it was better to be part of a big pie, than to be an independent.

**Being such a relatively young firm, don't you think that having six partners is top-heavy?**

While the partnership may be rela-

tively new, our individual practices are both tested and experienced. Above all, number doesn't matter as much as synergy. The important thing, is to have a complementary mix of people, skills and personalities. Each partner brings a unique set of capabilities to the table, in ensuring that the Firm is able to maximise output and deliver more complete legal services. Having said that, our organisational chart is such that, we have a proportionate number of senior associates, associates and trainees, that ensures balance across all levels. Furthermore, we are growing and will continue to grow.

**As an indirect follow up to the previous questions, we observe that you have three female partners and three male partners. Was this deliberate?**

It was not deliberate at all. On the contrary, it was just a happy coincidence. In finding the right mix of people, we also managed to get a perfectly balanced gender mix. We are an equal opportunity employer, and consider personality and capability as paramount. Gender, and for that matter, religion and ethnicity, do not factor into our consideration. We focus more on personality, and the ability of the person to adapt to our corporate culture.

**Have you found it difficult to admit new partners and have them fit into the existing structure?**

It was not difficult. We think that it is a great testament to the structure put in place here, that each partner has a unique

capability and a work ethic which made it easy to fit into the existing structure. Beyond that, they understand the ultimate goal of the partnership, and are aligned with the founding partners' vision for the firm.

**What is the focus of ALP? Transactions/Commercial Law? We know that having as partners a former Attorney-General/Senior Advocate of Nigeria and an active member of the Arbitration/ADR scene in Nigeria, part of your thrust will be litigation and ADR? What else?**

ALP's focus is on corporate, commercial law and related litigation and dispute resolution. We have the good fortune of a having a Senior Advocate and former Attorney-General, as a founding partner. Some of our partners are actively involved in the arbitration scene, as you have noted, both locally and internationally, with our members participating in institutional (LCIA, ICC and ICSID) and ad-hoc arbitrations.

On the corporate-commercial side, we are focused on commercial transactions and have had the opportunity of rendering legal and advisory services to clients particularly in Energy & Infrastructure financial services sector, capital markets and real estate development. We also have a department, dedicated to private client work. With so much experience in regulatory work, we have a strong focus on assisting clients in risk mitigation and government relations agencies.

In our pan-Africa practice, we provide our clients with legal and advisory services, wherever our network permits across the continent.

**Part of the name of your firm is Africa. It seems as if you have affiliations with other law firms in different parts of Africa, but only anglophone countries? What about the francophone countries? How do the affiliations work?**

We do have affiliations across the continent, and these are growing by the day. We started with anglophone countries, because it was easier to combine with those with similar legal systems, and of course, the language. That said, we are in advanced discussions with Francophone and Lusophone firms, and one particularly exciting new market.

The affiliations are by way of alliance, or co-ownership of an international business. In some countries, the firms have retained their names, and in others, have changed or will change their names to reflect membership of the ALP International group.

**The encroachment of foreign law firms in the Nigerian legal industry, has become a serious cause for concern. The NBA has come out strongly against Nigerians bringing in Lawyers who are not qualified to practice here, under all sorts of auspices, with corporate organisations particularly, being accused of this bad habit. How can this tide be stemmed?**

Nigeria has an incredible number of highly experienced and competent Lawyers, many of whom have trained and worked abroad. There is absolutely no reason why foreign firms or Lawyers, should be engaged in rendering legal advice/services where the transaction is of a domestic nature, and we believe the legal services market will naturally sort this out. Foreign jurisdictions, certainly have restrictions on Nigerian Lawyers. In creating ALP, we deliberately designed expertise and connections, to be able to offer seamless legal advice and professional services, to the increasing cross border transactions that will certainly emanate from the recently signed Africa Continental Free Trade Agreement (AfCFTA). This is where the advantage of the combined aggregate of firms in Africa in our alliance, lies. We are all linked by ALP International (registered in Mauritius). So AfCFTA for us, is important to the future of legal practice.

Besides the emerging shape of the services industry that legal practice is prominent in, we believe that, AfCFTA and the common market will reduce concerns about encroachment. As you know, the two protocols on free movement of goods and services across Africa, were part of the agreement signed by 44 countries. This means not only a customs union, but negotiations towards reducing and standardising the ability to provide services in different countries. While we believe that several services are inherently local, such as civil litigation and property related

services, there are several other areas of practice that will open up to Nigerians and beyond.

This is not any one person's making; it is the trajectory chosen by the nations in Africa, that dates back to the formation of the African Union (AU). In Article 3 of the AU statute, the stated objective was, and obligation of States was geared towards "accelerating the political, socio-economic integration of the continent". Also, the 1980 Nigeria-led initiative called the 'Lagos Plan of Action' for Economic Development of Africa 1980-2000, proposed a regional development plan that conceived and included an 'African Common Market'.

This all led to the 18th Ordinary Session of the Assembly of Heads of State and Government (HOSG) of the African Union, where Heads of Government met in Addis Ababa in 2012, and they came to the decision that, a Continental Free Trade Area would be formed in Africa, and endorsed the Action Plan on Boosting Intra-Africa Trade.

So, whereas, 44 countries first of all signed the agreement, the number increased to 49 with the signing by South Africa, Sierra Leone, Namibia, Lesotho and Burundi, at the AfCFTA Summit, Nouakchott. Rwanda, Ghana, Kenya, Ethiopia, Chad and Swaziland have now ratified the agreement, meaning that six countries have done so. With twenty two ratifications, the AfCFTA will come into force. To show the intent of African countries, 15 nations have ratified the protocol on free movement of persons, right of residence, and right of establishment.

It is an exciting time for Africa and African businesses; one that the world is watching, and we are all in the middle of it. It will usher in the largest free trade area since 1995; potentially multiplying the percentage of trade within Africa, and increasing the continent's Gross Domestic Product to 2.5 trillion U.S. dollars.

It was particularly pleasing, when Nigeria announced the formation of the Presidential Committee on Impact and Readiness for AfCFTA, with the active involvement of the Minister for Trade and the Nigeria Office for Trade Negotiations. Perhaps, that will bring the total signatories to 50

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out 54 countries. At ALP, we constantly monitor the progress of AfCFTA, providing updates to clients, acting as resource to several parties involved and interested in the emerging market.

**What difficulties, if any, did you encounter while setting up this relatively new partnership, either from the point of the Government Authorities and ease of doing business, or just generally? Do you intend for the partnership to increase in size? What words of wisdom do you have for those trying to set up similar partnerships?**

Setting up was straightforward, as the rules for setting up partnerships are not as onerous as incorporating a company. However, generally speaking, the only sticky point is the tax regime, which has blanket provisions that do not encourage new businesses.

Structure is one of the limiting factors for law practices, since they must be constituted as partnerships under a business name, making scale and capital an issue. Lagos State attempted to address this with the Limited Partnership and Limited Liability Partnership amendments to the Partnership Law, thereby, tending to give partnership a semblance of separate legal status beyond the individual partners. But, Nigeria's constitutional arrangement, cannot give this innovation the nationwide

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acceptance it deserves. Hopefully, when the new Companies & Allied Matters Bill is passed, its emulation of the Lagos State initiative with Limited Liability Partnerships, will allow law practices to grow and take equity capital and debt in an incorporated entity structure, allowing for more growth in scale. We have adopted a capital contribution structure, which will, in the meantime, allow for multiple partners with equity. The implication is that, it has to be absolute equity percentages – our intention is to increase at that level.

We intend to grow, and as we said, one year and a half into the partnership, we were able to elevate a senior associate to partner, and admit a new partner. Generally, the words of wisdom we have garnered over the years are; respect for one other, common goals, honesty, trust. And you should have similar 'DNA', which allows you to complement each other; ensure a rules-led environment with transparency, under a predictable and open atmosphere, where everyone knows what is expected of him or her.

11) Many believe that, Nigerians find it difficult to maintain partnerships that stand the test of time. Do you agree? What mechanisms have you put in place, to ensure that this will be an enduring partnership?

Combined resources, structured in aggregates of people doing business together for a common goal, will forever be a far better structure than one key man at the top of an organisation, taking all risks and directing all decisions. So, we have a firm belief that, the business of law is best optimised in partnerships. It can therefore, never be more difficult to maintain a partnership than any other business. But, sometimes, there could be differences within businesses. It is sound advice to ensure that, both the business structure and the operating rules regime, are robust enough to withstand personal idiosyncrasies without breaking up partnerships. Individuals should have clear transparent paths to exit and re-enter the firm, if, and when, necessary. Experience has shown that, the transition from founding members to independent multiple equity holders, causes tension, particularly the tendency for firms becoming family businesses, as founding partners exit. This tension causes talent turnover, if associates feel they have no real sense of growth or progress. Things are however, changing in the industry, and firms are evolving. We believe it is necessary, for visioners to anticipate and expect the inevitable. We believe we have taken best practices, that allow partnerships endure. The next generation will appreciate this different approach, the growth of firms like ours, will always be as a result of their internal structures.

**There has been a call for law firms, to pay their juniors better. The complaint is that, partners collect huge fees and**



L-R: Olasupo Shasore, SAN, Aisha Rimi and Bello Salihu

**pay their juniors a pittance. Kindly, comment on this.**

This is a really interesting, topical question. Young practitioners are the future of the profession. Nevertheless, we cannot speak for other firms. On our part, all of us having been on the other side, have a reasonable idea of Lawyers' expectations. However, to run a successful business, these expectations must be pitched against economic realities, and the costs of managing and maintaining a modern law practice. It is important that management, fee earners and all stakeholders, see operations without opaqueness. Only then, will there be a true appreciation of costs and the fairness (or not) of compensation. In our opinion, that should be the best approach. Paying juniors a pittance, is really unacceptable. The notion of being poorly paid because 'we are training you', as is often said by some senior practitioners, is - outdated; and in fact, in today's fusion of the profession of barristers and solicitors under one roof – highly inaccurate. Once a lawyer is qualified, he or she adds value to the firm, whether or not he or she is still new to the profession. Any recently qualified Lawyer who adds no value is a wrong hire, that firm's management has only itself to blame for that.

**What can be done to ensure the independence of the Judiciary from the Executive? Recently, a Senior Advocate complained to us that, if you have a matter that is remotely connected with a State Government, it is unlikely that you will get justice at first instance,**

**at that State's High Court. You would have to wait, to go on appeal. This is not a good report. It signifies the fear of dispensing justice, for fear of the Executive relieving a Judge that doesn't decide in its favour, of his/her job. Are the Senior Advocate's fears legitimate?**

There have been mixed experiences, we will always be very reticent to give blanket views without details/data, particularly, when assessing something as subjective as the judicature. However, if and when the data is available, the obvious solution will lie in the manner through which judicial appointments are made and the human capital available, starting right from the educational process. A situation where a High Court Judge sees the court as the appendage of the executive arm of government that the court must not offend, is a threat, not just to the rule of law, but to orderly society, law and order, and our constitutional democracy. The thought of it, is frightening. In such a situation, there will be no real protection for the citizen in the determination of his or her civil rights and obligations, once the government is involved. This should be borne in mind, not just by the judges, but executive as well. It is in no one's interest, particularly the State government's interest, to 'enjoy' any perceived bias from State high courts, we must protect ourselves, throw out this tendency - if indeed, it exists.

**What does the Learned Silk think can be done to oil the wheels of justice, and make them run faster?**

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The working of the justice sector, is arguably one of the single most existential problems that can confront any country, and it challenges Nigeria today. In a nutshell, we believe at a macro level, that we really need a directional consensus on our expectations of justice in Nigeria – are we really done with technical justice? Or do we all want substantial remedial justice? Because, the sector players are giving opposite results, and in other parts, the 'talk and the walk' are not the same, even where there is consensus. On a micro level, we need altruistic and genuinely capable personnel, technology and compensation schemes. We have banded all sorts of reports and reforms, without wholesome change in the workings of the machinery of justice, conflicting Federal and State jurisdiction in the delivery of justice to the citizen, has reached a level of concern.

It is a huge subject that occupies a forthcoming book 'Ministering Justice: The Administration of the Justice Sector in Nigeria' co-authored by one our partners Olasupo Shasore SAN & Dr Akeem Bello published by QBooks, which will be released later this month. The book deals with a much needed roadmap for the justice sector.

**Fears have been expressed that, Artificial Intelligence will take away the work of Lawyers in the near future, and we have already seen a bit of this happening in other jurisdictions. What should we Lawyers do, to ensure that we remain relevant in the future?**

Technology has an increasing role to play in the legal services market, and we think this is to be encouraged. Globally, in all the sectors, whether it's medicine, education or banking; law is really far behind, but this is changing. AI is a reality of the world we live in, from smart phones, to speech and face recognition, automated systems, self-driving cars and so on. However, it is unlikely that they will ever truly break the barrier of human-like intelligence. A famous mathematician said, "I wonder whether or when AI will



L-R: Atinuke Dosunmu, Uyi Giwa Osagie and Oyinkan Badejo-Okusanya

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ever crash the barrier of meaning". We subscribe to this school of thought. AI systems, whilst impressive, are not immune to vulnerabilities. Hackers and slight changes to memorised visual or linguistic abilities, have rendered systems unreliable.

Technology is needed in the institutional side of justice delivery from the courts, to records archives data, processes and support equipment for Judges. But, also within the law firms where much more targeted specialised knowledge, is required to service the creative economy.

As for the concept of just 'automated Lawyers' we all know that law requires knowledge, common sense, human and transactional understanding – and above all, emotional intelligence. We don't think there is too much to worry about, for the foreseeable future.

**What is your firm doing towards corporate social responsibility? Do you have any specific programmes which for instance, young Lawyers can benefit from?**

We have a robust internship programme, with two intakes a year. We have a programme for 16-18 year olds, thinking about a possible career in law, and we have the undergraduate programme for those already studying law.

We believe that, legal practice is a social enterprise, a business committed to serving the public as well its obvious constituency, the fee earners. Therefore, we take "social investment", as we prefer to call it, very seriously. We undertake programs, that give value back to the community. We have commenced an ALP biennial National Arbitration Report, that will give stakeholders in the dispute resolution industry a 'state of the practice' look at trends and forecasts for the industry, allowing them to take decisions as it affects users and advisers alike. We offer pro-bono assistance to those who are unable to afford credible and professional legal services, and partner with government to support victims of abuse and or threat, who have little or no legal support.

**What do you think can be done to improve the welfare of Lawyers?**

Interestingly, this subject continues to find its way into manifestos of those seeking political offices within the Nigerian Bar Association. With the greatest respect, however, we don't see how the answer to address this issue, can be in the hands of NBA. As you probably know, many of our colleagues are sole proprietors. They are their own bosses, and live by what they earn. Those in paid employment in law firms, are bound by the terms of their employment. Neither of these categories of practice, in our view, lends itself to external interference as to impact on Lawyers' welfare. We think an enabling environment, is the answer.

**Is this not a clever way of evading the question?**

Of course not. But, frankly speaking, a lot of private clients in negotiating legal fees (especially in litigation matters), measure it against the prospect of reaping the benefit of a judgement including the costs of the action. We were recently involved in a case, where an employee sued the employer for wrongful termination. The case lasted almost three years. The claimant remained out of job, during that period. Judgement was eventually given in favour of the employee – the court ordered that the employer pay to the employee one month's salary in lieu of notice, but that parties should bear their costs. Who won?

While there have been some noticeable changes in the attitude of the courts in this regard, we still think they need to do more. We are aware of some "reforms" in the new High Court of Lagos Civil Procedure Rules, which comes into force in January 2019. The reforms introduced a sanction regime, for Lawyers found tardy in the conduct of cases. This, in itself, is already a subject of debate within the legal community. There are several cases in which the exercise of the court's discretion could adversely affect the rights of litigants, and by extension, the well-being of legal practice. Take for instance, the issue of security for judgement. The court in exercising its discretion to grant a stay of execution of a judgement (pending appeal), should in the same spirit, ensure that the judgement debtor provides adequate and real security for the judgement during the life of the appeal. This would discourage frivolous appeals, and the growing false sense of entitlement to an order of stay of execution of judgement. The natural outcome is that, more judgements get to be satisfied without appeals. More cases get to be litigated, and you know what that means for Lawyers.

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Bello Salihu



Atinuke Dosunmu

**What is the state of Nigeria's investment laws? What is your view on the suggestion that Nigeria is not a safe destination for foreign investors?**

Like all men of commerce, we believe foreign investors seek investment advice on the host nation's investment policy, as well as existing dispute resolution mechanisms in the host nation, before arriving at an informed investment decision. They know that disputes are likely to arise. One of the key factors in making an investment decision, is security of enforcement of contracts.

Investors always seek comfort, from the dispute resolution mechanism structures available in the host State. Because of its relatively special nature, an essential element of investment law disputes, is Bilateral Investment Treaty (ies) where there is one. BITs set out the rights and obligations of the State parties. We are sure you know that, Nigeria has had its fair share of BITs with a couple of countries, most of which are key influential trading nations in their respective rights.

Where there are no BITs, the national investment law applies. Our own national investment law is the Nigerian Investment Promotion Commission Act. It protects foreign investments from expropriation, and guarantees repatriation of profits. There are also provisions on how disputes are to be resolved, between the foreign investor and the Federal Government of Nigeria. Although it is one of the statutes inherited from the military government and still relevant in the scheme of things, it's about time the statute was reviewed. The BITs and NIPCA have not done badly over the years though, in terms of volume of investment. We have had mixed results in international investment law dispute resolution (which remains one our areas of experience), but it is in need of great focus by the Nigerian public sector, as any of its component units can incur international liability for the State of Nigeria without the mal or mis-feasance being directly attributable to the Federal Executive arm of government.