

## Company In Trouble? This Lawyer Thrives On The Challenge

By Sue Reisinger

*Law360 (November 8, 2021, 4:56 PM EST)* -- Tom O'Neil is one of those lawyers companies turn to when they need to change their culture and win back the trust of regulators and investors.

O'Neil told Law360 Pulse in a recent interview that colleagues would often ask him why he'd take on such difficult roles. And it all seems to come down to seeking a new challenge — something he is still doing.

Over more than two decades, O'Neil served as general counsel at MCI Group when it was spun off from a scandalized WorldCom, as general counsel at WellCare Health Plans Inc. after the company became entangled in fraud, and as chief compliance officer at Cigna Corp. after federal sanctions were imposed for "widespread and systemic" failures of its Medicare Advantage program.



Tom O'Neil

He also started his own consulting firm, the Saranac Group, to help other companies navigate through a crisis, often negotiating with government agencies. He also worked on due diligence in corporate deals, especially for private equity firms.

"Tom thrives in high-growth, turnaround, restructuring and crisis settings and is well positioned to advise clients navigating uncertain environments," is how Tri MacDonald, head of the Berkeley Research Group, described O'Neil recently. O'Neil joined Washington, D.C.-based BRG in September as a managing director in its health analytics practice.

O'Neil said he has truly enjoyed the "bungee jump" from private practice to public service to corporate leadership.

"For me, the magic about corporate work is you really have opportunities to become a leader," he said. "The corporate environment is very different from a law firm. There's a sense of alignment in a company when it is functioning well and driven by high-caliber values."

O'Neil said he likes feeling like part of a mission as a member of an in-house team.

"Having ultimate responsibility for decisions, leading a team, creating opportunities, feeling that sense of mutual commitment, it is just the reality of those organizations," he said.

The attorney said he got into the law "a bit by default." He said he graduated from Dartmouth with a degree in history and French and wasn't sure what to do next, but he loved research, writing and analyzing, and thought law gave him the most options. In his words, "It felt safe."

As a law student at Georgetown University Law Center, O'Neil spent his first summer as a congressional intern and his second year as a legislative assistant to a congressman, and after his third year he received a federal judicial clerkship.

From there, he joined Venable LLP's Washington, D.C., office for a year and a half. He then landed his dream job with the U.S. attorney's office in Baltimore, where O'Neil got his first taste of pursuing white collar crime.

"It was nirvana," he recalled. "The world of white collar crime was new to me. I got to try a couple complex and protracted cases, including one savings and loan case with the U.S. attorney."

After four years with the U.S. attorney's office, he left to join what is now Hogan Lovells in Baltimore, where he was "plunged into a health care group."

"My practice just took off. I learned so much. I had really found an area that I loved," O'Neil said.

During that time, O'Neil said he was asked to become the chief litigation counsel for MCI, which two years later merged with WorldCom.

"It was a really exciting time in the telecom space, with the new Telecommunications Act of 1996 requiring more analysis, sophisticated strategy and new lines of competition," he said.

He spent seven years there, with his last role being MCI general counsel after WorldCom collapsed under fraud convictions and spun out the MCI Group. MCI later was acquired by Verizon.

O'Neil then jumped to what is now DLA Piper for five years, as co-chair of its regulatory, legislative and government affairs practice based in Washington and New York.

In 2007 O'Neil's next challenge arose. The FBI raided the Tampa-based company, and after an internal investigation, WellCare's board decided to sever the CEO, the chief financial officer, and the general counsel, who were later convicted of Medicaid fraud but pardoned by former President Donald Trump. After its investigation, the company recruited O'Neil to be general counsel.

O'Neil said he spent six to eight weeks analyzing information about WellCare and concluded the company was trying to become legitimate.

"I really care about federal health care programs," he said. "For the sake of the beneficiaries, the Medicare and Medicaid programs and the Tampa community, the new leadership team needed to craft a path to resolve everything. It wouldn't be easy."

Again his peers wondered why he would take on such a role, he said.

"It was the hardest job I ever had," he recalled. "Everything was urgent. We didn't have the luxury of time."

Besides civil suits, at WellCare O'Neil dealt with investigations by the U.S. Securities and Exchange Commission, plus a joint state and federal criminal investigation.

"Virtually every agency you can imagine, we were involved with. We had to seize the moment, rebuild the team as fast as we could and then transform the company and restore trust," he said.

The government imposed sanctions on the company and charges on the former executives. After serving as general counsel for the first year, O'Neil was named executive vice chairman, overseeing the legal department, compliance, and communications.

"That was a real inflection point in my career," he said. "I was involved in interviewing, recommending the selection of and working with a corporate monitor. I had worked with a monitor previously at MCI WorldCom. It really illustrated for me what the role of the private sector can be in resolving complicated situations."

He said it became clear to him that there would be an increasing need for compliance and governance experts to come into companies as independent consultants and monitors. So once WellCare was squared away, he moved on to start his own company, Saranac Consulting.

"It was as much of a bungee jump as WellCare was," he recalled. "I'd never run my own business before and didn't know if I would have any clients."

He said he used a concierge medical model, with tailored teams for each client.

"And it worked," he said. "I was working seven days a week, with the best law firms and consulting groups in the country. Saranac was cooking with gas."

After seven years, O'Neil was asked to consult with another health care company in trouble: Cigna was facing sanctions over the way it handled its Medicare Advantage programs. After the initial consultations, Cigna asked O'Neil to make the relationship permanent by joining their leadership team and becoming their first global chief compliance officer.

"I was very reluctant to wind down my consulting practice, because I loved it. But I really missed leadership," O'Neil said. "The more I talked to the company, the more I excited I got."

Again he was asked why, after twice being a general counsel, he would take a job as CCO. "Isn't being a general counsel a higher calling?" he recalled people asked him.

"I would argue no," O'Neil said. "I was developing my own point of view about what an effective compliance program should be. It seemed like huge opportunity for me."

After three years in the global role, O'Neil retired in 2019. But he continued working with Cigna in 2020, consulting on a corporate project. He also became a director on three for-profit boards. But he still missed his work at Saranac.

Then came the opportunity at BRG.

"It's a really great time in my career to bring to the table my knowledge, skills, expertise, and judgment,"

O'Neil said. "They are excited to expand the lines of service to include the Saranac-type things that I was doing."

Looking back on his own career, O'Neil said he'd advise junior lawyers or law students to not rigidly plan their careers.

"You will probably be better off if you can experience both private practice and in-house," he said. "And be open-minded to public service, which can accelerate your moral compass and your value to a company."

He also suggested having a sense of adventure and being willing to take risks. "You have to be prudent about risks and evaluate them," O'Neil said. "But if you are risk-averse, you are probably going to struggle in a corporate environment."

--Editing by Alanna Weissman.