

Another Source's client, the University of California Office of the President (UCOP), is recruiting an Equity Counsel to join their UC Legal – Office of the General Counsel. This is an opportunity to do exciting work while also maintaining a work life balance.

Internally this position is titled: Principal Counsel, Business, Transactions, & Innovation

The role will consider candidates who are living outside the state of California, and prefer to work remotely. It's preferred that the candidate is willing to come into the office. Traveling will be expected from time to time.

It's hard to beat the **benefits** at the University of California! Check them out using this link: <http://ucnet.universityofcalifornia.edu/compensation-and-benefits/index.html>

About the University of California Office of the President:

At the University of California (UC), your contributions make a difference. A world leader producing Nobel and Pulitzer prize recipients with over 150 years of groundbreaking research transforming the world. Choose a career where you can leverage your knowledge, skills and aspirations to inspire and support some of the greatest minds in the world, and those who will follow in their footsteps. Working at the University of California is being part of a unique institution, and a vibrant and diverse community. At the University of California, Office of the President, we propel our mission through impactful work locally, in government centers and systemwide. We are passionate people, serving the greater good.

The University of California, one of the largest and most acclaimed institutions of higher learning in the world, is dedicated to excellence in teaching, research and public service. The University of California Office of the President is the headquarters to the 10 campuses, six academic medical centers and three national laboratories and enrolls premier students from California, the nation and the world. [Learn more about the UC Office of the President](#)

Department Overview (UC Legal):

UC Legal delivers ethical, timely, efficient and high quality legal services to the University of California's ten campuses, five medical centers, and the Lawrence Berkeley National Laboratory, as well as to the Board of Regents, the President, the Chancellors and other officers of the University. Its services include prosecuting and defending litigation, drafting and negotiating agreements, providing advice, counsel and interpretation of laws, regulations and policies, and assisting with development of effective compliance and risk mitigation strategies to facilitate the University's complex operations.

More Information: <https://www.ucop.edu/uc-legal/index.html>

Summary of the role:

Reporting to the Managing Counsel, the Principal Counsel will provide legal advice on a variety of highly complex corporate transactions for clients across the UC system and particularly matters within the purview of the University's Office of the Chief Investment Officer ("UC Investments"). Responsibilities require knowledge of laws, regulations, and policies applicable to a broad range of investment transaction issues, including, but not limited to, highly complex corporate transactional, finance, and investment matters. The Principal Counsel will draft, review, and revise a variety of agreements involving the University's interests, such as investment contracts and policies. UC Investments manages a global portfolio of investments, including retirement, endowment, and cash assets with an aggregate value in excess of \$170 billion. These investments include equities, fixed-income securities, alternative assets (e.g., private equity, public equity, fixed income, private credit, real assets, real estate, absolute return, and derivative strategies), as well as liquidity portfolios.

By practicing UC Legal's established values, all team members are expected to promote diversity and maintain a workplace that is collaborative, supportive, respectful of differences, and committed to fairness and diversity in all interactions, both within and outside the team.

Responsibilities:

70% Deal Documents

15% Strategy – Participation Rights, Future rounds of financing

15% Education

- Provides high quality, timely, relevant, and solution-oriented counsel on highly complex legal matters in specialty area of law;
- Serves as a trusted strategic partner with University business units, providing practical advice and alternative solutions to business issues;
- Directly and independently reviews, negotiates, and advises on:
- equity financing transactions (including acceptance of common and preferred stock, SAFES, warrants and other convertible securities and securities issuable upon conversion of the same);
- preferred stock financing agreements (including charter, co-sale, voting and investor rights agreements);
- index milestone payment structures (in lieu of equity);
- mergers and acquisitions transactions, including asset purchase agreements, stock purchase agreements and letters of transmittal;
- dissolutions and winding-up transactions affecting equity holdings;
- structuring campus-affiliated venture funds;
- corporate actions such as stockholder consents, waivers, corporation reorganizations, and liquidity events related to campus equity.

- Establishes effective relationships with key internal and external constituencies by recognizing strategic needs of organization and proactively building relationships with appropriate stakeholders to ensure successful outcomes;
- Advises and renders opinions to senior leaders with respect to the legal implications of establishing or changing policy; works with colleagues at the Office of the President or campus / medical center locations to develop and modify practices and procedures to conform with changing legal requirements.
- Directly negotiates matters on behalf of The Regents.

Required Qualifications:

- Working knowledge of securities laws, corporate governance and compliance, and familiarity with a wide range of commercial transaction documents.
- General corporate/business transactions experience, including familiarity with incubators, accelerators, and similar start-up frameworks.
- Experience at a major law firm and/or in-house experience in a highly complex legal department.
- Experience in negotiating venture capital financing transactions.
- In-depth understanding of highly complex legal issues and ability to foresee implications in the University setting and institutional concerns, even when ambiguous or hidden.
- In-depth decision-making ability, even when unpopular, earning credibility and support from colleagues.
- In-depth abilities in collaboration, facilitation, and strategic and creative thinking.
- Advanced interpersonal communication skills, including proven ability to actively listen, negotiate, persuade, and educate.
- Advanced written communication skills and ability to create and deliver effective materials and/or presentations appropriate to various audiences, including senior leaders and technical experts.
- Advanced skills in project management and in facilitating policy review and changes.
- Demonstrated ability to build trust and credibility with a broad group of colleagues, clients, and other stakeholders, including senior leadership.
- Demonstrated commitment to the highest ethical standards.
- Demonstrated commitment to workplace diversity and equality.
- Proven ability to maintain confidentiality and exercise discretion and tact when handling sensitive or potentially sensitive issues.
- Demonstrated display of good judgment.
- Ability to mentor and coach all levels of staff and to provide for succession planning.
- Willingness to work in the office at a minimum on an as-needed basis.

Salary: \$198,000 - \$235,000, commensurate with experience

Education and experience requirements:

- Minimum of 8 years of corporate law experience, including experience leading and managing deal teams for complex commercial transactions in M&A and corporate finance.
- J.D from an accredited law school
- License/Certifications: Must be a member in good standing of the California Bar (Out-of-state hire would be afforded time to pass the Bar within a reasonable period).

Preferred:

- Energy expertise, including renewable energy transactions, greenhouse gas emissions reduction, compliance, allowances and offsets under California's cap and trade program.
- Understanding of issues affecting public agencies, e.g., public contracting, procurement, prevailing wage, and governance.
- Environmental compliance counseling and defense of enforcement actions in matters of water quality, air quality, hazardous waste, property remediation, and workplace safety laws.

The University of California is an Equal Opportunity/Affirmative Action Employer. All qualified applicants will receive consideration for employment without regard to race, color, religion, sex, national origin, disability, age or protected veteran status.

Another Source works with their clients, on a retained project basis, to maximize the recruiting process.