

**MID PENINSULA HOUSING COALITION
JOB DESCRIPTION**

JOB TITLE: GENERAL COUNSEL
DEPARTMENT: ADMINISTRATION
SUPERVISOR: CHIEF FINANCIAL OFFICER
FLSA STATUS: EXEMPT
PREPARED DATE: FEBRUARY 2010

Summary/Purpose:

The General Counsel provides direct legal services for many functional areas of the organization and serves as the lead contact for all legal matters. The General Counsel is responsible for retaining and overseeing all external counsel engaged by Mid-Pen. Specific areas of focus include providing legal advice to senior management and staff, monitoring on-going litigation, assisting all departments in establishing legally-appropriate cross-functional processes and policies, as well as drafting and reviewing contracts, organizational policies, legal correspondence and other documents. The General Counsel also maintains and facilitates relationships with regulatory agencies, consultants, lenders and investors. These operational and risk management activities are critical to ensuring continued organizational success in furthering the organization's mission.

The General Counsel reports to the organization's CFO and Board of Directors' Governance Committee. This position manages part-time administrative staff.

Essential Duties and Responsibilities:

Provide legal advice to senior management and staff.

- Confer with senior management and staff on matters involving legal interpretation and decisions related to organizational activities, policies and operating issues.
- Direct and participate in the research of local, state and federal legislation and administrative agency or court decisions and provide legal advice on contractual obligations, regulatory requirements and applicable laws.
- Receive and investigate legal issues, inquiries and complaints and make recommendations to resolve the same.
- Represent, or oversee outside counsel's legal representation of, the organization, in judicial, quasi-judicial or administrative matters before courts or regulatory agencies.
- Interpret laws, rulings and regulations and prepare legal memorandum as necessary.
- Coordinate pretrial discovery, pretrial motions, legal briefs, etc. and respond to subpoenas and requests for documents as necessary.
- Provide pre-litigation and pre-claim advice to minimize risk exposure and litigation.
- Develop legal related policies and procedures and recommend operational changes for implementation by senior management and staff.
- Serve on internal committees to provide recommendations regarding legal matters.
- Develop and conduct training sessions for staff on legal topics.

Propose and Monitor Implementation of Corporate Legal Structure.

- Ensure all corporate organization documents are appropriate and adequately maintained.
- Ensure all corporate proceedings are conducted according to structure requirements.
- Propose and coordinate all adjustments to corporate structure including adding and dissolving legal entities.

Create and Maintain Mid-Pen Legal Templates.

- Approve all legal document templates available for general Mid-Pen use.

- Establish guidelines for legal template use.

Negotiate and/or Review new legal documents and correspondence.

- Negotiate and prepare legal documents and correspondence to achieve organizational objectives.

Attend all board meetings and, as required, committee meetings.

- Provide legal concerns update to Board of Directors, as appropriate.
- Direct staff in the taking and preparation of corporate meeting minutes.

Retain, monitor and facilitate communication with outside counsel to ensure delivery of competent and efficient professional legal services.

- Advise senior management in the retention of outside counsel.
- Facilitate communication between staff and outside counsel and coordinate responses to requests for information and documents.
- Confer with outside counsel to determine legal and factual bases for legal proceedings and to develop strategy, arguments and testimony in preparation for case presentation.
- Plan, direct and review work and billings of outside counsel, determining legal sufficiency, conformance to policy, and general soundness of conclusions.

Plan, manage, direct staff, budget and control the legal work of the organization.

- Prepare year-end analysis of legal expenses.
- Identify staff training needs and assist staff in organizing internal training for interested employees.

Perform other duties as assigned.

- Duties and responsibilities may be varied to include employment, insurance, intellectual property and other areas of law.

Qualifications:

- JD and at least ten years of experience as a practicing attorney in California.
- At least seven years experience in real estate legal matters.
- Candidates must have graduated from an ABA-accredited law school and be admitted to practice law in California.
- Knowledge of corporate, real estate, redevelopment and housing law, as well as federal, state and local laws and regulations applicable to the development, management and operation of affordable housing.
- Excellent written and verbal communication skills, with experience presenting before governing bodies such as boards of directors and regulatory agencies.
- Ability to prepare cogent legal correspondence, agreements and other documents, to conduct legal research, and to prepare narrative reports and memoranda.
- Ability to work independently, yet communicate effectively and work cooperatively with senior management, public officials, financial partners, development professionals, all levels of staff and residents of properties.
- Superior judgment and analytical skills.
- Proven negotiating skills and resourcefulness.
- Effective team player with proven leadership skills.
- Proficiency with current office technology and software applications.
- Active professional or personal involvement and interest in non-profit missions.

Related experience, education and/or training may be substituted for the specific qualifications described above. Employment in this position is contingent upon a background investigation.