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The General Counsel as Chief Compliance Officer

An interview with **Phillip Rudolph**, Executive Vice President and Chief Legal and Risk Officer, Jack in the Box.

Steve Priest: Phil, I'm spending time near pig farmers from Iowa, and I still don't see the conflict between the role of General Counsel (GC) and Chief Compliance Officer (CCO) that Sen. Grassley so famously described years ago. As head of Legal and Compliance for Jack in the Box, how do you minimize conflicts?



Priest

Phillip Rudolph: Conflicts are certainly possible, particularly if you've got the wrong person in the GC/CCO role. However, if the GC/CCO has a strong grasp of who the company's critical stakeholders are and a good ethical compass, I don't think the challenge is great.

Steve: We were talking about compliance, and you used the phrase "ethical compass."

Phil: Frankly, in my organization, "ethics" is a far more fundamental part of my role than is "compliance." We're really not too heavily regulated, and any compliance issues tend to conflate with legal ones. Importantly, our employees seem comfortable coming to me with ethics issues, because I believe they view my role as helping the company identify, manage, and mitigate risks, in whatever way such risks might manifest themselves.

Steve: And you work hard to be accessible.

Phil: I've tried to "break down the walls" not simply between my Legal and

Ethics roles, but also between my "scary" Legal/Ethics organization and the remainder of the company, by demystifying (and destigmatizing) who I am and who my department is. One of the ways I do this is through regular ethics communications, in which I designate myself "the Ethics Geek" and communicate about some topical ethics issue from the news (I'm never at a loss for material).

I work hard to make these communications entertaining. This seems appreciated – so much so that folks I pass in the hallways often seek assurance that I will continue to fill their in-boxes with my substance-filled attempts at humor (or humor-filled attempts at substance). And make no mistake, while I dress these tomes up in pretty costumes, the substance is there and the message is delivered: Ethics is important in everything we do at Jack in the Box and Qdoba.

Steve: I think Mary Poppins was right: A spoonful of sugar—and humor—helps the compliance medicine go down. And by so doing, you build credibility and accessibility for you and your departments. Thanks for the inspiration, Phil. *

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