SUMMARY OF POSITION ROLE/RESPONSIBILITIES:
The position of Special Assistant University Counsel for Contracts (Contracts Counsel) is a legal service role within the University of Florida (UF) Office of the Vice President and General Counsel (OGC) Contracts Unit. This position provides contracts- and transactions- related legal services, including the review, structuring, negotiation, drafting and tracking of contracts for the sale and acquisition of goods and services by, and for certain affiliations of, the deans, colleges, centers and institutes of the UF Gainesville and Jacksonville Health Science Centers (HSCs), and the HSC colleges’ practice plans and a number of other private entities affiliated with UF and supporting the faculty or activities of the HSCs. The Contracts Counsel reports directly to the Special University Counsel and Contracts Unit Director (Counsel/Contracts Director), and functionally, on day-to-day matters, to the Special Assistant Counsel and Contracts Unit Deputy Director (Counsel/Contracts Deputy Director). This position will interact frequently with other lawyers in the OGC, including the UF Deputy General Counsel for Health Affairs (UF Deputy/HA).

To fulfill his or her role, the Contracts Counsel must effectively perform his or her duties to high standards of substantive legal and behavioral competence, as evaluated by the Counsel/Contracts Director and the Counsel/Contracts Deputy Director under the following principles: client service, collaboration, professionalism, accountability, sustainability and integrity. To be successful, the Contracts Counsel will have to demonstrate a positive, context-sensitive, productive, client service-oriented working relationship with the leadership of the HSCs.

Primary duties of the Contracts Counsel will be to: (a) review, draft, negotiate and redline a wide variety of agreements, such as professional services agreements, consulting and training agreements, educational and training affiliation agreements, student/intern/resident rotation agreements, sale and purchase agreements, real property leases and licenses, software licenses, financial support agreements, memoranda of understanding between UF HSC units and other UF business units, non-disclosure agreements, and HIPAA business associate agreements; (b) provide strategic advice and contract interpretation, guidance and risk assessment on contract matters to the deans, colleges, centers and institutes of the HSCs; (c) work with the appropriate administrators to timely obtain review and approval of concepts and business deals; (d) coordinate review and approval of contract drafts by appropriate administrators within the college, center or institute and the HSC; and (e) assist the Counsel/Contracts Director and the Counsel/Contracts Deputy Director in the creation of a database of form contracts and uniform terms and other quality-, efficiency- and service oriented measures. The Contracts Counsel will also work with other colleagues in the OGC to ensure that subject matter experts (e.g., employment counsel, tax counsel, intellectual property counsel, research compliance experts, corporate and governance experts, etc.) are appropriately consulted and made part of the contract review and development process, as necessary.

The Contracts Counsel must have knowledge of, and a high level of expertise in, most (if not all) of the following areas and will demonstrate the ability to acquire expertise in the remaining areas: (a) health affairs policy, funding structures, and organizations and related regulations and laws (e.g., federal and state health care fraud, waste, and abuse laws, Medicare and Medicaid reimbursement regulations, tax codes and restrictions related to exempt organizations, and HIPAA/HITECH) that affect academic health centers and medical colleges, faculty, residents, staff, and students; (b) the inter-relationship of academic health science centers with their affiliated clinical enterprises, including teaching hospitals; and (c) structuring, negotiating, and drafting health care agreements. The Contracts Counsel should be a result-driven problem solver and must have the ability to meet deadlines on short time frames and under pressure, setting and adjusting priorities quickly. The position requires superior communication skills and experience with active listening and gathering information from multiple sources. He or she should have substantial experience in-house or in a law firm setting with significant transactional experience in procurement transactions (materials and services acquisition), affiliations, and other transactional matters for academic medical centers. Demonstrated ability to support efficient, competent, and effective operations is important.

WORKING TITLE:
Special Assistant Counsel for Contracts

**** DO NOT ERASE THIS LINE ****

POSITION NUMBER:

ALL POSITIONS:

ESSENTIAL FUNCTIONS OF THE JOB AND THE PERCENTAGE OF TIME SPENT ON EACH FUNCTION [NOTE: IN COMPLIANCE WITH THE AMERICANS WITH DISABILITIES ACT (ADA), IDENTIFY ESSENTIAL FUNCTIONS OF A JOB REQUIRED TO BE PERFORMED WITH OR WITHOUT REASONABLE ACCOMMODATIONS. REQUESTS FOR REASONABLE ACCOMMODATIONS TO FACILITATE THE PERFORMANCE OF ESSENTIAL FUNCTIONS WILL BE
Please see the above summary. As a member of the University's OGC Contracts Unit, this lawyer is accountable for support of the University's mission and practice in accordance with the high standards and policies of the OGC and University. As needed, and at the direction of the Counsel/Contracts Director, he or she will partner regularly with the Associate University Counsel for Health Affairs in Gainesville and the Associate University Counsel for Health Affairs in Jacksonville. The colleges in the HSCs that will be served by this position are the Colleges of Dentistry, Medicine, Nursing, Pharmacy, Public Health and Health Professions, and Veterinary Medicine. There are affiliated private entities comprising the faculty practice plans of the colleges in Gainesville and Jacksonville and other affiliates that will also be served by this position. It is anticipated that the UF-affiliated clinical enterprise, including the Shands hospitals and their affiliates, will also be served by this position, as needed and appropriate as determined by the UF Deputy/HA in consultation with the Counsel/Contracts Director and, the Shands Senior Vice President and General Counsel (Shands SVP/GC). Effectiveness in the position to meet the University's and OGC's requirements, mission and standards is essential—which, among other important things, requires being a trusted, productive and valued member of the OGC (as assessed by the Counsel/Contracts Deputy Director, Counsel/Contracts Director, the UF Deputy/HA, and the UF VP/GC) and of the UF Health team (as assessed by the UF Senior Vice President for Health Affairs, college deans and other clients).

To the extent required in the negotiation, drafting and review of contracts for the HSCs, the Contracts Counsel will provide professional legal guidance in a broad range of areas, including, but not limited to, fraud, waste and abuse; HSC operations and policy; business, academic and professional transactions; and federal and state health care legal and regulatory requirements. This position will protect UF’s and its HSCs’ business and contractual rights and positions; and structure, negotiate and document contracts and other matters of a transactional nature assigned to this position for the HSC and affiliated organizations.

In performing all duties, the Contracts Counsel will adhere to the standards and protocols of the UF OGC and will keep the Counsel/Contracts Deputy Director and the Counsel/Contracts Director appropriately informed of significant matters. The Contracts Counsel will work with the Counsel/Contracts Deputy Director and the Counsel/Contracts Director to ensure that matters of which the UF Deputy/HA, UF VP/GC or Executive Associate Vice President and Deputy General Counsel (EAVP/DGC) should be aware are timely communicated to enable appropriate oversight and decision-making. Similarly, supporting good and timely communications with primary clients is critical and will be done in close coordination with the Counsel/Contracts Deputy Director, the Counsel/Contracts Director and UF Deputy/HA, as the Counsel/Contracts Director (or UF VP/GC or EAVP/DGC) may determine most appropriate. This position’s work will focus on achieving and maintaining high standards of client service, professionalism, collaboration, accountability (including efficiency, effectiveness, timeliness and quality), sustainability, and integrity. This position is responsible for ensuring that his or her functions within the OGC are consistent with and further the strategic and tactical core objectives of the University.

100%

MARGINAL FUNCTIONS OF THE JOB AND THE PERCENTAGE OF TIME SPENT ON EACH FUNCTION [NOTE: FOR PURPOSES OF ADA, THESE FUNCTIONS ARE MARGINAL ONLY TO INDIVIDUALS COVERED UNDER THE ADA WHO ARE UNABLE TO PERFORM THESE FUNCTIONS WITH OR WITHOUT REASONABLE ACCOMMODATION BECAUSE OF A COVERED DISABILITY.]

N/A

% SUPERVISION RECEIVED. EXPLAIN THE TYPE AND EXTENT OF INSTRUCTIONS OR DIRECTIONS NORMALLY GIVEN TO THIS POSITION BY THE IMMEDIATE SUPERVISOR.

Work is performed in accordance with professional legal standards, local, state and federal law, University regulations, policies and practices, and OGC policies and practices. The Contracts Counsel is expected to carry out his or her responsibilities to very high standards of professional ethics and performance, exercising diplomacy, consensus-building, appropriate assertiveness, excellent responsiveness and timeliness, and excellent client service and management skills. This position has latitude for the exercise of independent judgment and may function independently, but is expected to be in close communication with and to foster appropriate oversight and varying levels of involvement by the Counsel/Contracts Deputy Director, the Counsel/Contracts Director and UF Deputy/HA and, as needed, the EAVP/DGC and the UF VP/GC. He or she must operate with varying levels of supervision by the Counsel/Contracts Deputy Director and the Counsel/Contracts Director, depending on the nature of the assignment, and will work collaboratively with other counsels in the OGC and the Shands entities legal offices, as determined appropriate by the Counsel/Contracts Deputy Director and/or the Counsel/Contracts Director. He or she must exercise excellent judgment to keep the Counsel/Contracts Deputy Director and the Counsel/Contracts Director informed (and ensure the UF Deputy/HA and the
UF VP/GC is informed) of major matters, high risk matters, matters of strategic, political, media, or other interest to University senior management and/or trustees, and matters that may significantly affect or change University or HSC policies or practices or reputational, financial, legal or operational interests, as well as strategies to address such matters. Similarly and importantly, close communications with the deans and other leadership of the HSCs’ colleges is required, as is ensuring that the University’s Senior Vice President for Health Affairs is well informed of significant matters through the UF Deputy/HA or the Counsel/Contracts Director, as the UF Deputy/HA may determine appropriate. The individual in this position is expected to carry out his or her responsibilities to high standards of professional ethics and performance, exercising diplomacy, consensus-building, appropriate assertiveness or deference, and excellent client service and management skills.

SUPervision EXercised. List the class titles and position numbers of positions under the direct supervision of this position.

This position will supervise paralegals and administrative staff assisting in work. He or she may also have responsibility supervising work of other lawyers on particular matters and training, mentoring and supervising law student interns and externs.

NORMAL WORK SCHEDULE. (Enter days/hours here): Office hours are M-F; 8-5 or 9-6; however, this position is a professional position in the Office of the Vice President and General Counsel and is expected to work whatever hours are necessary to accomplish his or her responsibilities to high standards.

EXPLAIN ANY VARIATIONS FROM THIS SCHEDULE (EX: ON CALL, SHIFT ROTATIONS, SEASONAL EXTENDED HOURS, TRAVEL, ETC.):

EDUCATION, TRAINING, AND EXPERIENCE. In order of importance, state any specific education, training, experience, knowledge, skills, and abilities required for this position. In addition, identify the minimum qualifications as listed in the class specification for this classification (available at www.hr.ufl.edu/departmental/ceestablishing.htm). List any additional or preferred qualifications specific to this position.

The Contracts Counsel should possess a JD or L.L.B. degree from an ABA-accredited law school and have a minimum of 5 years of experience practicing law, or equivalent business contracting experience are required (and more would be appropriate). A deep and sophisticated level of substantive expertise in the primary areas relevant to transactions for, and on behalf of, an academic health center, faculty practice plan, provider clinic and other entities for which this position is responsible is required. The OGC is a small office which is not hierarchical and this position could be appropriate for lawyers with more years of experience than the minimum. The Contracts Counsel must have excellent analytical ability, writing skills, listening and oral communications skills, diplomacy, finesse, client-service and interpersonal skills, and well developed, excellent judgment and skill in when to be appropriately assertive or adversarial, when to be deferential or conciliatory, in garnering consensus, and in distinguishing between high and low priority legal issues. Training and marked accomplishment in a sophisticated private law firm’s transactions department or in the law office of, or representing, a large university or tax-exempt health care organization are helpful, as is experience in or representing the public sector.

REQUIRED LICENSES, CERTIFICATIONS, AND OTHER SPECIFIC REQUIREMENTS OF LAW. Please review the statements below and place a “Y” in front of all that apply.

This position requires a post offer health assessment.

This position is responsible for meeting the requirements of the Rules of University of Florida, 6C1-3.022 Finance and Administration; Payment to Vendors; Payment Processing Guidelines, as amended, regarding the approval and/or processing of vendors’ invoices and/or distribution of warrants to vendors.

Y---This position requires licensure, certification, or other special requirements (Please specify).

The Contracts Counsel must be a member of the Florida Bar at the time of hiring. Bar membership must be maintained in good standing.

Y--This position requires a criminal background check.
THIS POSITION PROVIDES CARE TO CHILDREN, THE DEVELOPMENTALLY DISABLED, DISABLED ADULTS, OR IS OTHERWISE DEFINED IN SECTION 110.1127 (3)(A) FLORIDA STATUTES AND THEREFORE REQUIRES A SPECIAL BACKGROUND CHECK AS DESCRIBED IN SECTION 435 FLORIDA STATUTES.

THIS POSITION IS SUBJECT TO FEDERAL AND STATE PRIVACY REGULATIONS.

OTHER, PLEASE SPECIFY:

OTHER CHARACTERISTICS OF THE POSITION. DESCRIBE OTHER CHARACTERISTICS OF THE POSITION SUCH AS PHYSICAL, MENTAL, AND ENVIRONMENTAL FACTORS ESSENTIAL TO THE SATISFACTORY PERFORMANCE OF THE FUNCTIONS OF THE POSITION, OR OTHER CHARACTERISTICS, WHICH HAVE NOT OTHERWISE BEEN DESCRIBED IN THE POSITION DESCRIPTION.

This position requires a very high degree of professional competence in the relevant areas, skill and integrity; the ability to practice to a high level of skill in client service, collaboration, professionalism, accountability (including effectiveness, efficiency, timeliness, and quality), integrity, and sustainability; the ability to manage and prioritize a varied and heavy workload to timely accomplish the work to very high standards; the ability to effectively train, support the career development of, and supervise the work of staff; the ability to collaborate with legal and non-legal personnel at all levels of the University and its affiliates and to lead and inspire them as appropriate; a bias for action and self-initiative with excellent judgment as to when to communicate with and seek confirmation or guidance from the Counsel/Contracts Deputy Director, the Counsel/Contracts Director, or other legal leadership and when to seek guidance from clients; a well-developed sense of professional accountability for the areas of this position’s responsibility; excellent client service and operations and management skills; a passion for—and an understanding that the law serves—the educational and research core objectives of the University and the law should enable, not impede, the accomplishments of these core objectives whenever possible; a commitment to put the interests of the University and the HSCs before individual interests in performing the responsibilities of this position; attention to detail while maintaining sight of the overall objective and how to achieve it; and a diligent and dedicated work ethic. This position must be able to develop and maintain close and effective working relationships with the deans and department, center and institute chairs of the HSCs and all clients while acting consistently with and serving the interests of the University, as determined by the University’s President, Board of Trustees and senior leadership, including the UF VP/GC. This position is expected to maintain the highest standards of legal practice and ethics in dealing with all persons within the University community as well as outside the University. This position should demonstrate conduct of including individuals of diverse cultures, backgrounds (including without limitation, races, ethnicities, genders, socioeconomic family background, and experiences) and perspectives in the workplace.

NON EXEMPT (HOURLY) POSITIONS ONLY:

MACHINES AND EQUIPMENT USED REGULARLY. INDICATE PERCENTAGE (%) OF TIME IN THE OPERATION OF EACH.

EXEMPT (BIWEEKLY/ANNUAL) POSITIONS ONLY:

POLICY MAKING AND/OR INTERPRETATION.
See Essential Functions above.

PROGRAM DIRECTION AND DEVELOPMENT.
See Essential Functions above.

LEVEL OF PUBLIC CONTACT. STATEMENT OF INTERNAL AND EXTERNAL BUSINESS CONTACT, INCLUDING FREQUENCY AND SCOPE.

The Counsel/Contracts Deputy Director will have frequent and continuing contact with University faculty members and staff and with administrators on the departmental and college level, as well as with colleagues employed by Shands entities. He or she will have periodic contact with lawyers from other state universities and other state and federal agencies. This position will also have regular contact with vendors, service providers, and other contractors of the HSCs and Shands Entities as well as members of the public affected by UF HSC contracts.

MONETARY RESPONSIBILITY. AMOUNT AND CONSEQUENCE OF ERROR.

This position will coordinate, oversee or handle matters that have significant financial implications for the HSCs and
STATEMENT OF RESPONSIBILITY FOR CONFIDENTIAL DATA. (THE DISCLOSURE OF WHICH WOULD BE PREJUDICIAL TO THE SUCCESSFUL OPERATION OF THE UNIVERSITY OF FLORIDA.)

This position will be responsible for and shall maintain all attorney-client and work product privileges, which will extend to all activities. He or she will also be responsible for complying with state and federal privacy laws.

INFO TECHNOLOGY POSITIONS ONLY:

CREATIVITY, STRATEGY AND LEADERSHIP.

CREATIVITY:

STRATEGY:

LEADERSHIP:

BUDGETARY RESPONSIBILITY.

COMMUNICATION. INTERNAL AND EXTERNAL, INCLUDING FREQUENCY AND SCOPE, NOTING CONFIDENTIAL COMMUNICATION.

See above.

EMPLOYEE AND SUPERVISOR INFORMATION:

EMPLOYEE NAME:

IMMEDIATE SUPERVISOR’S NAME, TITLE, AND POSITION NUMBER: Special University Counsel and Contracts Unit Director, [INSERT #], and, functionally on day-to-day matters, the Special Assistant University Counsel and Contracts Unit Deputy Director [INSERT#].

REVIEWS AUTHORITY NAME AND TITLE: same as above. As elicited by the Counsel/Contracts Director and UF Deputy/HA, the Office of the Senior Vice President for Health Affairs and deans of the colleges of the HSCs will provide input on performance.

CLASSIFICATION CHANGE ACTION COMPLETE ONLY IF REQUESTING A CLASSIFICATION CHANGE. INDICATE SPECIFICALLY HOW THE DUTIES OF THIS POSITION HAVE CHANGED SINCE IT WAS INITIALLY OR LAST CLASSIFIED.