



The State Bar of California Is Seeking A New General Counsel

*The purpose of the State Bar of California is to
preserve and improve our justice system to assure
a free and just society under law.*

— The State Bar's Mission Statement



UNIQUE OPPORTUNITY

The State Bar of California is seeking a talented, strategic, resourceful and experienced lawyer with a solid breadth of management expertise to become its new General Counsel. Reporting to the Executive Director, with a client relationship with the Board of Governors, the General Counsel (GC) is responsible for overseeing and directing the legal staff and legal work of the State Bar and providing legal advice, counsel and representation to the State Bar entity. Qualified candidates from the private sector as well as those with experience in the public and in-house corporate sectors are encouraged to apply.

STATE BAR OF CALIFORNIA

The State Bar of California is considered a unique entity under the law. It is both a government agency regulating the legal profession as an arm of the California Supreme Court and, at the same time, the state-wide professional association for California lawyers. It owns its home office building in San Francisco and currently leases space in Los Angeles. It has a combined general and special fund budget of \$140 million and 630 full-time budgeted employees, the majority of whom are represented by Service Employees International Union. It has nearly 50 sub-entities including the sections, the Judicial Nominees Evaluation Commission, the Committee of Bar Examiners, and the Board of Legal Specialization. It thus requires legal guidance on a wide variety of issues touching upon public entity law, labor and employment law, real property law, intellectual property law, public contracting, first amendment freedom of association, regulatory enforcement, and litigation among many others.



The State Bar of California was created by the state Legislature in 1927 and is a public corporation within the judicial branch of state government, serving as an arm of the California Supreme Court in matters involving the admission, regulation and discipline of attorneys. The State Bar is a “unified bar,” unifying the state regulatory function over lawyers with the state professional association for members. All California lawyers practicing law must be active members. With over 223,000 members, the State Bar of California is the largest state bar in the nation. Nearly 165,000 State Bar members actively practice law, while the remainder retain their licenses as inactive members. To practice law in California, applicants must pass the State Bar’s California Bar Examination and pay their annual membership (licensing) fees to the State Bar of California. For more than 80 years, the State Bar has enhanced the administration of justice, regulated the professional conduct of the state’s lawyers and provided greater access to the justice system for California citizens. The State Bar continually seeks to respond to the demands of a changing society fulfilling its mission to its members and the public.

The State Bar is governed by a Board of Governors, which consists of a president and 22 members. Fifteen Board members are lawyers elected by members of the State Bar from statutorily defined districts. The Board of Directors of the California Young Lawyers Association elects a 16th lawyer. Six “public,” non-lawyer members are appointed to the Board of Governors – four by California’s Governor, one by the Senate Committee on Rules and one by the Speaker of the Assembly. The President of the Board of Governors is elected by the other Board members. The Board of Governors meets approximately eight times a year.

The State Bar is conceptually divided into five service areas:

Public Protection: including Admissions; Chief Trial Counsel (disciplinary enforcement); State Bar Court (disciplinary adjudication); the Client Security Fund; and the Office of Probation;

Administration of Justice: including Legal Service Program Support; Access & Fairness Program Support; Judicial Evaluation; Bar Relations; and Government Affairs;

Member Services: including Member Benefits (Insurance and Affinity Programs); Member Records; Professional Development (Legal Education and Meeting Services); Attorney Ethics and Professional Competence Programs; Arbitration of Fee Disputes; and Lawyer Assistance Program;

Administrative Support: including Finance; Information Technology; Human Resources; General Counsel; Media and Information Services; and Real Property Operations;

Board Administration: including the Board of Governors and the State Bar Secretariat.

**For further information
about the State Bar of
California, see its Website at:
www.calbar.ca.gov.**

OFFICE OF THE GENERAL COUNSEL

The Office of the General Counsel (OGC) is the State Bar’s in-house counsel – providing legal advice, representation and legal services to the State Bar, its governing board, executive director, executives, staff, committees, and other sub-entities. OGC is responsible for a wide range of service areas, including:

Legal Opinions/Advice: OGC receives requests for legal advice from all departments within the State Bar as well as from the Board of Governors on a wide range of legal issues. OGC attorneys attend and present at meetings, consult with State Bar clients including the Board of Governors, interpret State Bar policies and governing statutory requirements, and present opinions orally and in writing. OGC reviews State Bar activities to ensure compliance with the limitations of *Keller v. State Bar of California* (1990) 496 U.S. 1. OGC prepares annual audit disclosures, filings with the Secretary of State, lobbyist reports to the Fair Political Practices Commission (FPPC) among others. OGC drafts policies and administrative advisories, advises clients of new developments in the law, and conducts FPPC conflict of interest reviews to assist the Board and State Bar representatives in fulfilling their legal obligations. OGC staff, in coordination with the State Bar’s Office of Government Affairs, responds to legislative staff inquiries; reviews comments on legislation; drafts, reviews and analyzes proposed legislation for the Board; and attends legislative hearings when requested.

Litigation: OGC provides comprehensive litigation services to the State Bar. OGC staff develops and administers claims procedures; initiates litigation under the direction of the Board of Governors; advises relevant parties and principals and directs outside counsel on pending matters; and handles internally or oversees all aspects of litigation. OGC does not litigate or represent the State Bar’s interests before the State Bar Court in regulatory matters within the State Bar’s



THE POSITION

Reporting to the Executive Director, with a client relationship with the Board of Governors, the General Counsel (GC) is the chief legal officer for the State Bar and serves in this position consistent with the attorney-client relationship. The GC is responsible for overseeing, planning, organizing and directing the legal staff and legal work of

jurisdiction. The Office of the Chief Trial Counsel performs these tasks. OGC represents the State Bar in regulatory appeals that proceed to the Supreme Court of California on petition for review. OGC also represents the State Bar in appeals related to the Client Security Fund before the appropriate Superior Court. As appellate counsel, OGC reviews and resolves requests from the Office of Chief Trial Counsel and the Committee of Bar Examiners regarding whether to file appeals. OGC represents the State Bar in all matters pending in state and federal courts and administrative tribunals. OGC ensures that the State Bar responds to subpoenas and legal demands for information.

Contracting, Procurement, Copyright: OGC drafts, negotiates and analyzes State Bar contracts ensuring State Bar compliance with pre-contract public bidding requirements. Once contracts are executed, OGC provides dispute resolution advice to clients. OGC provides a comprehensive range of services to the State Bar to protect State Bar intellectual property rights including State Bar website policy and assures the appropriate use of others' intellectual property by the State Bar.

Rules Development and Supreme Court Liaison: OGC staff interprets existing rules and regulations and advises clients, identifies the need for rule changes and/or responds to requests for new rules or rules changes, submits proposed rules to the governing body for approval and release to public comment, and submits rules/regulations for final approval. OGC participates in quarterly meetings with Supreme Court staff.

Real Property Operations: OGC provides real property advice to the State Bar to facilitate the State Bar's role as landlord to tenants in the San Francisco headquarters building it owns and as a tenant in the Los Angeles building it leases. This includes leasing, regulatory compliance, tenant relations, and related responsibilities.

the State Bar and providing legal advice, counsel and representation to the State Bar as necessary to fulfill the duties and responsibilities of State Bar representatives. The GC represents the State Bar consistent with Rule of Professional Conduct 3-600 and performs accordingly.

The General Counsel is a member of the State Bar's Senior Management Team and is responsible for overseeing the budget and personnel of the Office of the General Counsel, subject to the Executive Director's overall responsibility to administer the budget, personnel, facilities and related support activities in accordance with the policy parameters established by the Board of Governors. The GC may also oversee other programs as assigned separate from the administration of the OGC. This position is based in the downtown San Francisco office.

The incoming General Counsel will have numerous priorities and challenges to address upon appointment to the position, including:

- Serving as the principal legal advisor to the Board of Governors, the Executive Director and Executive Staff. As the General Counsel is asked to provide legal advice on a variety of issues, the GC must be conversant in a broad range of subjects. This requires a lawyer who can provide the appropriate risk analysis to facilitate prudent business decision-making.
- Managing a law office of 20 employees, approximately half of whom are attorneys. This requires a combination of management and leadership skills to oversee this group of attorneys and support staff, motivating them through leadership, inspiration and performance standards to maximize high performance.
- Undertaking an organizational assessment of OGC evaluating its operating processes and efficiencies, to determine the

appropriate balance between services provided in-house by staff lawyers and "out-sourced" services. The new GC will play a critical role in selecting the best model moving forward.

- Establishing collaborative relationships of trust and confidence with the Board of Governors, the Executive Director's Office, General Counsel staff, and a multitude of internal and external stakeholders.

The General Counsel manages a \$4.5 million General Fund budget and oversees the retention and direction of outside counsel, as necessary. Direct reports to the GC include two Chief Assistant General Counsels and an Administrative Manager.

THE IDEAL CANDIDATE

It is anticipated that the new General Counsel will be a highly competent legal professional with a demonstrated track record of successful legal and managerial accomplishments. Qualified candidates will be proven lawyers, strong leaders, creative independent thinkers, and possess the organizational skills to assess the structure and efficacy of the legal department with a vision that focuses on providing a high quality product. A superior level of legal skill, political acumen, independence of judgment and an appreciation for the application of technology to legal practice and institutional management is also important for this position.

Qualified candidates for this position must bring over 10 years of progressively responsible experience in the practice of law



as well as substantial management and budgetary expertise. Qualified candidates from the private sector as well as those with experience in the public and in-house corporate sectors are encouraged to apply. In addition, a minimum of five (5) years senior management/supervisory experience in administering personnel and budgets is required. A Masters Degree in a relevant field may substitute for up to two (2) years of experience. Candidates must be active members in good standing in the State Bar of California and have a demonstrated verifiable reputation for integrity and no history of disciplinary offenses as an attorney or in any other capacity.

In addition to the previously stated requirements, the State Bar is desirous of attracting individuals who also possess the following characteristics and competencies:

- First-rate lawyer – creative, thoughtful, competent, innovative and credible, with a solid work history;
- Highly skilled and poised communicator who is effective one-on-one or in public meetings that require clear, concise and objective responses to complex legal questions;
- Competent manager of both issues and staff – capable of sustaining a respectful and productive work environment that inspires teamwork and positive results, values staff contributions and development, and retains and attracts top talent;
- Independent thinker with a creative problem solving approach and an eye for detail;
- Self-starter, positive, appropriately assertive and proactive;
- Able to earn and maintain the Board of Governors', Executive Director's and State Bar staff's trust and confidence, yet able to address difficult issues when necessary;
- A person of exceptional character who naturally earns the confidence and trust of others and maintains high ethical standards;
- An effective law office manager who delivers high-quality, timely service; one who knows when and how to effectively select and manage outside counsel;
- Capable of minimizing the State Bar's exposure to liability while achieving the Board of Governors' policy direction. Willing to take prudent risks – has a track record as an attorney of helping clients reach their goals by developing alternative approaches;

- Flexible, tirelessly patient, candid and has a professional prominence that reflects the importance of the issues that are to be addressed;
- One who possesses a sense of humor, excellent communication skills and the ability to work effectively with diverse groups of people;
- Resilient – thrives in a high volume environment and willing to develop a high level of commitment to the State Bar and its mission.



COMPENSATION AND BENEFITS

The current annual salary range for the General Counsel is **\$124,498 - \$183,264** (appointment in the range will be commensurate with qualifications and experience). As an employee of the State Bar of California, the General Counsel also receives a comprehensive benefit plan including, but not limited to:

Retirement

- California Public Employees' Retirement System (CalPERS) 2% @ 55 Plan (employer and employee contribution paid by State Bar)

Deferred Compensation

- 457 Deferred Compensation Program (no matching contribution)

Insurance

- Medical, dental, and vision coverage currently through Kaiser or Aetna, with full premiums paid by the State Bar (employees and eligible dependents)
- Long Term Disability Insurance coverage
- Life Insurance
- State Bar funded retiree health after 15 years of service

Leave Allowance

- 3 weeks of vacation starting and up to 5 weeks maximum
- 13 holidays
- 12 days sick leave

A relocation reimbursement allowance and transit and ride share reimbursement programs are available.

APPLICATION PROCESS AND RECRUITMENT SCHEDULE

To be considered for this position, please submit a resume and cover letter, including indication of current salary, and the names of five work-related references, directly to:



Stuart Satow or Christine Iams

CPS EXECUTIVE SEARCH

241 Lathrop Way • Sacramento, CA 95815

Tel: 916 / 263-1401 • Fax: 916 / 561-7205

Email: resumes@cps.ca.gov

CPS Website: www.cps.ca.gov/search

The filing date for this position is Friday, October 9, 2009.

Following the filing date, resumes will be screened in relation to the criteria outlined in this brochure. Candidates with the most relevant qualifications will be given preliminary interviews by the consultants by mid to late October including a preliminary background check. Candidates deemed most qualified will be reported to the State Bar's Executive Director and Board representatives. Candidates will be invited to participate in interview and selection activities with these representatives. Following these initial selection activities, a small group of candidates will proceed to a final interview with the Board of Governors. Under existing Board policy, the selection of the General Counsel is a joint undertaking of the Board and the Executive Director. Following the final interview, the top candidate will undergo a thorough background investigation and reference check process.