



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

So today in the continuation of our "Freelance Business Systems Series," we are covering the legal department. Now, I know that this is something that we all prefer not to think about until we have to, in a way, right? It's one of those things that's really easy to sort of feel like is a next level problem, as in, "Once I have time, I'll make sure I'm doing this correctly," or, "I've never done an article for a magazine before, so I don't wanna argue with them too much about the contract and lose this assignment." I have heard this happen with a lot of people.

In fact, I've seen people say, "Well, the editor assigned me this article, and I asked her for the contract, and it hasn't come, and the deadline for the article's coming up. I don't wanna miss my chance to work on the article with this editor, so I'm gonna complete the draft even though I don't have a contract yet." So, these are all issues that I've heard from you, guys. And there's many, many other things that can come up that I don't wanna say that I don't hear from you guys or something like that. But there are things that I think not so many freelancers think about. However, there are issues that can definitely come back to bite you later on, or if not, perhaps they can, you know, not...and I don't mean in a way where you're going to court or something.

I mean, maybe the company that you're doing content for has been doing something weird with its images, and then they have to change them all. And they expect that you'll just do it for free because you did the work in the first place, and now they need to change the work that you've already done. And so they expect that you'll just do it. And I don't necessarily mean like that the issue here is that, you know, they're not paying you, or that there's a scope creep or something like this. I mean that this issue with how their images are being sourced and what the rights are, things like that, is inherently legal issue, and it's something that could have been foreseen. And we shouldn't just rely on the companies that we're working for to be responsible for these things. And that relates to something called indemnity that we'll get into.

Now, today is gonna be one of those webinars like other ones that we've had in this series that I know are a bit heavier, okay? So I made super sure that we had the slides loaded because there's a lot of slides with very, very tiny print. And I'm gonna read it and highlight it for you guys so that we can talk about it. But before we get into that, this is my first attempt ever in putting a GIF into webinar jams, and I think it's not working. Let me see. No, our poor GIF isn't working.

So, the title of today's webinar, "Make it Legal," comes from the movie "The Proposal." I'm not sure how many of you guys have seen this, but there's this scene where, at the beginning of the movie, Sandra Bullock's character is about to be deported because she forgot about some paperwork, and then she went to the Frankfurt Book Fair because they were gonna lose some important author to another publishing company, and then that screwed up her application for her green card. And then she, on the spur of the moment, decides to say that she and her assistant, played by Ryan Reynolds, are, in fact, desperately in love and have been engaged, and they're gonna get married, and that's gonna help her immigration issue because now she'll just apply as a wife.



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

Now, her boss, who you see sitting here at the table, takes this message, you know, kind of with a grain of salt. It seems like he believes in the power of love, and he points at his finger, as you can't see because the GIF isn't playing, and he says, "Just make it legal. Mmm?" Now, it's interesting because, like I said, I don't use GIFs. In fact, I make quite a point in all of our webinars of trying to only use images that are completely royalty-free. And as I was finding this GIF, I found it really interesting because I looked at the scene, and then I found some website that had made a clip of the video itself. And then they had a little button you could click on and then it turned into this GIF.

And I've seen so many sorts of theoretically major, if you will, websites, news sites, things like that, that have articles composed almost entirely of GIFs. Now, I don't know where they source them from, but I bet that the legal teams of these companies have to be involved because they're sourcing like this, primarily scenes from movies and things like that.

So, as we get into talking about the legality of the GIF sourcing and all sorts of other things, because this was a webinar about legal issues, I feel it is entirely important to say that I am not a lawyer or any similarly qualified professional, and all legal advice or words that can be construed as legal advice in this talk are not intended to be taken as professional legal advice. Consult your own legal professional for all legal matters.

Now, that that's out of the way, the main things that I wanna talk to you about today are to continue this discussion of business systems and the core functions of different areas of your business that you need to have, like it or not, with a dive into the most important functions of legal department, how it really works and what they really do. Because, when I looked into it, I thought, actually, that this was gonna be kind of the most complex one in many ways, in terms of all of the different sort of broadly spread things that a department does, and it ended up being much more simple than I thought it was.

And I'm hoping that even though there's a lot of different things that you should probably be thinking about, I'm hoping that this mechanism that I've come up with into breaking down into the three main legal roles will help you to at least kind of solidify for yourself what you need to be on top of, what you need to be thinking of periodically, and what you should keep front of mind every time you have a piece of work come up.

Then we're gonna go into what I know is kind of the big bone to pick for many, many freelancers. And that is this idea of contract language to watch out for. And then I'm gonna give you some food for thought. I have some different sort of...I don't know if you wanna call them considerations I had put in the slide at the end.

But I kind of think of them as just a list that you can almost keep for yourself per se of different things that you should just keep an eye on, maybe you wanna set Google Alerts for them, maybe when you're doing your own review, whether that's monthly or weekly, or whatever that is, you wanna incorporate these onto the agenda of what you're talking about. So these are just kind of some ideas of things that are issues of note, let's call it, for us freelancers, from the legal perspective to keep an eye on.



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

Now, this webinar that we're working on today is one of those ones where, because everyone does very different types of writing, everyone has different priorities. This is perhaps the webinar in our "Freelance Business System Series" where the broadness of you all as writers with different interests, with different geographic locations that you currently live in, or that you use as your home base, or that you work from, this is something I don't actually have a slide on, but it's really important also in terms of legality to think not only about your business and your rights as a business and how you present yourself as a business, but also whether you count as a business traveler in the country that you're traveling to when you're working there on your laptop.

I heard a really interesting talk about this at a conference for nomads, where for some countries, if you are there conducting work, if you're there doing phone calls, if you're writing articles, even maybe if you're doing research for a story, you are technically, in fact, there as a business traveler, and that can carry all sorts of different visa implications, okay? But as I was saying in this particular webinar, on the legal side of business systems, it came most to me about how broad you all are in terms of your interest and the type of work you do and how that translates as we dive into legal issues.

So, I'm gonna get into the bulk of the talk today. But I just wanted to kind of point out, if you find that I'm saying something in this webinar, whether, you know, it's may be very specific to a certain type of business, or geographically specific, or something like that, I wanna invite you to think about how this is something that can either translate into the work that you're doing, or that might touch on a related issue in the area that you're in.

For instance, I have a lot of quotes from particular types of magazines and also that have been pulled from some articles about photography rights. But if you don't plan to sell your photographs, or if you don't plan to write for those kinds of magazines, that doesn't mean that these issues aren't germane to other work contracts that you'll have, whether you're selling your photography to a tourism board instead of to a magazine, or if you're writing just for a website that pays \$20 a story rather than a magazine that pays \$2,000 a story, because I can't, in this one-hour, address every different legal situation that might come up for all of you guys because it's all of you, so it's just too broad. So, please bear with me as I try to pick up on some different threads.

But like I said, I want to specifically focus on a couple key areas of what a legal department does in order to help you see how this applies to your business no matter what you do. So, we do this in the beginning of each of our "Freelance Business System" calls. I just wanna take a second to revisit why we're doing these "Freelance Business Systems" webinars.

So, something that I ran into when I first started this company, transferring from being a freelance writer myself into helping other freelance writers, is that the big gap that I saw between the freelance writers who are making it, whether that meant earning six figures, or it just meant being able to quit their job and spend their time as they wished and still have the money to support their family, or whether it meant being able to live in whatever destination or country they chose and have work that they could do to support that endeavor.



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

The big thing that separated those people who are actually doing whatever their own personal dream of travel writing was, from the people who spent years and years saying they were doing it but not really ever seeming to get there no matter how many steps they were taking, was this idea of systems, and particularly business systems.

And I was fortunate to ghostwrite for some time for a college business professor who had a business background but not a freelance background, and so I ghostwrote her website on freelancing for her. And it really helped me to see how a lot of the things that one learns in Business School with a little tweaking in the right examples can translate really well into a freelance context, and much more importantly, solve a lot of the issues that I know that people get really stymied by. Okay?

I just got an email from somebody that I saw at a conference about this the other day. She said she's kind of doing X, Y, and Z, and it's still not working with her. And she had a call with some of the writing coach, and she's just not getting what she wanted. And this is the thing, is that there's a lot of people out there who are self-taught, whether it's about writing or freelancing or whatever it is, but there are business schools for a reason.

There's curriculum out there that are taught across the country, across the world that work in any context. And it's really delightful, I feel, to kind of have the answers to some questions that's stymie you on the one hand, but also to do something and just do it once or just throw all of your energy into it and have it work. And I know that's something that a lot of people don't run into with their freelancing and for a lot of different reasons. And we have a lot of different ways to address that.

But in terms of how you set up your business, how you approach your time, how you create processes and procedures to do different things, there are best practices here that are very well honed over time. And that's really what we look to do with these "Business Systems" calls.

Now, in particular, today on this legal department call, as I mentioned, there are so many different situations out there. And so what I wanna do with this call, like I said, is rather than go too deep into kind of like a laundry list of different situations to watch out for, I wanna focus on that system side, what are the systems that you can set up, that will help keep you out of legal issues. Because as we'll see on the next slide, that's really the point of a legal department.

So, I just have a couple different definitions here of the role of legal department that I wanna share with you because they all highlight something different. So, the first one here, "Legal departments within a business work to maintain and prevent any legal issues that could arise." They play critical roles in reviewing and drafting contracts, employee policies, and handling court cases."

Now, any editors out there will notice that there's a grammatical issue in that last sentence there. They should probably have another verb before employer policies. But besides that,



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

this I hone in on as really one of my favorite definitions because it keeps it really simple. Okay?

So your job when you have your legal hat on, as we talked about in the first webinar in this series on "Business Systems," was this idea that you should have a job description for every aspect of your business that you have to fulfill and sign it and acknowledge that you are taking on this responsibility in having your business.

So, the things that you need to do with your legal department hat on, and we'll dive into each of these individually in a bit, is reviewing and drafting contracts, I assume reviewing and drafting is the verb here, employee policies, and handling court cases. Okay? This is really the crux of all of it, and we're gonna drill down into this. And you do these three things, these are the three core tasks here, in order to maintain and prevent any legal issues that could arise.

So that's what I was talking about earlier way in the beginning of this call kind of when I was diving into the title of the call, is this idea that we need to incorporate this idea of a legal department into our business because it's really about preventing. Okay? And there's a lot that we can do there that only requires a little knowledge.

You get really a lot of leverage out of familiarizing yourself with not just what's going on with contracts, but also what's going on with some of these other things that we're looking at in terms of rights, whether that's for photography or text, as well as a lot of things that are going on on social media.

The next one I have on here is, "A legal department is essential in ensuring that a company or establishment properly discharges its business affairs. Its members vigorously strive to safeguard its interest in relation to all parties, whether within or outside the company."

Now, I bolded a couple things here. So, I like that...and I noticed this in several things that I was reading online. I like this idea of really tying in because sometimes it feels like legal departments are at odds with the company. But I like this idea of tying in that the legal department is really looking for best way for the company to do what it's trying to do. It's not antagonistic, okay?

And I think that's one of the things that keep some of us from wanting to get involved in this because we feel like handling our legal stuff can only kind of come out badly for us. And I definitely agree that when you have a magazine or an editorial outlet or a company that is kind of pushing you about a contract, whether they have their own contract that they're pushing on you, or if they're pushing back on a contract that you've sent, I definitely agree that there can be some antagonistic feeling.

But once you see...if you're not already familiar with, once you see the different sort of rights abuses, if you will, but things that people can ask of you, I hope that you'll take an active interest in this because you'll feel that you're very much safeguarding things that are important to you when you go into this.



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

Now, the next thing that I have in here, it's funny, I just use the word safeguard, it's probably because I saw it, is this idea that, "The legal department is vigorously safeguarding the interest not only of the parties within the company but also outside the company."

So this relates back to what I was talking about how it's not your job to be the legal counsel for companies that you're working with. There are small companies that don't think about this stuff. But it is certainly in your interest and it's certainly something that would happen if you had a legal department.

Now, the next one I have in here is kind of long, but I like this because it really goes into detail about what a legal department does, "A legal department is a specialized sector working jointly with the rest of departments in order to achieve the company's objectives, like we talked about, and ensure that the company's activities are in consultation...oh, sorry, in conformity with all laws and regulations. The legal department provides legal consultation and advice as well as reviewing the rules, contracts, and agreements generated by other departments." Like I said on the top, this is one of the big three. Okay?

"Duties of the legal department include drafting resolutions, letters, memos, and participating in balanced administrative decision-making. The importance of a legal department does not stem from being the department responsible for the implementation of rules and regulations or providing legal advice. Instead, it lies in spreading awareness of the importance of respecting law." So I really like this. I think this is really cool.

And one of the other things that I wanted to highlight in this section is this idea of participating in drafting letters and memos, and in balanced administrative decision-making. Imagine if when you are writing back to an editor negotiating things, you sort of dispassionately put your legal department hat on. Okay?

It's really something that I really recommend that you do because I find too many folks are in a very...I don't know if I wanna say it's an agitated state or in a state of being very close sort of personally to the issue when writing back to editors about a lot of things, whereas you really should let your legal department have a look at such "letters or memos" before they go out the door.

The last one here, "A legal advice is only one part of the operation of a legal department in a business enterprise." You'll see this kind of conflicts with the one above that was saying legal advice is not the thing. And I find it really interesting that a number of these definitions do, in fact, conflict. "Other important aspects are the legal costs, organizational questions and coordination problems within the department, as well as the relation of the company's legal department with the other departments in the enterprise, and last but not least, some relationship between house counsel and outside counsel."

So this is one important thing, is that a lot of companies have something called in-house counsel and also outside counsel. And like in a corporate setting, this is often gonna be that there's somebody perhaps in-house to keep the costs down, quite honestly, who does the day-to-day reviewing of contracts.



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

And then if something arises where there's actual court case or something like that, they'll hire someone to take care of that. So you should also think about how is this gonna work for you. What aspects of the legal responsibilities for your freelance enterprise are you gonna handle and what are gonna be handled by other people, and how are you going to figure out the costs for that, okay?

Are you going to use an online website like LegalZoom or, I saw another one just now, Docuity, Doc-something, or are you gonna make use of some free resources where you live? Do you have somebody that you know, a family member, or somebody else that you can pay, you know, a certain amount for their time? What is gonna be your relationship in terms of cost between internal and outside counsel, and what does that look like for you? All right.

Now, I guess I didn't mention this. I should just say this quickly on inside or outside counsel. Anybody who's licensed, whether it's an architect or a lawyer or a doctor, they tend to only be licensed in a certain geographic area, which in the U.S. is limited to a state.

So, for instance, if you have a family member who is a lawyer in another state, it can be iffy about whether they can actually give you legal advice about things that are happening in your state. So, there's one other elephant in the room here in this legal webinar that I just wanna talk about, is that legality and ethics aren't always on the same side, as I know we all think about when we think about corporate, politics, and things like that.

Now, of course, you will want to have both. Okay. I want to make very clear that throughout this webinar, I'm just gonna be talking very narrowly about legal issues and things to think about, and not really giving recommendations about what you should do, but more bringing things to your attention sort of in the frame of what it was talking about in the last slide about awareness, right? But this idea of ethics and decision making does, in fact, come over under a different "department," and that's governance, and we will get to that down the line.

Now, in addition to looking at what legal departments said for this webinar, I also wanted to look at the role of somebody who's like the lead lawyer, which you typically call the general counsel in a company setting. Now, it's interesting because one of the things that I saw is that this person is often the most highly compensated person in an entire company. Okay? I just wanna let that sink in. The role of the legal counsel and the legal department is so important, even in the biggest companies, that they are the single most highly compensated person in the company. All right?

So, again, if this is something that you've been neglecting, this is how important this is. All right. And I really wanted to make sure to kind of make this clear because there's so many aspects of being a small business, when we are freelancer, that we can sort of...I'm sure just kind of forget about or say that we'll do when we have time, particularly looking at cash forecast and all sorts of different things.

You'll feel though, is okay, you'll feel when you don't have enough money coming in because you haven't been doing your sales or marketing or looking at your cash forecast or making sure you have cash on hand to pay your bills or something like this. But this is one that you're



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

not gonna necessarily get in automatic regular kick in the pants on your own to do. You don't want the kick in the pants. It happens when you don't do this, okay? And this is why it's so, so important that these people are the most highly compensated in a company.

So the role of the general counsel, like I was saying, it reports the CEO, but the general counsel is often paid more highly than the CEO.

And when you look at the things that the general counsel does...so on the one hand, I know this was mentioned in several of the previous page definitions, and it can be a little difficult to think about how this relates to us when we don't have departments. I'm talking about this idea of handling duties related to departments and their interrelation.

So, if we are, throughout this webinar series, talking about this kind of made-up departments, what does that mean? It relates to this idea that the legal department sees how these different departments fit together. So, on the one hand, it's making sure that you're aware of different legal obligations that you have, and we're gonna get to some ideas for this, and making sure that you implement them in all of the areas that you work in.

So, when we talk about social media and appropriate hashtags when doing things that would be considered advertising, this is something where when you are in sales mode and you're talking to clients, the right thing to do is to make sure that they are aware of that legal issue, and if they have a plan to address that and they're comfortable with how you're planning to address that. Okay? So it goes into the sales. Then it goes into operations in terms of making sure that that's streamlined and making sure that the client has approved the way that that's gonna be used.

Then it goes into the actual work that you're doing, the actual writing work in terms of making sure that you do that every day in terms of having a procedure, having a system, okay? So that's more on the quality control side that you never leave those things out becomes one of the quality control pieces. What system are you using to make sure that every time you do a tweet that includes blah, blah, blah, words or that's written in blah, blah, blah vein, you're including the appropriate advertising hashtag. Okay. So, that's kind of how this idea of interrelation works for us as freelancers.

So, I like to kind of think of it though is this idea that once you're aware of it, you don't allow yourself to be unaware of it, right, because we, as the freelance, are on all the departments here. Now, some of these make relatively obvious sense. Okay? They're involved in crisis management and risk management. They're responsible for compliance. So compliance is what I just described in terms of, for instance, these advertising standards, each with the added hashtag.

Compliance is when it's known that there is a law, or there's something that needs to be done in a certain way, that someone is responsible for making sure that happens. And this particular aspect of the legal department is one of these things that I find a lot of us sort of slacking on, that we might kind of know about it and there might be a little bit of a, "Oh, not now," or, "Oh, this doesn't matter in this context," or, "Oh, I'll figure that out later. Like



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

maybe I'll do like a back...you know, like I'll do a short hack for now, and then I'll come back to it," okay?

But anytime you have something like that come up, it's worth figuring out, "What are all the things I need to be compliant on?" Do you need to have a cheat sheet for yourself about, "Here are all the different things I need to consider when I'm doing an email newsletter for a client, when I am posting socials for a client, when I am reviewing a contract on a magazine, whatever that means," okay?

Now, this one is one that doesn't come up for us quite so much, but I thought it was really interesting, and I wanted to put it here, "Handles public policy advocacy for legislative reform." This is something that the general counsel of the company is responsible for. And it's actually really interesting how many small business owners, not exactly freelance writers, but other small business owners I've seen talking about this lately.

So, for instance, here in New York City, we have several laws that protect freelancers, like freelance isn't free, which allows you to like have really easy ways to legally go after people who haven't paid you or some other things like that. And somebody somewhere at some point, some freelance got involved in advocating for this law to change. So there is also the opportunity for advocacy for legal change in terms of different things that frustrate you as a freelancer, but it's not necessarily one's cup of tea.

Now, another really interesting thing, and we'll get into this more with governance, is this idea of reporting things to management. And I don't wanna dwell too much on reporting because we'll get into that, and it's not so much apropos to this webinar. But this idea of it's the legal counsel's job in certain ways to review certain things that are happening to see issues that may or may not be coming up with how the company is operating and how they might be running into certain laws.

So, one of the reasons that it's so important to have access to an actual lawyer as opposed to just doing all of this yourself, even if that's just that you follow the newsletter of a lawyer, is there are so many changes happening all the time that we need to be aware of, especially in the online content space.

So like my husband, for instance, one time got a speeding ticket like in this random town somewhere, and it would be really painful to go up there and actually go to the court hearing for his speeding ticket. And so he found a lawyer in that area. It happens that this area gives a lot of speeding tickets because people are going through, they're on their way to vacations, and the cops are very overactive. So this lawyer has specialized in this, and he actually puts out a newsletter that lets people know about different things related to his very narrow area that he lawyers in about this.

So, for instance, we will get on summer holiday weekends an email from this lawyer letting us know like that he's seen a lot of, you know, police activity and duh, duh, duh and to be careful so that you don't get speeding tickets and things like this. So there's lawyers out there



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

who are small practice lawyers who have created ways like this for you to stay on top of different things that are going on so that you don't have to do it yourself.

And that's one of the reasons that you need to think about the relationship between this in-house, outside counsel because you can do this right now. You can take 10 minutes, you can take an hour, and you can find some websites that cover legal issues that relate to freelancers and just get on a couple newsletters, you know, and then you've ticked some of that box in terms of the responsibilities that you have for your own legal department for your own self and delegated them to outside counsel, okay?

So, intellectual property, this is really a lot of what we're gonna get into with the contract side, so I don't wanna delve too much into that, and tax as we already talked about. So, as I mentioned when we looked at the definitions of what the legal department does, there's really big three. And I put that first definition up there first because I feel like these are the big three areas. So drafting contracts, we're gonna get really deep into. I have a lot of tiny types, I apologize in advance, of some different contract language, as, usually, the legal folks call it, that we're gonna look into.

But the two other things that they talked about, employee policy and handling court cases. So, with employee policy, this is something wherein companies that are not solopreneurs, okay, so like we're all solopreneurs because we have only one actual employee, right, myself included. I only have contractors. And I know several of the folks on this call have contractors for different purposes, whether they're more administrative or people that they farm other work out to, it's actually relatively common for writers to do that.

So, what a typical employee policy more in the vein of a corporate setting would be to protect them from a lot of different labor laws that are going on, okay, things that have to do with benefits, things that have to do with paid time off, whether that's for a maternity leave or whatnot.

Sorry, I got another mosquito bite. Oh my god, you know, summer has arrived when your apartment is invaded with mosquitoes, anyway. So, we are not in the position necessarily where we all need to legally be covering our butts in terms of those labor law issues.

However, you should probably think about these things for yourself, okay? You should probably think about sort of what is your policy from a code of conduct level perhaps, or what is your sort of policy that you wanna have for your own business, whether you have an LLC or not, in terms of vacation or whatnot. What are your policy was what do you consider to be business versus non? How do you wanna delegate that, okay? And I have another side on how that relates to dealing with finances in a second that we'll get to.

Now, with court cases, obviously, this something that none of us wanna have come up. I will say that if you have gotten yourself involved in something that appears in small claims court, whether that's you sort of filing because of somebody not paying you or whatever that is, typically, in small claims court, at least here in the U.S., That's something where it is not



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

either recommended it or expected for a lawyer to show up. It's really supposed to be between the two parties.

So, if you are in a situation like that, then it is something that you could potentially handle yourself if you feel so inclined to them. But it's worth thinking or at least having a number or at least having the research done, maybe building a little bit of a relationship with somebody so that if something like this happens to you, you know who to call, you know how quickly they can react, and all those sorts of things.

Now, like I said earlier, there's a lot of different situations because of so many different countries, backgrounds, types of writing, all sorts of things that we have going on among this audience. So I'm not gonna dive into a lot of super specific nitty-gritty issues here.

But I also wanted to say that one of the other reasons that I chose that route is that I have a lot of material that I pulled together from conferences for the last while that I was thinking of including in this webinar, whether it's...you know, like particular specific types of photography rights that you need to be thinking about who owns them, and making sure that they're included in your contract. And I had a lot of really nitty-gritty stuff that I was looking at.

And I ultimately decided that the more specific things that I gave you to worry about in this webinar, the more you're gonna kind of feel the big, bad legal wolf sort of looming over your shoulder. When I encourage you earlier to maybe get on some newsletters or things like that, it's because I want you to sort of be hopefully inspired rather than uninspired to take some time to learn about the things that actually do apply to you, rather than having me spell out so many that it just feels overwhelming and scary and like you just wanna brush it under the rug a little more.

So, I mentioned that I would get to this in a second, a very pro tip that I learned recently, but I don't want you to say pro tip in a "This is like an awesome thing to do that will make things easier" way but in a "I'm surprised I never ever have read this before, and it's a very important way," is that if you are registered as an LLC in the U.S., and you commingle your personal and professional finances at all, you have lost the protection of your limited liability of your LLC.

Now, one of the things that I had prepared some materials for, but I decided was like just gonna be too much for the scope of this webinar was this idea of liability limiting and liability insurance. Now, this is different in every country. In the UK, there's actually some really nice sort of full-service website things where you can set up your limited liability operation through this website. It will also handle your banking for you, and an address, and they can review contracts and different things like this. I don't know unfortunately equivalent in the U.S.

I know there's a lot of websites that can do different things like this, but I don't know when this is integrated where it also does your finances and stuff like this. But I want to say that in some places and in some cases that's simply being a flow-through organization rather than



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

having a limited liability might just make sense for you. For instance, if it's sort of too difficult or doesn't make sense to not co-mingle your personal and professional finances.

But if you feel that you want to have liability protection without having a limited liabilities type LLC or something like that, I wanted to just quickly also mention that there are insurances out there. There's something called MMR, but in the U.S. at least. But there's insurances for things like keeping you protected if somebody takes issue with something that you wrote, that's something that has been published somewhere, and wants to pursue legal action about that. You can pay for an insurance that will sort of cover you from any claims of that variety. Okay?

So, whatever way that you wanna limit your liability, I recommend that you at least educate yourself on what the, like, potential benefits of doing something and the adverse risk of not doing something, and they will all be germane to your particular geographic area. But as we get into the contracts, you'll also see that within your contracts, there's ways to limit your liability as well. So, that's kind of the segue to talk about the other elephant in the room, which is contracts.

So let me just pop over for a second. I actually have one that I opened up for you guys, is kind of like a full contract. This is not one of mine. They're on another hard drive, and I just thought this was easier to use, a more current one because the clauses will be more up-to-date. But I just wanted to show you. This is something I got offline.

I did a quick google search. I was trying to see if there was a good resource to send you guys to in terms of a place where there's freelance writer contract is available. I ultimately decided I didn't find any of them to be super, super reliable. But there's certainly many that you can copy if you like, and I'll show you those in a second.

So I just wanted to give you a sense for those of you who have never had one of these, the different things that might be included in your freelance writer contract. So this stuff at the top here about parties is pretty basic, it's who's involved. This relationship one is also pretty basic. It typically says whether you are or not an employee of the company. And like I said, that's something that...it's pretty common for it to be in there. Now, the issue is whether it's accurate, and we'll get into that on a later slide.

So, after that, you'll see there's some that can be very different. Okay? So, services to be provided by the writer changes to materials submitted by the writer. This is interesting about how...I've not seen a contract before that has this, which is one of the reasons I wanted to show you this one. This is interesting in terms of how it talks about edits. This idea of representations and warranties of the writer is really, really important for you to think about, particularly if you're writing online. Okay?

And if you're writing for some third party content shop, where you are employed by somebody to produce content that ends up on someone else's website, I really, really hope that you have a contract with them for things like this. Okay? So this says that like you not only warrant that it's your original work, it's not in the public domain, duh, duh, but you're



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

warranting that it's accurate and truthful. Okay? Now, this is the kind of thing that you don't want to find some fact or something online, and put that in your piece and then have somebody come back to you, like the client of your client because it's not truthful and they got in trouble. Okay?

Now, that leads into this whole idea of indemnification. I'll show you another one of these in a bit, and we'll talk about indemnification in more detail with that one because that one...the other one I wanna show you is a little bit broader. Okay. So, this one also includes compensation here on the contract. Sometimes that's something that sort of sounds separately. I really like to make sure that in the compensation section, if it's not already there, that I negotiate also for the payment timeline. I will always want that to be in the contract, not on an email and not assumed. Okay?

Now, this website also seems to have some revenue sharing bonus, which is a whole other crazy thing. Now, "This independent contractor writer shall report for taxes," is another thing that, like I said, this might be in there, then you should be really careful. Because, if you are in a work situation where you're not really being treated as an independent contractor, but you've signed this, you may or may not have cut off your legal opportunities.

So something else that's typically in here is contract period and termination, and then this idea of intellectual property. We're gonna talk about this quite a bit. Something else to look out for is this idea of governing law. So, often, they will be in the contract, something that says that, "The provisions of the contract or any arbitration or court case that must arrive from it will be dealt with in the state of the original person's choosing." This is always something that I check on to see if it's something really crazy. Okay?

So, this is just a simple one that I pulled out for you. Like I said, I did a little google search, and I found...let me go to the other page for you. I found quite a few folks that have these online that I was just gonna point them out. There's not necessarily one in particular that I wanted to sort of send your way.

I personally like to have one that I create from scratch where I'm really familiar with all the terms in it. So you can definitely take like a conglomerate. So this was one on medium. Okay? There's several other writers who have them. You know, if you're getting one from another writer, it's really important to make sure that they've had it legally vetted because some of the language might just be something that they've come up with, right?

So, here's one from Docracy. Like I said, I'm not familiar with this website, but you'll see that it's got a lot of these very similar situations, almost at the point where it looks like they practically ripped it off of that thing that I just showed you, right? So, also CreativeLive, which is a pretty big company. They have some that they recommend here about putting the other freelance contract, but wherever you live, whatever country you live in because it really is gonna depend on the country in a lot of ways. You'll notice the ones here are largely sort of people who might be from the U.S. It's unclear whether or not they're still in the U.S. But these ones that I was showing you...this one's not coming up. It was someone's Google Doc.



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

But these ones that I was showing you, like I said, we are based in the U.S., and you wanna have one that will be applicable to not just where you are, but also wherever you would like to have...as mentioned in another one, wherever you'd like to have contract being enforced. So, this is something that I'll bring up on the last slide as well.

But it's really important to think about these country lines in terms of these laws as well and what counts as, you know, the correct language in one place versus another, what words mean what, and things like that. So, whatever your local business administration is, your small business administration is often the word, whether it's in your city or at a state or regional level or at a country level, check out your government because they will have guidelines on this as well. They will have some sort of basic contract phrases and things like that as part of their business services unit. Okay?

So, one thing that we can't talk about legal issues without... particularly not about contracts, without looking at this whole issue of Condé Nast and some of the things that they have run over the years and the issues that people have with it. So I just wanna take a second. I'm gonna take a drink of water before I do it. But I wanna take a second to look at this issue with you.

Now, the crux of the Condé Nast craziness, I will have to kind of translate for you after I read the legalese here. But I want to read the legalese so that you can kind of get an understanding of some of the words folks use. "It's agreed that the work shall be work made for hire within the meaning of the U.S. Copyright Act, and Company shall own all rights, including copyright, therein throughout the world." Okay. You're gonna see this. Some of the other ones I picked out, people are going throughout the world now. Okay.

"In the event any of the works are determined not to be work for hire made for any reason, contributor hereby transfers and assigns the entire copyright for the full term of copyright throughout the world in any and all media and forms of publication, reproduction, transmission, distribution, performance, adaptation, enhancement, and display." Display means putting it on your website, folks. This is a clip. I just wanna make sure that's understood. "Now in existence or hereafter developed in each work to the company. Company may also use the work and/or contributors name and/or likeness in publishing, promoting, advertising, and publicizing anything in which a work appears and authorize others to do so." So you are giving them also the right to your likeness.

Now, one of the big, big things that is kind of the flow-through of this particular contract bit is, if you write an article, and the article gets developed into a book or movie, even if you are writing the book, okay, this is a crazy part, Condé Nast owns all rights to it. You don't own the right to negotiate for your pay on a book that comes out of the article that you have written. You also don't own the right to get a cut of the film rights should that book become a film. This has become an issue for several people.

So, these are all of the magazines that this applies to. Some of the ones that I just wanna highlight for you guys are "Architectural Digest," "Bon Appetit," "Bride's," "Condé Nast



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

Traveler," "Golf Digest," "Golf World." Gourmet is gone, oh, I must have lifted this from an old place, "The New Yorker," "Vanity Fair," "Vogue," "W," and "Wired." Okay?

Now, the Condé Nast craziness doesn't stop there. Okay. They also get exclusive first rights to publish every image made during an assignment, even outtakes. This means that unpublished photos from an assignment are tied up indefinitely. If you shoot an assignment under this contract, you cannot use your...market any image from that assignment, unless or until that image has been published or Condé Nast decides not to. And even then, they are not under any duty to publish the image or let you know that they're not gonna use it. Okay.

Now, freelancers will not allow any of the photographs to be used at any time for any commercial or advertising purpose, which, again, goes back to this thing. So let's say they have exclusive first rights to an image and they've used it. Again, if they don't use it, you're hosed, but they've used it. And then you wanna put it up on a stock website. No, you can't. It cannot be used for any commercial or advertising purposes. So all of your potential income from that is down the drain.

Now, this next one is particularly interesting. "Freelancers cannot allow anyone outside of Condé Nast, including but not limited to the subjects of the photos and the subject's representative to view the photos or portions thereof before photography." Okay? So that means that if you were say shooting something and had an assistant, even the assistant that you're shooting with couldn't see the images. Okay? What are they supposed to do? Like, not look through the camera lens? Now, this is actually pulled from Vice. It's very similar, okay, but it actually uses some sort of crazier words that I find to be almost like someone made this up, but it comes from Vice. So they clearly have a legal department.

"Photographer grants, transfers, and assigns to Vice, its agents, licensees and successors, in perpetuity for the entire world." All of the photographers right, title, and interest in, and to the photographs, including any copyright in the photographs, and without limitation, the perpetual right to make a reproduction of the photographs in any form or media now known or hereinafter created, forever and throughout the world. Photographer also acknowledges that Vice is and will be the sole owner of all rights to the photographs and any reproductions thereof.

Now, I sat down with somebody who had been doing social media for company for several years and who had also sold his blog to the company before he became their social media manager. So, basically, it was like this tour company came in to a geographic area, and rather than create a bunch of content and domain authority from scratch, they bought a website that already existed there, and its domain authority and its content, and basically just gave the blogger, you know, not a full-time, full-time job with benefits, but a more or less full-time job on contract doing their social media going forward.

But what he didn't do at the beginning was to read the contract really closely. And so this whole time that he's working for this company he thinks that as he is doing social media for them taking photographs and everything, he can then use the photographs that he doesn't put



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

on their social media for his own stuff, for his own articles, for his own social, for his own whatever.

And then as he is sort of winding down this engagement and wants to get out of this contract, we sit there and we're reading through it together. And I realized that he's signed something very similar to this from the Condé Nast one where he has sold all of the rights to all the photos that he's taken, whether he uses them or not, of the area, geographic area, that is, in consideration during the tenure of his contract to the company. So he really realistically not only can't use them, but also really is supposed to turn them over to the company. Now, that's more on the IP side.

I promised we would talk about indemnification because it's a scary thing that you need to understand. "Photographer hereby expressly releases and indemnifies Vice, its agents, assigns, employees, licensees, and successors from and against any and all claims, liabilities, demands, actions, causes of actions, cost, and expenses," okay, guys, there, that's important, "whether at law or in equity, which a third party may have or may in the future have for invasion of privacy, commercial exploitation, false light, copyright or trademark infringement, libel, defamation, or any other cause of action arising from the exploitation of the photographs or any part thereof, or by reasons that the photographer's breach of any representations, warranties, or agreements hereby contained. Photographer acknowledges that Vice is relying upon the rights granted to it hereunder and entering this agreement." Okay?

So what indemnification means is that, particularly in the case with Vice, right, you're giving them all rights to do whatever on earth they want with those photos for now and forever in any form of publication that exists or will be created at any time in the future, including all successive owners of this company in content. Okay. So, they'll do whatever it is with the photo.

If anybody ever has any issue with it, whatsoever, you have to bear the costs legally or in terms of paying somebody back for what they purport to be making money off of their image, whatever. You, the freelancer, has to bear the cost of that. That's what indemnification is. And sometimes that cost means someone coming after you legally. Now, I just wanna take one second to talk about why companies have this. Okay? We're sitting here talking about legal departments and processes and operations and risk management and quality control.

Can you imagine that any company needs to have a way to minimize their potential legal exposure, right? That's what we're talking about today for us, right? And they want to have a process for doing it. They want it to happen regularly. They want to make sure that it happens every time and in all situations. So what do they do? They create the process that this is the contract that they give to people in order to limit any potential for them to have any legal issues down the line. Okay. Now, especially who knows what, you know, some people might get up to when they're on assignment?

Maybe someone has taken a photo of somebody who was under the influence of something or someone who was, you know, perhaps being taken advantage of like they were in a state



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

of slavery or something like this, I don't know. Okay? Now, a major company doesn't want, 100 years from now, okay, to have somebody claiming \$60 million of back damages for exploitation or something like that. So what do they do? They create a contract like this.

Now, the really important thing to think about for us as freelancers, okay, is that just because someone doesn't give you a contract that looks like this does not mean you're safe. Okay. This is the really weird thing. The legal sort of burden, and this actually varies quite a bit from Commonwealth to Commonwealth or country to country, okay? So this is something you definitely wanna check on.

But the legal burden typically to my understanding in the U.S. is something along what was the reasonable expectation at the time of the person. Okay? So if, for instance, an editor or publishing company has some sort of reason, not from you particularly, but from writers to expect that when they work with a writer, the indemnity is on the writer, they have rights of all photographs, something like this, you're not protected just because it's not in writing, okay? So, it's really important.

If you don't have a contract with somebody, or if the contract doesn't include some of these clauses, you have to put them in there or tell them, you know, like, "I need to make some tweaks to this contract, like, could you like give me the Word doc so I can add some things? And we can go back and forth with your legal team, whatever." But don't assume that just because a client or potential client doesn't bring them up means that you are safe from some of these more draconian type things. Okay?

Now, these are kind of some swath outs that I offer for really catastrophic things. So if somebody wants work for hire, which Condé Nast does, which is really sort of extreme, you can try offering some extreme version of worldwide exclusive rights. Okay?

Now, Condé Nast actually does, if you say no to that contract, have one that they give you instead that's like for one year worldwide rights on a cover photo and something a bit less for other photos and text. So, they actually swap it out for one year. So you can also try to swap out for one year. If somebody asks for exclusive rights in all formats that currently exist or will be invented, again, just swap exclusive for some time period followed by non-exclusive rights after that.

Now, work for hire, as you saw with the photo thing, is worse than just exclusive because work for hire means like your time and everything you did on that contract belongs to them, and you have no right to it, whatsoever, whereas if you're just assigning the right to either the finished words or the edited photographs that you give them to use, then that right is reverting back to you. Okay?

Now, exclusive web rights, this is an interesting thing, it used to be that web rights you get paid additionally on top of something being printed. It doesn't happen anymore. Now, it's sort of a given that people will also want web rights. But I really push on this. If somebody has a contract and it doesn't say web rights, okay, it only says print rights, but you see that they



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

also put the article on their website, A, tell them that they need to have that covered in the contract, and B, receiving more money for it. Okay?

Now, I just have a couple of things before we wrap up. So this is something from that same...I've been quoting this photography series, and sadly, the article doesn't seem to be online anymore, where it comes from. So I tried a bunch of different things. I can't get it to come up. There's a lot of 404 errors, but I have found some quotes that I've included for you here.

But here's one that I wanted to say, which comes from a real lawyer. Okay? She says that, "By signing indemnity clauses like this, the photographer must pay for the loss the company incurs either directly or through reimbursement." And she added that, "Publishing companies rarely come off to the photographers for the legal cost, but nevertheless, photographers should only accept these terms when they're willing to accept the consequences." Okay?

Now, I think I mentioned this earlier in passing, but that lawyer that I just mentioned who was quoted in the piece, there's a lot of lawyers who, in various ways, shapes, and form do, like some pro bono work here and there for freelancers associations and different things. So see what resource is available to you to have someone review your contract, whether that's for free through a local business association or through your government or something that you pay for online. Okay?

So here's my list of legal issues for us to stay on top of. What is the difference between employee and contractor where you live and where your company you're working for is based, okay? Because I see this violated all the time, absolutely all the time, and like I am personally really strict about it because I also don't wanna be reachable at all hours a day. I don't want people expecting things from me at all hours a day, even though people who work for me.

So, I try to kind of really set the line that everybody works whenever they work, duh, duh, duh. But this idea of contractor versus employee, the sort of basic, basic thing that you can drill down to is if you're expected to work certain hours. So people typically say, at least here in the States, and particularly in more protectionist states here in the U.S., that it's when an employer controls your time, place, and method of working. So, any client that is requiring you to come somewhere for something and work out of their office, that's a big thing right there. You're probably not really a contractor. Okay? And then if they are insisting that you work certain hours, that's also a big red flag.

Now, the method of working is a really, really tricky one, and I've spent a lot of time trying to go over this with people. So I don't wanna spend too much time telling you now because I've seen that it's kind of something hard to get across. I recommend that you either look it up, or just look for what is the employee versus contractor relationship where you are. Now, I hope this was clear in the last couple slides, but I want you to also be on top of what you're giving up when you just sign a contract somebody gives you rather than really familiarizing yourself with these terms and having your own that you give them, okay?



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

Now, photo rights and usages, I hope you got the idea, is really one of the big ones. And if you've signed an indemnity contract, and the website that you're working with is sourcing photos from somewhere that aren't stock, that can come back to you, okay? So, this is something that you need to be on top of no matter what. And it's interesting because this also applies, like I mentioned, with that Condé Nast thing about display.

You can't even display your own photos on your website if you sell all rights to them, and you definitely can't display your clips of places that you've written on your website. Okay? Now, indemnity is something that we all just really need to stay on top of, something that's like a whole webinar in and of itself is what you can say on social and other advertising when working for a company. So there are ad tags that ought to be used, and those vary depending on the country and when you can use them.

The UK Advertising Standards Commission has a really nice sort of PDF flow chart that they put together. And something else that I'm surprised how much I don't see this come up, and I think I just know about it because I have a close friend and kind of advisor who works in corporate level social media and has since the dawn of social media platforms and blogging. So, I see this with her work. There's this whole idea that if you are a company, or if you're writing on behalf of a company, as the case may be, you cannot mention other brands or trademarks in the tweets that you're doing. And let me explain tweets, Instagrams, whatever. Let me explain how that comes out in ways that you might not have considered.

Let's say that this isn't really something that we would necessarily do, but let's say that you are doing something that ties into the Super Bowl. The Super Bowl is trademarked. So, you as a company cannot infringe on that trademark in your own advertising. So what that means is that you would need to say, "The big game or Sunday." You would need to say all sorts of stuff, but you, in the tweets, you're writing for this company that you're working for, that's for some reason mentioning the Super Bowl, would not be ever able to say the words Super Bowl. Okay?

So, the next thing that I know anybody in any way involved in blogging is super aware of is this whole thing about GDPR and privacy. And something else that I had mentioned was this idea of how the laws vary from country to country. So, just before I pop off, I just pulled up this thing from the UK Advertising Standards Commission. I just wanna show it to you because it's really interesting. So, this is about if I put an ad... Sorry, if you've posted something on social, if it is qualified by them as an ad, and if you need to label it. So...whoops.

So this is what it looks like. And like I said, you can find it and download it online. It's worth reading through because I was actually really surprised by how many things, if you're based in the UK, should probably be an ad. And I'm still not clear on if you have readers in the UK if that means that you need to be doing this all the time or what exactly the standard is. So, I highly recommend you download that, and that's the last thing that I've got for you.

So, in the next webinar in this series, we're gonna talk about "Your Tech Support Squad." We're gonna talk about all sorts of great ways that you can save yourself time and also ways



Dream of Travel Writing

Freelance Business Systems: Just Make it Legal

that you can keep yourself safe using different apps and things like that. Thanks so much for joining us. If you have any other questions, you can reach us at questions@dreamoftravelwriting.com. Cheers.