

Senior Legal Counsel

- **OVERVIEW**

The position will be part of the North American legal organization within the Wolters Kluwer law department. This Senior Counsel position will support the Tax and Accounting Division's commercial activities in North America (including Canada). This Senior Counsel will be a member of the TAA NA (Preparer Market) and TAA NA (Canada) executive teams and will work closely with the senior management team of the U.S. and Canadian business units on general commercial, corporate and contractual matters, and will advise on intellectual property, regulatory compliance and dispute matters.

LOCATION: Kennesaw, Georgia or Dallas, Texas or Riverwoods IL (preferred) or remote for a highly qualified candidate

DUTIES & RESPONSIBILITIES

- Providing comprehensive legal counseling regarding a broad spectrum of corporate, commercial, and intellectual property matters impacting the businesses, including legal issues related to SaaS, on premise software license and professional service offerings and strategic relationships. Advising the business on commercial and legal risks and appropriate risk mitigation strategies.
- Providing hands-on legal assistance in structuring and drafting, negotiating, interpreting, managing and enforcing material and high value commercial transactions, including (i) customer arrangements (including the preparation of master services agreements and related statements of work), (ii) partnering, joint venture, strategic alliance and franchise arrangements, and (iii) complex and high value licensing and software arrangements (including SaaS services and related implementation agreements), business rules, content or data procurement (via inbound licenses or purchases), software procurement and development and IT services procurement agreements, and other types of high value licensing-in and licensing-out arrangements.
- Counseling on regulatory and compliance matters impacting the businesses, including with respect to tax-time financial products.
- Working closely with the business on contractual and regulatory exposures and risks relating to development of new customer offerings or services and related customer agreement terms, promotional and marketing activities, data protection and cybersecurity risks across different offerings.
- Advising the business on the protection, management and monetization of intellectual property rights and identifying and implementing such intellectual property protections and opportunities through oversight and improvement of and training regarding the use and protection of intellectual property.
- Developing a strong rapport and working relationship with the management team of the U.S. and Canadian TAA NA businesses to help drive the delivery of effective and high quality legal services which are appropriately linked to the relevant business needs of TAA NA while at the same time helping drive greater consistency of approach and standards across Wolters Kluwer businesses.

- Developing an in-depth knowledge and understanding of TAA NA, its people, organization, markets, products, customers, competitors and regulatory environment, in order to identify trends and provide high level legal/commercial advice to the businesses.
- Effectively manage outside counsel in a cost-effective manner, whether transactional, litigation or compliance in nature, and appropriately work with other attorneys within the Wolters Kluwer Law Department who may also be involved in supporting certain matters and managing outside counsel (*e.g.*, litigation, HR matters, certain IT/IP areas).

QUALIFICATIONS

Education: A Juris Doctor degree from an accredited law school and licensed to practice law in at least one state, or relevant equivalent experience.

Experience:

- 6 or more years of progressively responsible corporate/commercial legal experience, preferably including experience with both a multi-national law firm and an established corporate law department.
- Substantial legal experience focused on sophisticated domestic and international commercial contracts, including intellectual property-intensive transactions. A strong working knowledge of, and experience and comfort with key intellectual property concepts, including SaaS arrangements, software and e-commerce transactions is a prerequisite. In addition, experience with financial products and data privacy/protection are strongly preferred.
- Outstanding communication, interpersonal, and leadership skills are critical to success. The ideal candidate will have a proven track record of working well with, and influencing members of the senior management teams of entrepreneurial organizations, and will possess the intellect, confidence, maturity, team orientation and positive sense of humor to work with talented, dedicated, demanding client groups.
- Substantial prior experience representing software businesses and data security matters is a plus.

Strong intellect, excellent legal acumen and rigorous analytical skills, including:

- demonstrated proficiency in accurately evaluating, understanding and translating complex legal concepts, and converting that understanding into customary contractual terms or, when needed for enforcement or defense in contested situations, pleadings;
- the ability to identify, accurately report and prioritize legal opportunities, trends and risks;
- the willingness, talent and capability to be both an effective hands-on lawyer and a proactive manager of teams that may include internal cross-disciplinary business managers and outside counsel;
- significant, substantive and up-to-date knowledge of a wide range of commercial, corporate and intellectual property-related legal subject areas, with particular legal skill in dealing with the intersection of intellectual property and contractual law; and
- sound and well-respected legal and business judgment.

Superior legal drafting and negotiating skills, including competencies in:

- eliciting critical technical, financial and business information from diverse client constituencies (including business managers across all levels and positions/roles);

- quickly grasping sophisticated intellectual property law and contractual concepts;
- effectively articulating/advocating and defending important corporate interests, while retaining the ability to build internal consensus and identify compromise positions or alternative solutions;
- understanding and accurately translating key legal requirements and contractual provisions and their foreseeable, practical consequences, allowing management to make informed decisions regarding risk/compliance issues; and
- translating business objectives into clear, pragmatic and legally comprehensive and protective agreements.

A “can do” solutions orientation, supported by:

- eagerness to learn about TAA NA’s business and its competitive landscape;
- thoughtful, practical and creative problem-solving capabilities; and
- the proven ability to manage and deliver execution of detailed, responsive actions, timely and reliably.

Other desired attributes:

- The ability to grasp and facilitate business and financial objectives, both as a strategic contributor and as a “hands-on” lawyer, while providing objective, independent legal risk assessments and advice, consistent with Legal Team’s standards, and identifying alternative solutions where appropriate.
- Strong, proactive communications skills, including the demonstrated ability to translate into clear business terms and otherwise “demystify” complex legal concepts for less legally sophisticated client groups.
- Unquestioned integrity and ethics in business and personal conduct, including scrupulous respect for confidentiality in dealing with non-public, sensitive information.
- A proven track record of interacting well with, and influencing members of, business unit management teams.
- The experience and confidence to push for change and, when appropriate, to challenge the status quo, in a way that will be heard and respected.

Wolters Kluwer Tax and Accounting is one of four global operating divisions of Wolters Kluwer, serving customers around the world with expert information, solutions, software, and services in the area of law, business, and regulatory compliance, including 93% of the Fortune 500 companies. Customers of Wolters Kluwer Tax and Accounting include accounting firms of all sizes, tax professional business compliance professionals, corporate entities and government agencies.

Wolters Kluwer Tax & Accounting is a leading provider of software solutions and local expertise that helps tax, accounting, and audit professionals research and navigate complex regulations, comply with legislation, manage their businesses and advise clients with speed, accuracy, and efficiency.