

Position Description:

General Counsel

Heising-Simons Foundation



October 2019

## About Heising-Simons Foundation

The Heising-Simons Foundation (the Foundation) is a family foundation with offices in Los Altos and San Francisco. The Foundation works with its many partners to advance sustainable solutions in climate and clean energy, enable groundbreaking research in science, enhance the education of our nation's youngest learners, and support human rights for all people.

In 2018, the Foundation awarded more than \$101 million. Since its first grant in 2007, the Foundation has awarded more than \$450 million. To learn more about the Foundation's grantmaking totals each year, and grants per program, please visit our [Year at a Glance](#) interactive infographic page.

## About the Founders

Mark Heising and Liz Simons each grew up with a tradition of giving, learning about the importance of the communities that surrounded them, and of the value of philanthropy. They met at the University of California, Berkeley, in 1979. Liz earned her masters in education from Stanford University, became a Spanish-bilingual teacher, and founded Stretch to Kindergarten, a spring-summer early childhood education program. Mark earned his master's in electrical engineering and computer sciences from the University of California, Berkeley, became a chip design engineer, and went on to hold six U.S. patents. In 2007, they established the Foundation, and were later joined on the board by their daughter, Caitlin Heising, who graduated from Brown University and is currently pursuing a Master of Public Administration at the London School of Economics & Political Science (LSE) with a focus on social impact.

In 2016, Liz and Mark joined the [Giving Pledge](#), publicly committing the majority of their wealth to philanthropic causes. You can read the letter they wrote about why they joined [here](#).

*The Heising-Simons Foundation is a proud member of Glasspockets, a service of the Foundation Center that champions philanthropic transparency in an online world. Click [here](#) to visit our profile.*

## Position Summary

Position	General Counsel
Organization	Heising-Simons Foundation
Location	Los Altos, CA
Reporting Relationship	The role will report to the Foundation's Chief Operating Officer
Website	<a href="https://www.hsfoundation.org/">https://www.hsfoundation.org/</a>

The Foundation is seeking its first in-house counsel who will oversee the Foundation's legal affairs and provide expertise and guidance for its strategy development, grant making, contracting, governance, and other areas. The General Counsel will also manage the legal strategy and activities for the Foundation's sister 501(c)(4) organization.

The General Counsel will take a leadership role in building out the structure, policies, and processes of the organizations, partnering with senior leaders, operations, grants administration, and program staff to provide timely and comprehensive advice and training on risk management and an array of legal issues. This position provides a unique opportunity for a lawyer and creative thinker committed to the nonprofit sector to join, build out a legal function, and help lead a growing organization.

The ideal candidate will have expertise in nonprofit tax, campaign finance, and election issues and should be looking for a leadership opportunity to manage all legal issues within an innovative structure. Since the General Counsel is the sole member of our legal team, candidates must be "hands-on" and able to work independently.

*The primary responsibilities of the General Counsel are to:*

- Provide legal counsel to the President and CEO, Chief Operating Officer and other senior leaders, operations staff, and communications and program teams on a range of legal issues.
- Ensure systems are in place for complying with applicable federal, state, and local laws.
- Provide training to staff on a range of nonprofit tax and political compliance areas.

This full-time, exempt position reports to the Chief Operating Officer and will work from the Foundation's Los Altos, CA office.

### Primary Responsibilities

*Provide legal counsel and draft legal documents:*

- Advise on laws applicable to private foundations, public charities, and social welfare organizations, including IRS lobbying, state and local lobbying laws, ballot initiative regulations, self-dealing, ethics rules, and campaign intervention regulations.
- Conduct legal research and analyze legal issues that affect the organizations and prepare findings, recommendations, templates, and plans to effectively advise the organization.
- Serve as the primary legal advisor to the President and CEO and COO on all major legal issues. Help strategize on long-term enterprise risk management.
- Review, negotiate, and draft a variety of contracts and other agreements, and partner with the COO to oversee the contract management function, including ensuring that contract processes are up-to-date and effective.
- In coordination with the Grants Administration team, review complex grant agreements and reports, particularly around lobbying, expenditure responsibility, and campaign finance concerns, and facilitate the organizations' grantmaking by advising staff on how to address and find solutions to questions that may arise concerning legal aspects of grantmaking.
- Partner with program teams as they develop programmatic strategies to provide legal guidance that allows program staff to maximize their impact.
- Review reports, press releases, articles, and other public communications from the organizations to advise the Communications staff and others on all applicable legal issues.
- Manage the organization's trademark portfolio and advise the Communications staff on issues related to intellectual property, including licensing of images and other content.
- Manage legal budget, including managing relationships with a variety of outside counsel on tax, political law, intellectual property, corporate governance, real estate, and human resources issues.

- Serve as a thought partner to the COO and Director of Human Resources on employment and benefits administration issues.
- Partner with other operations team members to regularly update and improve standard templates, such as grant agreements, contract templates, offer letters, etc.
- Assist the Finance team with the preparation and review of tax returns.

*Create effective systems for legal compliance:*

- Create staff-friendly policies, procedures, and systems for legal compliance issues.
- Serve as a thought partner to the Grants Administration team in developing best practices in managing legal complexities that arise from grantmaking.
- Advise the Finance Team on the Foundation's shared services policies and its systems to track reportable activities and expenses.
- Partner with outside counsel to file all required federal, state, and local disclosures related to lobbying, campaign finance, and other related issues.
- Oversee the management of Board and staff Conflicts of Interest policies.
- Maintain a system for tracking all corporate governance documents and work with outside counsel to file relevant updates.

*Provide training to staff:*

- Provide or manage training to program teams and others as needed on grant terms and structuring conflicts of interest, federal, state, and lobbying rules and disclosures, campaign finance, and other topics as appropriate.
- Draft guides and other materials for staff covering a variety of compliance areas.

Requirements

- J.D. from an accredited law school and a minimum of 10 years of related work experience. Current admission to the California bar or eligibility for immediate admission as registered in-house counsel is required.
- Experience in-house at a private foundation, 501(c)(4) social welfare organization, or public charity or at a major law firm working with those types of organizations is required.

- Experience with, and working knowledge of, the federal and state laws applicable to 501(c)(3) private foundations and/or 501(c)(4) social welfare organizations is required.
- Flexibility and adaptability to address legal concerns in a dynamic environment.
- Strong analytical skills and demonstrated ability to understand complex legal concepts and offer succinct explanations and counsel to colleagues.
- Able to read, write, and produce professional written materials in English.
- Able to communicate and work with people of different backgrounds internally and externally to achieve shared goals.
- Ability to listen effectively and use the information to evaluate and determine appropriate course of action for situations which are highly sensitive and confidential.
- Reliable, resourceful, proactive, and motivated to find creative solutions to balance the legal risk of the organizations with its programmatic goals.
- Strong presentation skills, both oral and written, and willing to share relevant information with staff in a timely manner.
- Committed to living the Foundation's values.

### Compensation and Benefits

- The target starting salary for this position is \$250,000-280,000, depending on experience.
- The Foundation offers a comprehensive employee benefits package that includes employer-paid medical, dental, and vision insurance for employees and dependents, short and long term disability, business travel and life insurance, flexible spending accounts for medical and child care expenses, a 401(k) plan (with a matching contribution of up to 16%), commuting assistance, an employee assistance program (EAP), tuition reimbursement and a generous professional development budget, matching gifts, fitness reimbursements, fertility assistance, and identity theft protection. In addition, we allow some schedule flexibility and occasional telecommuting, with manager's approval.
- Paid time off includes:
  - Vacation Time – starting at 4 weeks per year
  - Sick Time - 12 days per year
  - Personal Time - 2 days per year
  - Family Medical Leave
  - Parental Leave
  - Holidays

## To Apply

The Foundation's success is dependent on its ability to build teams that include people with different experiences who can challenge each other's assumptions with new perspectives. We encourage people of color, from under-resourced communities, immigrants, LGBTQ+, and others with diverse perspectives and experiences to apply.

Interested, qualified attorneys should submit an electronic copy of their letter of interest and their resume to the following search consultants:

Steve John  
Founder & Principal  
Steven John & Associates, LLC  
[steve@sjanda.com](mailto:steve@sjanda.com)  
(415) 505-6685

Jason Snyder  
Managing Director  
Steven John & Associates, LLC  
[jason@sjanda.com](mailto:jason@sjanda.com)  
(415) 505-6687

All inquiries and/or application materials sent directly to the Foundation will be redirected to Steven John & Associates, LLC for review, which may cause significant delay in evaluation and response.

On behalf of the Heising-Simons Foundation, we thank you for your interest in the General Counsel opportunity.