

SUMMARY OF POSITION ROLE/RESPONSIBILITIES:

May 2016

The position of Associate University Counsel for Health Affairs and Deputy Director of the Contracts Unit (Counsel/Contracts Deputy Director) is a leadership role within the University of Florida (UF) Office of the Vice President and General Counsel (OGC), reporting directly to the Senior University Counsel for Health Affairs and Contracts Unit Director (Sr. Counsel/Contracts Director) and working closely with the UF Deputy General Counsel for Health Affairs (UF Deputy/HA) and other OGC leadership. The Counsel/Contracts Deputy Director will have a senior role, in coordination with the Sr. Counsel/Contracts Director, in managing and enhancing and overseeing the staff, systems and operations of the OGC Contracts Unit. The Unit is responsible for providing contracts- and transactions- related services for a wide range of affiliations, goods, services and resource needs, and academic programs of, the deans, colleges, centers and institutes of the UF Gainesville and Jacksonville Health Science Centers (HSCs), the colleges' practice plans and other private entities affiliated with UF and supporting the faculty or activities of the HSCs. The Counsel/Contracts Deputy Director will also have a senior role in assisting the Sr. Counsel/Contracts Director in maintaining the Contracts Unit's accountability to, and close, regular and direct advisory relationship with, the deans and heads of the colleges, centers and institutes and, as warranted, the UF Senior Vice President for Health Affairs (SVP/HA). Such services are also anticipated to be provided to UF's affiliated clinical enterprise, including its academic hospitals. The UF HSCs and their affiliated Shands academic hospitals and other affiliated health affairs entities participate in a close collaboration called "UF Health" and have strong mission alignment with UF. This position is anticipated to be based in Jacksonville, but will provide services to both Jacksonville and Gainesville HSCs and across the UF Health endeavor, as needed and assigned by the Sr. Counsel/Contracts Director, UF Deputy/HA, or UF Vice President and General Counsel (UF VP/GC). This position will coordinate and communicate closely with the Sr. Counsel/Contracts Director, but will be expected to work with a significant degree of independence on day-to-day contracting matters that arise in the Jacksonville HSC and on significant work assigned to this position across the enterprise. This position will also provide expertise and work on other health affairs legal matters as needed and assigned.

To fulfill his or her role, the Counsel/Contracts Deputy Director must effectively perform his or her duties to high standards of substantive legal and behavioral competence, as evaluated by the UF Deputy/HA and the Sr. Counsel/Contracts Director under the following OGC principles: client service, collaboration, professionalism, accountability, sustainability and integrity. The Counsel/Contracts Deputy Director must demonstrate a positive, context-sensitive, and productive working relationship with the leadership of the HSCs and other components of UF Health, and close partnership with the Deputy General Counsel of Shands Teaching Hospitals and Clinics, Inc., the Vice President and Senior Counsel, Legal Affairs of the Shands Jacksonville Medical Center, Inc., other Shands entity lawyers and OGC colleagues, including the UF Senior University Counsel for Health Affairs based in Jacksonville but serving Gainesville as well (Sr. Counsel/HA). The aim of this close partnership is to further the success of UF Health and realize strength and the greatest benefits for "One UF," meaning all of UF and its family of affiliates including all in the UF-related health affairs enterprise, aligned in support of UF's mission. The Counsel/Contracts Deputy Director will work closely with the Sr. Counsel/Contracts Director, UF Deputy/HA, Sr. Counsel/HA, other UF health affairs and contracts lawyers, and Shands lawyers to maximize the efficient development and implementation of contracts and legal advice for the entire UF Health endeavor, consistently with One UF and UF-wide policy and interests.

The Counsel/Contracts Deputy Director 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 documenting strategic initiatives and affiliations, acquisitions, finance and other transactions and contracts, particularly in a health affairs settings. 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.

The Counsel/Contracts Deputy Director will have a senior role, in coordination with the Sr. Counsel/Contracts Director, in direction and training to the OGC Contracts Unit lawyers, paralegals and support staff in Jacksonville and Gainesville to maximize the value of the OGC Contracts Unit and apply the appropriate level and type of legal expertise to contracts and transactions for the HSCs. He or she 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. (This position will be expected to be able to handle a wide range of issues arising in contracts, with some guidance from experts as needed, and to provide substantial support for any expert whose direct involvement is warranted on more complex or high-stakes specialized issues.) The Counsel/Contracts Deputy Director will have a senior role in coordination with and to assist the Sr. Counsel/Contracts Director in developing and refining the mechanisms by which improvements in contract review, structuring, negotiation, and development process, including eliminating unnecessary

contracts and more efficient processes, templates, and use of staff and other resources, and to devise means for implementation and measurement. The Counsel/Contracts Deputy Director will have a senior role in assisting the Sr. Counsel/Contracts Director in the development and implementation of systems and strategies to ensure that the work of the OGC Contracts Unit is efficient (avoiding unnecessary contracting and complexity), incorporates prudent controls without unnecessary bureaucracy, supports the mission of UF, including all of UF Health, is well-aligned with the mission of UF, and has been vetted by appropriate leadership.

WORKING TITLE:

Associate University Counsel for Health Affairs and Deputy Director of the Contracts Unit

****** 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 GIVEN CAREFUL CONSIDERATION.]

Please see the above summary. As a senior leader 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 or at the direction of the Sr. Counsel/Contracts Director, he or she will partner regularly with the Associate University Counsel for Health Affairs based in Gainesville and the Sr. Counsel/HA based in Jacksonville. The colleges in the HSCs that will be served by this position are the Colleges of Medicine (in Gainesville and Jacksonville locales), 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. The UF-affiliated clinical enterprise, including the Shands hospitals and their affiliates, are also anticipated to be served by this position, as needed and appropriate, as determined by the UF Deputy/HA in consultation with the Sr. Counsel/Contracts Director and the Shands Senior Vice President and General Counsel (Shands SVP/GC). Effectiveness in the position to meet UF'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 Sr. 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).

The Counsel/Contracts Deputy Director will have responsibility, with and as developed by the Sr. Counsel/Contracts Director, for the intake of requests for and development and review of contracts for the colleges, departments, centers and institutes of the HSCs. To the extent required in the negotiation, drafting and review of contracts for the HSC, the Counsel/Contracts Deputy Director 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 health care regulatory law requirements. This attorney will protect UF's and its HSCs' business and contractual rights and positions; structure, negotiate and document contracts and other matters of a transactional nature assigned to this position for the HSC and affiliated organizations. This position will also work on other health affairs legal matters as needed and assigned.

In performing all duties, the Counsel/Contracts Deputy Director will adhere to the standards and protocols of the UF OGC and will keep the Sr. Counsel/Contracts Director appropriately informed of significant matters. The Counsel/Contracts Deputy Director will work with the Sr. Counsel/Contracts Director to ensure that matters of which the UF Deputy/HA, UF VP/GC or OGC's 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 with appropriate coordination with the Sr. Counsel/Contracts Director, UF Deputy/HA, and Sr. Counsel/HA based in Jacksonville, depending on the type of matter and as established by the Sr. Counsel/Contracts Director and UF Deputy/HA (or UF VP/GC or EAVP/OGC) in consultation with the Counsel/Contracts Deputy Director. 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, which are performance principles of the OGC. 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

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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. This position has latitude for the exercise of independent judgment and may function independently, but is expected to be in close coordination and communication with and to foster appropriate oversight and varying levels of involvement by the Sr. Counsel/Contracts Director and UF Deputy/HA and, as needed, the EAVP/DGC and the UF VP/GC. He or she will work collaboratively with the Sr. Counsel/HA based in Jacksonville and other counsels in the OGC and the Shands entities legal offices, as appropriate to the matter and any determination of the Sr. Counsel/Contracts Director or UF Deputy/HA. He or she must exercise excellent judgment to keep the Sr. Counsel/Contracts Director informed (and ensure the UF Deputy/HA and the UF VP/GC are 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 and the Sr. Counsel/HA based in Jacksonville are required, as is ensuring that the University's Senior Vice President for Health Affairs is well informed of significant matters in coordination with the UF Deputy/HA or the Sr. Counsel/Contracts Director. 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.

As assigned by the Sr. Counsel/Contracts Director, the Counsel/Contracts Deputy Director will supervise the Special Assistant Counsel for Contracts – Ped-I-Care and other Special Assistant Counsels for Contracts, paralegals and staff of the Contracts Unit of the OGC. He or she will also have responsibility for training and mentoring junior lawyers and staff.

NORMAL WORK SCHEDULE. (ENTER DAYS/HOURS HERE): Office hours are M-F; 8 to 5 or 9 to 6; however, this position is a senior 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/departamental/ccestablishing.htm). LIST ANY ADDITIONAL OR PREFERRED QUALIFICATIONS SPECIFIC TO THIS POSITION.

The person holding this position must 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, with considerably more experience being appropriate. This position is equivalent to that of a junior partner or more senior lawyer in a private law firm and would be appropriate for lawyers with significantly more experience than the minimum. This position must also have excellent operational, project management, change management, and administrative skills, analytical ability, writing skills, listening and oral communications skills, diplomacy, finesse 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 an excellent private law firm or in the law office of, or representing, a large university or tax-exempt organization are helpful, as is experience in or representing the public sector. A deep and sophisticated level of substantive expertise in the primary areas relevant to transactions is required, and it is a plus if including experience on behalf of, an academic health center, faculty practice plan, clinic and other

entities for which this position is responsible. The ability to support good management, efficient and effective operations, and appropriate change are critical. Enthusiasm for the academic, research and service mission of great academic institutions is essential.

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 person holding this position must be a member of the Bar of a state within the United States and, if that state is not Florida, must become a member of Florida Bar as soon as reasonably possible, and, in any case, not later than 9 months of employment (unless otherwise approved by the University). Bar membership must be maintained in good standing. Existing Florida Bar membership is a plus.

Y--THIS POSITION REQUIRES A CRIMINAL BACKGROUND CHECK.

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 experience and 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 less experienced lawyers and 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 Sr. Counsel/Contracts Director and other legal leadership and when to seek guidance from clients and colleagues; 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 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. 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.

PROGRAM DIRECTION AND DEVELOPMENT.

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. This position will have frequent interactions with leadership of the HSC in Jacksonville, as well as regular interactions with deans and other leaders of the HSC in Gainesville.

MONETARY RESPONSIBILITY. AMOUNT AND CONSEQUENCE OF ERROR.

This position will coordinate, oversee or handle matters that have significant financial implications for the HSCs and University.

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: Andrew Eisman, Senior University Counsel for Health Affairs and Contracts Unit Director, 00030501.

REVIEWING AUTHORITY NAME AND TITLE: same as above. The UF Deputy/HA will provide input. As elicited by the Sr. Counsel/Contracts Director and UF Deputy/HA, the Office of the Senior Vice President for Health Affairs and/or 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.