

USHJA POLICY STATEMENT

Subject: Outside General Counsel Job Description

Policy Number: BOD 109

Date of Board Adoption: May 14, 2024

Board Approved Effective Date: May 14, 2024

As a not-for-profit corporation organized under the laws of the State of New York, USHJA engages outside counsel licensed by the State of New York to advise on and interpret relevant Federal and State law and regulations and to provide legal guidance and counsel to governance, management, staff and other volunteers at USHJA.

In this role, counsel may provide advice and legal counsel on matters of policy, will assist the Board, Committees and Task Forces better understand their legal and fiduciary obligations, and review all services and programs offered by USHJA to ensure that the organization remains compliant with relevant laws and regulations.

Counsel leads and/or monitors active litigation, reviews regulatory and other required filings, and ensures that proper document retention procedures remain in place.

In addition to the above mentioned, specific duties include, but are not limited to, the following:

- Review all major contracts before execution, annual review of agreement templates for all operations agreements, leases, etc.
- Review insurance coverages/policy types
- Risk management/liability exposures – governance, corporate, event
- Compliance – federal, state laws and regulations, best practices, NY not-for-profit law/amendments
- Governance – Documents, Bylaws and Policies, Internal Forms/Records
- Parliamentarian – BOD, EX Comm and committees as requested
- Advisor– BOD, Ex Comm, Nom Comm, Conduct Review and Strategic Planning/Governance and others as requested
- Work with GC of other sport organizations (USEF) as needed
- Recommend/oversee counsel retained by USHJA on particular issues or areas requiring specialized expertise
- Consult with President/Directors/Executive Staff
- Respond to/address all concerns regarding Conflicts of Interest
- Respond to/address inquiries from Directors and Staff