



MAJOR, LINDSEY & AFRICA | 1600 MARKET STREET, SUITE 1705 PHILADELPHIA, PA 19103 | 215.636.9802

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University of Rochester Rochester, New York www.rochester.edu



University of Rochester ("the University") has engaged Major, Lindsey & Africa on an exclusive basis to conduct a global search for a **Senior Vice President and General Counsel**. The University is an equal opportunity employer.

EXECUTIVE SUMMARY - SENIOR VICE PRESIDENT AND GENERAL COUNSEL

Organization: Founded in 1850, the University of Rochester is one of the nation's leading research institutions and one of the top universities in the world for entrepreneurs. It is a member of the Association of American Universities and ranked 46th by U.S. News & World Report among national universities in the Best Colleges category. University faculty, scholars, artists, alumni, and students have revolutionized their fields, discovering ways to address the world's biggest challenges, earning notable recognitions including Nobel Prizes, Pulitzer Prizes, Grammy Awards, and Guggenheim and MacArthur Fellowships. The University's diverse community includes more than 3,900 full and part-time faculty, and nearly 12,000 students. With a large, integrated academic medical center, the University has over 28,000 employees and, when considering its healthcare affiliates, includes more than 37,000 employees.

Position Overview: Reporting directly to the President, the Senior Vice President and General Counsel for the University of Rochester is the chief legal officer of the University and is a key member of the executive leadership team, contributing to the resolution of many of the most important issues that affect the University. The Senior Vice President and General Counsel will manage the Office of Counsel and provide day-to-day legal counsel on issues, policies, technology, contracts, transactions, claims, litigations, proceedings and risks that concern the University and its owned or controlled affiliate entities, for the Trustees, President, Vice Presidents (including the Provost and the Senior Vice President for Health Sciences and CEO of the Medical Center), other senior leaders, administrators, faculty and staff, including the members of the Medical Center Board and the officers and directors of the University's wholly owned or controlled affiliates. The Senior Vice President and General Counsel also provides direct advice and counsel to the Board of Trustees on legal issues, governance, and related topics.

Experience: The successful candidate will be a collaborative and strategic leader with at least 15 years of relevant legal experience in roles of increasing scope and responsibility. The ideal candidate will have proven experience leading teams and advising senior executives and boards. Preferred candidates will have a track record as a General Counsel or comparable executive experience with a higher education institution or similar environment. Candidates with experience managing the legal issues relevant to a research university with an academic medical center will be most compelling.



Location: Rochester, NY. This is not a remote role; the successful candidate is expected to live in the Rochester area.

Relocation: Yes, this is a national search. Relocation assistance will be provided.

Compensation: Commensurate with experience. The package includes base salary range of \$669 – 725K and benefits.

Bar: Admitted and in good standing, or eligible for admission, to the New York State bar (admission may occur within one year after hiring).

The Organization

Founded in 1850, the University of Rochester is one of the nation's leading research institutions and one of the top universities in the world for entrepreneurs. It is a member of the Association of American Universities and ranked 46th by U.S. News & World Report among national universities in the Best Colleges category and 126th globally by Times of Higher Education. University faculty, scholars, artists, alumni, and students have revolutionized their fields, discovering ways to address the world's biggest challenges, earning notable recognitions including Nobel Prizes, Pulitzer Prizes, Grammy Awards, and Guggenheim and MacArthur Fellowships. The University's diverse community includes more than 3,900 full and part-time faculty, and nearly 12,000 students. With a large, integrated academic medical center, the University has over 28,000 employees and, when considering its healthcare affiliates, includes more than 37,000 employees.

As one of the world's leading research universities, the University has a long tradition of breaking boundaries—always pushing and questioning, learning and unlearning. It transforms ideas into enterprises that create value and make the world even better. The University has established bold and transformational goals through its strategic plan, which will guide it toward framing and solving the greatest challenges of the future. Spanning research, academics, health care, employee success, and finance and operational models, the University's 2030 strategic plan illustrates its continued commitment to being *Ever Better*.

The University is defined by a deep commitment to Meliora—ever better. Embedded in that ideal are the values it shares: equity, leadership, integrity, openness, respect, and accountability. Together, the University's community sets the highest standards for how it treats each other to ensure its community is welcoming to all and is a place where all can thrive.

Meliora – striving to be better, for everyone.

Equity – commitment to non-discriminatory treatment and equitable access to opportunity and advancement for all.

Leadership – taking initiative and sharing responsibility for exemplifying excellence.

Integrity – conducting themselves with honesty, dedication, and fairness.

Openness – embracing freedom of ideas, inquiry, and expression.

Respect – valuing their differences, their environment, and their individual and collective contributions.



Accountability – responsibility for making their community even better, through their actions, their words, and their dealings with others.

Rochester is the largest private employer in Upstate New York State. Undergraduate and graduate students pursue their academic goals in an environment designed to inspire, support, and empower them. The University's schools offer students a liberal arts education, research experience, and advanced degrees in music, medicine, business education and beyond.

- The **School of Arts & Science**, the largest school at the University, offers numerous programs and departments spanning social sciences, natural sciences, and arts and humanities with an exceptional research footprint.
- The **Hajim School of Engineering & Applied Sciences** is one of the nation's top engineering schools housed in a leading research university. Across multiple departments and centers, Hajim faculty's strong ties and proximity to the University of Rochester's Medical Center and Laboratory for Laser Energetics make opportunities for interdisciplinary research boundless.
- The **Laboratory for Laser Energetics** (LLE) is a unique national resource for research and education in science and technology. LLE was established in 1970 as a center for the investigation of the interaction of intense radiation with matter. The National Nuclear Security Administration funds LLE.
- The Eastman School of Music is one of the world's leaders in musical composition, performance, and education. Established in 1921 by celebrated industrialist and philanthropist George Eastman, it was the first professional school of the University.
- The **School of Medicine and Dentistry** is part of one of the nation's top medical centers and offers a wide range of programs and specialties in medical and graduate education, as well as opportunities for residents, fellows, and postdoctoral researchers.
- The **School of Nursing** forges a critical link between scientific discovery and improved healthcare outcomes, offering nursing and healthcare professionals a wide range of degree options.
- Programs at the **Simon Business School** teach students how to analyze and frame problems effectively, giving them the skills they need to uncover the patterns that motivate and drive markets.
- The Warner School of Education and Human Development was founded in 1985 and prepares practitioners and researchers to become leaders and agents of change in schools, universities, and community organizations.

Academic programs are offered within three locations: the River Campus, which houses Arts & Sciences, Hajim Engineering and Applied Sciences, the Simon Business School, and the Warner School of Education and Human Development; the Medical Center, which is next to the River Campus and houses the School of Medicine and Dentistry, the Eastman Institute for Oral Health, and the School of Nursing; and downtown Rochester, home to the Eastman School of Music and the Memorial Art Gallery. This physical proximity works to foster interdisciplinary collaborations across schools.

The University operates nationally and internationally recognized resources including the Memorial Art Gallery, one of the few University-affiliated art museums in the country that also serves as the local community's civic art museum, and the Laboratory for Laser Energetics, the world's largest university-based laser facility, recognized for groundbreaking work in fusion, high energy density science, laser science, and laboratory astrophysics.





The Medical Center's clinical services have grown more than 30% over the past four years. The eight-hospital UR Medicine health system is anchored by Strong Memorial Hospital, an 886-bed university-owned teaching hospital located proximate to the River Campus. Strong is the state's only hospital outside New York City to provide liver and heart transplants, boasts upstate's largest cancer treatment programs at the NCI-designated Wilmot Cancer Center and offers a range of pediatric surgical subspecialties. The system is part of an accountable care organization with more than 500 primary care providers and 1,500 specialists serving nearly 650,000 patients across upstate New York.

Located in the City of Rochester, on the southern shore of Lake Ontario and northwest of the picturesque Finger Lakes in New York State, the University is fortunate to be located in a community rich in history and promise. The Rochester area routinely ranks as one of the most livable in the United States and as one of the best places in the country for families, with outstanding schools, housing, and cultural life. Rochester offers its 1.1 million area residents the amenities of a large metropolitan area with a quality of life not available in many areas of comparable or larger size. The University's extensive engagement with the Rochester community spans cultural opportunities provided by the Eastman School of Music and the Memorial Art Gallery.

More general information about the University may be found at www.rochester.edu.

Faculty, Staff, and Students

The University of Rochester's 3,900 outstanding full and part-time faculty are active scholars, researchers, healers, and creators who have made significant contributions to the advancement of knowledge and culture for the betterment of society. Many are distinguished by their efforts to combine research and teaching with community engagement. The current faculty boasts 10 members of the National Academy of Medicine, 4 members of the National Academy of Sciences, and 3 members of the National Academy of Engineering. Rochester alumni and faculty have to date received a total of 13 Nobel Prizes, across a range of categories that include physics, medicine or physiology, and economics.

The University of Rochester's 12,000+ students (approximately 6,000 undergraduate students and over 5,000 graduate students) hail from across the globe. The University welcomes and embraces diverse perspectives in all aspects of life—in classrooms, labs, and open spaces where people listen, share, and learn.

Overall, the University and its affiliates employ more than 38,000 people. As the largest private employer in Rochester, the University has a profound impact on the region's cultural, social, educational, clinical, and economic strength. With an estimated \$13 billion economic impact across New York State, the University and its affiliates continue to expand their economic impact within New York State. In 2025, the University was responsible for directly and indirectly sustaining nearly 68,000 jobs in the state and in 2020, earned its first Carnegie Community Engagement Classification based on its extensive community-engaged projects and programs.

Leadership

Sarah C. Mangelsdorf became the 11th president of the University of Rochester on July 1, 2019. An experienced academic leader, she has earned wide recognition for developing important strategic initiatives tailored to the goals of each institution and for taking a leading role in building both financial and institutional support for those goals. She is known for her work on issues of academic quality, educational access, sustainability, and diversity





and inclusion at some of the nation's leading public and private institutions. Before taking the helm at the University of Rochester, Mangelsdorf served as provost at the University of Wisconsin-Madison. She is a professor of psychology who is internationally known for her research on emotional and personality development.

As chief operating officer at Wisconsin, Mangelsdorf oversaw all academic programs and budget planning for 12 schools and colleges, including Education, Business, Engineering, and Graduate Studies, as well as the Schools of Medicine and Public Health and of Nursing, which are affiliated with UW Health, the integrated health system of the University of Wisconsin-Madison. She earlier served as dean of the Weinberg College of Arts and Sciences at Northwestern University before becoming provost at Wisconsin in 2014. She began her academic career at the University of Michigan and in 1991 moved to the University of Illinois at Urbana-Champaign, where she was later named dean of the College of Liberal Arts and Sciences.

Since arriving in July 2019, President Mangelsdorf has increased the University's investment and growth in research and clinical enterprises, returned the University to its traditional university-wide commencement for the first time in 30 years, recognized Juneteenth as an official university holiday, and led the development of the University's 2030 strategic plan, <u>Boundless Possibility</u>, to help define the University of Rochester as a global research university of the future.

In 2020, she was selected as a fellow in the American Academy of Arts and Sciences and was also recognized with the Distinguished Alumni Achievement Award from the University of Minnesota.

Position Overview

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The Office of Counsel provides in-house legal services to the University of Rochester, including all its schools and divisions, the Medical Center, Laser Laboratory for Energetics, and the Memorial Art Gallery, and its affiliates and related entities. The Office oversees all aspects of the University's legal services, is responsible for selecting and retaining outside counsel, and determining when outside counsel is needed to represent the University. The Office also manages all litigation and other legal proceedings on behalf of the University and its employees. In addition, the Senior Vice President and General Counsel is an important convener for and implementer of policies that ensure that the University's deep commitment to Meliora---ever better---as well as its embedded MELIORA values are honored throughout the campuses.

The Senior Vice President and General Counsel will manage the Office of Counsel and provide day-to-day legal counsel on issues, policies, technology, contracts, transactions, claims, litigations, proceedings and risks that concern the University and its owned or controlled affiliate entities, for the Trustees, President, Vice Presidents (including the Provost and the Senior Vice President for Health Sciences and CEO of the Medical Center), other senior leaders, administrators, faculty and staff, including the members of the Medical Center Board and the officers and directors of the University's wholly owned or controlled affiliates.



The Senior Vice President and General Counsel makes employment decisions about and supervises the attorneys and other staff employed in the Office of Counsel of the University and the Medical Center and is responsible for retaining and supervising the work of outside counsel when appropriate. This position oversees a staff of 22 attorneys and 15 allied professional staff, including the Deputy General Counsel and the Deputy General Counsel for Health Sciences and Chief Counsel to the Medical Center.

Key Responsibilities

- Provide leadership on all legal and risk management matters:
 - Manage and oversee the Office of Counsel;
 - Build, lead, and mentor an effective, efficient, and motivated legal team of attorneys and other legal professionals;
 - Assign and manage caseloads and projects within the legal office; oversee services and outcomes to ensure timely and competent delivery of legal services across the University; and
 - o Foster a collaborative and supportive working environment within the office and with university clients.
- Provide legal advice to ensure compliance and protect university interests:
 - o Research laws, court opinions, government regulations, and legal requirements;
 - Draft or review contracts, leases, licenses, deeds, and other legal documents or instruments and/or negotiate amendments thereto to achieve favorable terms for the University; and
 - o Analyze legal problems or issues presented by university clients and provide advice accordingly.
- Represent the University in judicial and governmental proceedings:
 - Serve as the University's counsel of record in proceedings and investigations;
 - Initiate or respond to legal discovery;
 - Litigate cases or negotiate resolution of cases; and
 - o Supervise in-house attorneys and assess need for, contract with, and supervise, outside counsel.
- Serve as a resource for informed decision-making, policy development, and problem solving:
 - Analyze legal aspects or legal issues involved in decisions;
 - o Draft or revise university policies and procedures to ensure legal compliance; and
 - Serve as counsel and provide advice for university subsidiaries and affiliates in their decision-making and policy creation responsibilities or serve as liaison on legal matters when subsidiaries and affiliates have separate counsel.
- Educate and inform university personnel about legal requirements and risks:
 - o Create, prepare, and present educational or training materials on legal issues; and
 - Respond to legal questions from campus clients as they arise.
- Manage and coordinate the provision of all legal services:
 - Ensure the provision of high-quality, cost-effective, and reliable legal services for the University;
 - Provide and oversee the provision of in-house legal services;
 - Retain and supervise outside counsel to provide legal services for the University; and
 - Manage the legal budget and costs of legal services.



Key Qualifications & Experience

- Juris Doctorate degree from an ABA accredited institution, or equivalent.
- Admitted and in good standing, or eligible for admission, to the New York State bar (admission may occur
 within one year after hiring).
- Minimum of 15 years of relevant legal experience in roles of increasing scope and responsibility.
- Proven success as a leader in a significant legal leadership role either as the General Counsel or Deputy General Counsel of a public or private company, or of an academic institution, or a partner in a law firm managing complex matters on behalf of university clients, working effectively with various constituencies.
- Experience involving U.S. laws that govern or affect higher education, research, or health care and related risk management and compliance issues.
- Experience managing a team of lawyers and professionals spanning a wide range of legal expertise.
- Experience interacting with and advising boards of directors in a fiduciary capacity on governance-related issues; familiarity with the work of fiduciary boards, particularly the oversight of material risks, investigations and matters that affect the reputation of the University.
- Understanding of the wide range of legal issues relating to a non-profit academic institution with a medical center, including hospitals and related healthcare affiliates.
- Management and protection of intellectual property experience.
- Experience managing financial budget of the Office of Counsel, especially outside counsel selection and negotiation and management of services and fees.
- Preferred candidates will have a track record as a General Counsel or comparable executive experience
 with a higher education institution or similar environment. Candidates with experience managing the legal
 issues relevant to a research university with an academic medical center will be most compelling.

Key Attributes

- Outstanding executive leadership and management skills in all aspects of a legal and/or university environment with a proven ability to advise a successful, advancing organization.
- Enthusiasm for university life, and the confidence necessary to engage with high-level administrative and academic officials in a fast-paced setting.
- Superior intellect, with the ability to think critically and effectively communicate well-reasoned decisions.
- Oral and written ability to effectively communicate legal issues to non-lawyers.
- Ability to relate well with the people of the University, including its lawyers.
- Fostering a legal office where university constituents will want to seek advice even before an issue escalates.
- Capacity to serve as a key counselor to the President, Trustees and Senior Leaders.
- Ability to firmly and clearly convey to Trustees, senior officers, faculty, and staff the issues relevant to them in a manner that brings about the support of these critically important constituents of the University community.
- Excellent interpersonal skills, especially the ability to listen and quickly integrate new information.
- Ability to maintain perspective and diffuse tension, ideally with compassion.
- Empathy for others trying to lead or accomplish something innovative who need to deal with, what may seem to them to be, undue restrictions.
- Ability to solve in a constructive manner, or find the appropriate person to solve, problems with legal implications.



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- Ability to relate to faculty leadership, convey reasons for policies and secure buy-in, and respect the role
 of faculty governance.
- Ability to relate to student and staff leadership, convey reasons for policies and secure buy-in; respect
 the roles of students and staff within the broader university community.
- Management skills of one's own time, as well as other professionals (i.e., the Office of Counsel and outside lawyers).
- Ability to be nimble, assess risk, exercise sound judgment, and communicate legal priorities (and reprioritize) as needed.
- Intellectually curious, conceptually nimble, and creative with the ability to analyze, interpret, present, and communicate complex ideas and concepts in a clear, concise fashion.
- A demonstrated commitment to excellence, integrity, exercising sound judgment, and a strong work ethic.

Process

Interested candidates should submit a resume in Microsoft Word format addressed to:

Melba Hughes

Partner & Executive Director In-House Counsel Recruiting melba@mlaglobal.com

Jon Friedman

Director
In-House Counsel Recruiting
<u>ifriedman@mlaglobal.com</u>

Deborah Thompson

Partner
In-House Counsel Recruiting
dthompson@mlaglobal.com

Jared Pritchard

Senior Search Coordinator In-House Counsel Recruiting ipritchard@mlaglobal.com

You may be required to complete additional documents to be considered for this position.

Please do not contact the University of Rochester directly; all resumes sent to the University will be routed to MLA for handling and will create delays.