

POSITION DESCRIPTION

JOB TITLE: General Counsel
REPORTS TO: CEO
LOCATION: San Diego Headquarters

SUMMARY: Build and maintain the legal and contractual infrastructure necessary to protect both Gafcon and Sharepoint360 from known and foreseeable risks inherent in the work that each company does and will do.

ESSENTIAL RESPONSIBILITIES: *The following are intended to be examples of the accountabilities for which the person in this position is responsible. This position description is not intended to be complete or all-inclusive and does not preclude management from assigning other or related functions if such functions are a logical assignment for the position.*

- Within 3 months, create a contract vehicle ecosystem for each company that contains contracts that are easy to use and understand by both our employees and customers, that are mutualized wherever reasonable to minimize redlines, that help achieve the goal of “making us easy to buy from”, and that provide sufficient protection from risk to allow us to be able to safely operate.
 - Within 4 months, establish training and rollout plan for all employees and provide quarterly updates and refresher courses.
 - Within 5 months, create, rollout, and train on a contract lifecycle process for both companies so that every employee understands the contract workflow, timelines, signing authorities – ensuring that the process contains measurement, metrics, and management to be used as feedback into the process and to the employees for continuous improvement.
- Within 4 months, perform a complete review of all current and past contracts, audit for compliance with contract terms, and put in place a remediation plan to address any compliance issues.
 - To the greatest extent possible, ensure remediation is completed within 9 months.
- Within 6 months establish an Enterprise Risk Management team and practice within both firms and conduct a baseline audit.
 - Within 8 months, conduct a baseline assessment with annual audits reporting directly to the Executive Team (CEO, SP360, COO, Gafcon, and Board of Directors).
- Within 6 months, conduct a complete insurance audit, review of broker and value-added services, and deliver a report on findings and associated recommendations to Executive.
 - Conduct annual insurance reviews and own ongoing risk management through insurance vehicles.
- Within 9 months, conduct a review of corporate structures of all companies in Gafcon family and develop report on findings and associated recommendations with an eye towards eventual M&A options.
 - Act as Corporate Secretary and ensure ongoing compliance with all relevant local, state, and federal laws.

- Within 3 months, bring expenditures on external lawyers down by 90% with the exception of specialists needed for special circumstances. It is expected that the VP, General Counsel will be able to service 90% of all legal needs of both companies.
- Ensures the companies are working in compliance with all applicable laws, rules and regulations.
- Recognizes the onset of problems and takes appropriate legal action to prevent damage to the companies' and employees' reputation, as well as to the bottom-line.

SECONDARY RESPONSIBILITIES:

- Other duties as assigned

QUALIFICATIONS

- Possesses a JD from an accredited institution and is licensed to practice law in the state of California.
- A minimum of 15 years of experience, including demonstrated proficiency with litigation and general counsel.
- Well versed in contract law, with experience in technology, construction and patent.
- Has a strong working knowledge of HR, employment and labor compliance related laws, rules and regulations.
- Understands legal issues pertaining to working with government, municipal and educational clients.
- Understands legal issues pertaining to working with both national and global customers.
- Outstanding negotiation skills, remains calm under pressure, and multi-tasks with finesse.
- Sets and upholds high standards for honest and ethical behavior
- Has a high attention to detail, is process oriented, and maintains a proactive approach.
- Is an effective communicator (both verbally and written) who is able to successfully influence, but not overwhelm his/her audience, partners and/or clients.

PHYSICAL DEMANDS: *The physical demands described here are representative of those that must be met by an employee to successfully perform the essential functions of this job. Reasonable accommodations may be made to enable individuals with disabilities to perform the essential functions.*

While performing the duties of this job, the employee is regularly required to stand, walk, sit, talk and hear. The employee is regularly required to use hands to finger, handle, or feel. Employee must be able to use a computer keyboard, mouse and calculator. The employee must occasionally lift and/or move up to 30 pounds. Specific vision abilities required by this job include close vision, distance vision and color vision and ability to adjust focus.

WORK ENVIRONMENT: *The work environment characteristics described here are representative of those an employee encounters while performing the essential functions of this job. Reasonable accommodations may be made to enable individuals with disabilities to perform the essential functions.*

While performing the duties of this job, the employee will be exposed to outdoor weather conditions, work on job sites, travel to and from these locations, work in a typical office environment, and is occasionally exposed to construction equipment. The noise level in the work environment is usually moderate.