# TRANSNATIONAL LAW SUMMER FELLOWSHIP

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### THE ORGANIZATION: TILLEKE & GIBBINS

Tilleke & Gibbins is the oldest and largest independent multiservice law firm in Thailand with offices in Bangkok, Phuket, Hanoi, and Ho Chi Minh City. The law firm's main practice areas include Intellectual Property, Corporate & Commercial, Dispute Resolution & Litigation, and Regulatory Affairs. The following report provides details of my summer internship as a Transnational Law Summer Fellow with the firm's Corporate & Commercial Department.

Tilleke & Gibbins is one of the oldest law firms in Thailand. During orientation for my internship at Tilleke & Gibbins, recruitment executive Khun¹ Chatchai Ngoenprakairat emphasized the importance of the firm's history and the fact that commitment to the advancement of Thailand is very much a part of the firm's corporate culture.

In 1890, a Singhalese barrister named William Alfred Tilleke left his career in Ceylon to found the law firm in Siam. In 1902, Englishman Ralph Gibbins joined Tilleke to create the Tilleke & Gibbins partnership. The firm's development is deeply intertwined with Thailand's history. In 1911, the Privy Purse retained the firm to assist in managing the private financial affairs of the King and the royal family. The firm represented the Privy Purse until the bloodless coup of 1932 that changed Siam's absolute monarchy into a constitutional monarchy. In addition, the firm represented a number of companies in the burgeoning international silk, teak, and tea trades.

In 1951, Americans Albert and Freda Lyman purchased the law firm for the price of \$2,500 USD. Under the Lymans' leadership, the firm added an impressive list of American companies to its roster of clients, including Caltex, Pepsi-Cola, Chase Manhattan, and Bank of America. Albert Lyman is also credited with paving the groundwork for Tilleke & Gibbin's renowned intellectual property practice. Lyman developed a consular registration for patents in Thailand in order to provide a certain amount of protection for patent holders. Lyman was also a founding member of the American Association of Thailand which eventually became the American Chamber of Commerce. In addition, Lyman helped to found the Bangkok Stock Exchange, now known as the Securities Exchange of Thailand, and served as its chairman for ten years. Freda Lyman also played a prominent role in Thailand through her charitable activities and contributions. In 1961, His Majesty King Bhumibol Adulyadej awarded Freda the Most Noble Order of the Crown of Thailand 5th Class, making her the first foreign woman to be decorated by the king.



firm's operations as its Chairman and Chief Values Officer. Lyman helped to expand business, especially in the fields of intellectual property and commercial and corporate law. Today, the Tilleke & Gibbins offices take up seven floors of the Supalai Grand Tower building on Rama 3 Road in Bangkok. The firm devotes four of those floors to its intellectual property practice, which is its main practice area. However, the firm's other notable practice areas include corporate and commercial law, dispute resolution and litigation, and regulatory affairs. Due to Thailand's export-driven economy and its position in today's globalized market, the firm's work is consistently international in nature.

David Lyman (Fig.1), the son of Albert and Fred Lyman, now oversees the

[Fig. 1: CVO, David Lyman]

<sup>&</sup>lt;sup>1</sup> The term "Khun" is the equivalent of Mr. or Ms. in English.

#### THE INTERNSHIP PROGRAM

Tilleke & Gibbins runs an impressive internship program for both Thai and foreign law students. Throughout the year, the Thai internship program rotates through different groups of students from the country's best law schools, including Chulalongkorn University, Thammasat University, and Ramkhamhaeng University. For participation in the foreign internship program, law students from around the world may apply for an internship position at any time. American law students usually participate in the program during the months of June, July, and August. Interns generally work from 8am to 5pm every day, although start and end times were flexible as long as you consulted your supervisor. Students may request an internship placement with any of Tilleke & Gibbins' legal departments. However, human resources personnel and the heads of the departments are ultimately responsible for deciding where an intern will be placed.



This past summer, I was the only foreign intern assigned to Tilleke Corporate Gibbins' Commercial Department. Two other American law students from Georgetown and UC-Hastings were also interning at the firm, but they were assigned to the IP and Dispute Resolution Departments. Another foreign law student from Indonesia was also interning at the firm's IP Department. The firm was generous to provide housing for all of the foreign interns throughout the duration of our internships. Human The Resources Department arranged

accommodations for us at the Narathiwas Residence on Narathiwas Road Soi 24, a convenient THB 60 cab ride away from Tilleke & Gibbins' offices.

Also interning this past summer were six Thai law students from Ramkhamhaeng University. I developed a close working relationship and friendship with the Ramkhamhaeng students, and their collaboration on certain assignments was absolutely essential.

The Human Resources Department (HR) played a significant role in the internship program. In addition to arranging accommodations for foreign interns, HR made sure that all of the interns were acquainted with each other. HR provided an orientation session and reminded students of important meetings and special events, such as the monthly staffing meeting and the American Chamber of Commerce in Thailand's networking lunch for summer interns.

HR also encouraged all interns to participate in the Speaker Series program. The Speaker Series program was designed to help interns network with other attorneys and also to introduce interns to the work of the firms' various departments. To organize a Speakers Series event, interns had to choose the topic of the Speakers Series and find appropriate attorneys to participate as speakers. Interns also had to reserve meeting rooms and develop a budget for lunch and refreshments. HR would arrange the funding for the event.

In addition to the Speaker Series program, Thai law students were also encouraged to organize a group presentation at the end of their internship period. Thai law students could choose any topic for their presentation. HR would invite attorneys from each department to attend the presentation and provide comments and feedback. However, organizing the presentation was optional.

Each intern was also assigned to an individual supervisor. The supervisor was responsible for giving assignments to his or her designated intern. Oftentimes, supervisors would encourage other attorneys to assign work to the intern. Supervisors are usually partners or senior attorneys at the firm.

Overall, Tilleke & Gibbins' internship program is professional and well-established. The firm generously offers its resources and support to the interns. The work environment is conducive to productivity and maximizes the internship experience.

## INTERNSHIP EXPERIENCE WITH THE CORPORATE & COMMERCIAL DEPARTMENT

At Tilleke & Gibbins' Corporate & Commercial Department, I drafted articles and legal research memos on specific topics ranging from real estate, moveable property, due diligence, foreign investment, mergers and acquisitions, and private loans to premarital agreements, immigration, customs classifications, pension funds, successor liability, and anti-corruption laws. The most successful aspect of my internship was how varied my assignments were. Since my assignments covered a broad range of topics, I was continually introduced to new areas of the law and different international law concepts on a weekly basis.

Khun Santhapat Periera, a partner at the law firm, was assigned as my supervisor. Khun Santhapat was largely responsible for the variety of my assignments. He worked directly with the head of the department to assign work to other attorneys and always made sure that those attorneys would pass on work to me. Therefore, although I only worked on a few assignments directly with Khun Santhapat, I also worked on a number of assignments with different attorneys and other partners. Generally, I worked on three different types of assignments: (1) Articles and publications for the law firm; (2) Contract drafting and editing; and (3) Research and memos on specific legal issues.



The articles and publications I worked on included Getting the Deal Through: Real Estate 2011 - Thailand, Asian-Mena Counsel's Outbound M&A Special Report on Thailand, and responding to an academic survey on movable property law in Thailand. For these articles and publications, I worked closely with Khun Cynthia Pornavalai, another partner at the firm. The articles and publications were used not only for public relations purposes, but also to contribute to the general knowledge of the international legal profession and community outreach. I appreciated

working on these assignments, which contributed to my own general knowledge and eventual familiarity with certain aspects of Thai law.

For my contract drafting and editing assignments, I worked closely with corporate attorney Khun Charunun Sathitsuksomboon. I reviewed and edited a stock purchase agreement, a product

purchase agreement, an outsourcing agreement, and a hire-of-work contract template to make sure that their provisions were consistent with Thai law. I had to research relevant provisions of Thai law to ensure that the contracts would be enforceable in Thailand. Khun Charunun also asked me to draft additional contract provisions for a trademark license agreement and a general corporate technology transfer agreement. The contract drafting and editing assignments were among my favorite assignments. These assignments allowed me to work with international contracts and agreements from a practical standpoint for the first time, and I found it exhilarating to apply contract theory and concepts in actual practice.

I also worked on a number of research assignments and drafted memos on legal issues for various attorneys. Among the most memorable were: research for answers to a client's questions on the enforceability of Thai prenuptial agreements in comparison with English prenuptial agreements; and research on successor liability in M&A transactions under Thailand's anti-corruption laws and the U.S. Foreign Corrupt Practices Act; and researching a client's company to figure out whether its Thai franchise would fit under any investment category under Thailand's Investment Promotion Act. Among the most complex and challenging assignments were: reviewing and applying rules of the Thai Customs Tariff Nomenclature, which are based on the World Customs Organization's Harmonized System, to a customs classification dispute; drafting a memo on how a Swiss company could play a role in managing and advising Thailand's government pension funds; researching how a private institution could implement a student loan program through a private fund; and researching the necessary steps to establish an Ayurvedic college in Thailand that offers practitioner exams and licenses in English. Although certain assignments were relatively straightforward, other assignments were complex and much more challenging. Oftentimes, I required the assistance and help of others, including Thai interns and the library staff.

This past summer, I was the only foreign intern assigned to the Corporate & Commercial Department. However, I interned along with two Thai students: Ali Ratthaveep from Ramkhamhaeng University and Supasit Saypan from the University of Exeter. Working with Ali was especially helpful during my internship at Tilleke & Gibbins. Since Thailand is based on civil law, Ali's ability to recall specific, relevant provisions of the Thai Civil & Commercial Code from memory was essential to completing certain assignments, including surveys of Thai law for various articles and publications, in order to meet tight deadlines.

I also relied on the assistance of Tilleke & Gibbins' library staff. Tilleke & Gibbins has a comprehensive law library and access to English translations of a number of Thai statutes and acts. The head librarian, P'Mai, was extremely helpful and easy to work with. Almost every attorney I worked with recommended consulting with P'Mai before beginning any research project. Nevertheless, I would still come across certain acts or ministerial regulations that had not been translated into English. On those occasions, I greatly relied on the Ramkhamhaeng interns, especially Ali, to help translate and scan the documents for any provisions that would possibly be relevant to my research.

In addition to my other assignments, I also drafted response e-mails and corresponded with two individuals who were seeking Tilleke & Gibbins' pro bono advice. One individual was a Danish student who had contacted Khun Santhapat through the Embassy of Denmark for general advice on a work permit issue. The other individual with whom I corresponded was seeking Tilleke & Gibbins' pro bono representation for a social venture. Unfortunately, after a few e-mail exchanges, it became evidence that the potential pro bono client's social venture was for-profit in nature, and the department had no choice but to deny her request for pro bono services.

On one occasion, the head of the department Khun Piyanuj "Lui" Ratparasatporn invited me to attend an initial client consultation with her. I was pleased and honored to accompany Khun Lui because none of the interns had been given the opportunity to attend a client consultation.

Before the meeting, I prepared by doing my own research on the client and researching answers for the questions he had e-mailed Khun Lui. Although Khun Lui did not expect me to answer any of the client's myself, she did expect me to follow the conversation. The client wanted to move the base of his business operations in Thailand and had questions about work permits, immigration issues, tax advantages, and investment incentives. I had a positive experience observing the client consultation and anticipating the challenges of moving or starting a business in Thailand.

At the end of each week, I was responsible for filling out weekly reports<sup>2</sup> and e-mailing copies to the head of the department, my supervisor, and HR. The weekly reports apprised all interested parties on my work and my general observations on the internship.

My internship with the Corporate & Commercial Department was unique and gratifying in terms of professional growth and development. The firm provided me with an in-depth practical perspective on international law and career prospects. I could not be more ecstatic about the whole experience. "Success" is a word that comes to mind.

# SPEAKERS SERIES: TILLEKE & GIBBINS' CORPORATE AND COMMERCIAL DEPARTMENT AND THE PURSUIT OF ADVANCED DEGREES OVERSEAS



collaborated June, with Ramkhamhaeng Interns and another foreign intern to organize a Speaker Series event. We worked with HR to allocate funds for our estimated budget for lunch and refreshments. We invited Khun Kobkit Thienpreecha, Khun Yingyong Karnchanapayap, and Khun Chaiwat Keratisuthisathorn, young attorneys from the Corporate & Commercial Department, to participate as speakers. I moderated the event. Since the presentation was given in Q&A format, I prepared questions for the speakers and asked fellow interns to prepare their own questions to ask or e-mail me their questions.

The event was well-received and aside from one intern whose presence was required at the IP court, all of the interns were able to attend. I prepared a follow-up report on overall benefit gain for this event.<sup>3</sup>

### RAMKHAMAENG'S PRESENTATION ON INTER-COUNTRY ADOPTION

As I previously stated, I developed a close friendship and working relationship with the Thai internship group from Ramkhamhaeng University over the summer. After much discussion, I encouraged them to put on the optional end-of-internship presentation with the promise that I would provide them with support and assistance. A few of the



<sup>&</sup>lt;sup>2</sup> See Appendix A. <sup>3</sup> See Appendix B.

Ramkhamhaeng interns had little-to-no experience with public speaking, and we thought it would be a positive experience for everyone to collaborate on this group project together.<sup>4</sup> The Ramkhamaeng interns decided to organize and arrange a presentation on intercountry adoption because one of the interns had worked on an intriguing assignment that involved the complex intercountry adoption of a Cambodian child in Thailand by a British couple. I helped in the project by researching the general intercountry adoption process, the key organizations in Thailand that help to administer intercountry adoptions, and organizing the Prezi.com presentation for visual aid. The Ramkhamhaeng interns were responsible for practicing and delivering their lines.



Although preparing for the presentation took a lot of time and effort, in the end it all paid off. The attorneys who attended the presentation gave positive feedback and critical suggestions on how to improve future presentations. Last, but not least, the attorneys mentioned that this was the internship first time an group Ramkhamhaeng had given presentation at the end of the internship period. Therefore, our participation set the bar high for future Ramkamhaeng internship groups.

#### **OBSERVATIONS AND CONCLUSION**

While I learned about key legal concepts in the practice of international law, I also learned about the importance of collaboration and working relationships, especially in an international environment where one is not fluent in the local language. I also learned that pursuing a legal career abroad is truly a possibility and not just distant dream. There were a number of expatriate attorneys that worked at Tilleke & Gibbins, and their ability to adjust to life in Bangkok, Thailand without overly missing their home countries was inspiring.

Life in Bangkok, Thailand is exciting. The city's dynamic growth and development is staggering. The last time I was in Bangkok was back in 1998, right around the time of the Tom Yum Goong Asian financial crisis. Bangkok today is impressive considering how stagnant its economy had been a little over a decade ago. However, income inequality is still a persistent issue.

After gaining experience in the U.S. and practicing Thai, I hope to return to Bangkok one day to pursue a position as an attorney. My dual citizenship will hopefully help me to land an attorney position in Thailand without any complicated work permit issues. Bangkok has quite an international community, which I hope to join in the near future.

<sup>&</sup>lt;sup>4</sup> See Appendix A, Weekly Report for Week 7.