

New member profile: Senior counsel for Komatsu Cummins Chile

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Silvana Rosso tells LACCA how time really is of the essence when working in Chile's mining sector, and highlights some of the main issues local in-house counsel need to remain aware of following last year's controversial labour reform.



Job title: Senior counsel

Age: 33

Company: Komatsu Cummins Chile Ltda.

Country: Chile

Sector: Mining and construction

Employees: 6,000 approximately

Legal department size: 6

Reports to: Gonzalo Aguirrebengoa, general counsel for Chile, and Francisco Vial Birrel, general counsel for Latin America

Silvana Rosso has been working for construction, mining and military equipment manufacturer Komatsu

Cummins Chile since December 2016. Prior to this, Rosso spent a brief time in Miami as an international law clerk for White & Case LLP's litigation and white-collar crime practice groups between June and August 2016. Prior to this, she served as an associate in the labour and corporate practice groups at local firm [Cariola Díez Pérez-Cotapos](#) between 2011 and 2015. Rosso began her legal career in 2010 when she was appointed as an associate at Chilean firm Rosso, Gomez,

Fajardo & Cia Abogados, where she advised on labour, civil, criminal and arbitration litigation.

Founded in 1999 by the partnering of a Japanese construction corporation and a US-based *Fortune 500*-listed diesel engine distributor, Komatsu Cummins Chile provides services in the forestry, mining and construction sectors. Its parent company, Komatsu, has been present in Chile for over 40 years through various distribution companies, including equipment rental company Komatsu Arrienda, advisory body Komatsu Finance, and remanufacturing company Komatsu Reman Center. Alongside world-leading manufacturers Caterpillar and Volvo Construction Equipment, Komatsu is in the process of developing machinery which will help to reduce carbon emissions and will then be used in green energy projects.

Why did you choose a career as in-house counsel? What do you like most about the career?

I used to work in law firms, but I wanted to make a change in my career and “switch sides”. Practising law as an in-house counsel brings a wide spectrum of cases and diverse situations to the table. You have to meet the business requirements of the company in a very timely manner, and I have learned to be practical, creative and fast in order to be a real business partner to my internal clients.

The only downside is that this ambition is not always attainable under Chilean law. It is frustrating for our internal clients when we make significant changes to their business plans, but it is necessary to comply with the law and reduce the company’s exposure to liabilities.

How have you personally made an impact on the companies you have worked in so far? What have been your greatest achievements and successes?

No one should be a judge in his own cause. That said, I believe my greatest achievement in the last year has been leading three collective bargaining negotiations that ended in fair collective agreements with no strikes or any other major issues with the employees involved. Also, our recent results in litigation have been outstanding. I believe these achievements are due to the preventive legal advice we have provided, as well as the exhaustive work we have carried out with our external counsel, especially for matters regarding strategy and representation in court.

What does an average day in your job look like?

The average day is crazy! Every day is different to the next, and each day brings its own challenges.

What do you consider to be the most important function of a strong in-house team?

The strongest asset for an in-house team is knowledge of the company. It is important to be involved in every legal aspect, since we are the ones that have the information and know how the company works. To gain such knowledge, the legal in-house team must know the core of the business and the services it provides. For example - during my first month working in Komatsu's legal department, I had to travel to different mining operation sites to gather an understanding of the work the company carries out.

What are the biggest issues in the mining sector for in-house counsel to remain aware of?

Nowadays, the labour issues in the Chilean mining sector are important issues to be aware of, since the [recent labour reform](#) has changed the relationship between companies and unions. For instance, under the labour reform the company is forbidden, by law, to replace employees who are on strike. Another issue is the maximum duration of collective bargaining agreements, which was reduced from four years to three. This is now going to force us to negotiate every three years or less with our unions. A further challenge is that the law is not yet crystal clear over what legal effects collective negotiations with groups of organised workers may have on companies.

Which law firms do you frequently use when you have to outsource work?

For corporate and antitrust issues, we use [Cariola, Díez, Pérez-Cotapos](#) and its affiliate IP firm Sargent & Krahn; for labour and contract concerns, we work with BAZ/DLA Piper; and for various issues we turn to [Philippi Prietocarrizosa Ferrero DU & Uría \(Chile\)](#). Other firms we work with include Aylwin Mendoza Luksic & Valencia, Lagos Mclean and Mario Varas & Cía. I prefer working with the best specialists in every field, so it doesn't matter if they practise in a large law firm or a boutique law firm.

How do you tackle ethical dilemmas in the workplace, can you give an example of this?

At first, I discuss the issue internally with the legal department. If it is proving to be difficult to solve, I then talk to the compliance officer.

What recent special projects have occupied your department?

We recently implemented a prevention model for anti-corruption practices, and we ran a series of internal training sessions for our executives and employees regarding labour rights and antitrust issues. Such projects reflect the compliance culture of our company. We also had to file our minimum services before the Chilean Labour Office, informing them of which services - *servicios minimos* - we consider essential and therefore require to continue to operate during a strike.

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