



## Position Description

### **Title: In-House Legal Counsel**

**Reports to:** Chief Executive Officer (CEO)

**FLSA Status:** Exempt, Full Time

**Supervisory Responsibility:** N/A

### **POSITION SUMMARY:**

The In-House Counsel advises on legal and regulatory issues related to the development and implementation of Sequoia's business strategy, governance and compliance policies, data privacy and security, and general business matters. This role will serve a dual purpose of functioning as in-house counsel and as the lead on trust agreements related to policies and governance for health information exchange programs supported by The Sequoia Project and Carequality. This includes, but is not limited to, the trusted exchange framework and common agreement (TEFCA). This role will also advise regarding legal implications of CMS interoperability regulations, information blocking rules, and public policy related to interoperable exchange of health information in consultation with the Director of Policy. This individual will work with outside counsel in support of Sequoia and its portfolio of programs and services.

This position is remote.

### What is The Sequoia Project?

The Sequoia Project is a non-profit with a public service mission to advance the ability of health IT systems to interoperate to improve the health and welfare of people in the US.

### **ESSENTIAL FUNCTIONS:**

- Oversee and manage The Sequoia Project's legal affairs in coordination with Sequoia management.
- Provide corporate maintenance for The Sequoia Project and its affiliates, including annual corporate filings with the Virginia State Corporation Commission.
- Support the Board of Directors for Sequoia and its affiliates to update bylaws and articles of incorporation as needed over time.
- Prepare corporate governance materials prior to Board meetings and committee meetings as needed.
- Support contracting with third parties, including Sequoia's management services agreement (MSA) with its affiliates.
- Provide legal work under the Cooperative Agreement with ONC for the Recognized Coordinating Entity in support of TEFCA, including but not limited to:
  - Revisions to the Common Agreement;
  - Drafting and revisions to Standard Operating Procedures;
  - Review and input on the Qualified Health Information Network (QHIN) Technical Framework (QTF);



- Legal review of QHIN applications and advise regarding whether applicants satisfy eligibility criteria;
- Participate and advise regarding TEFCA governance; and
- Support the RCE in fulfilling its responsibilities under the Common Agreement.
- Work on Information Blocking Compliance programs and resources sponsored by Sequoia.
- Provide legal support to various work groups to research legal issues as they arise and work with management to frame issues for consideration by the work groups.
- Support the development of Sequoia Advisory Services as needed.
- Advise management on risk management activities and on employment legal matters.
- Work with management and staff to expand the company's customer base and service offerings.
- Draft and negotiate, in coordination with outside counsel as appropriate, contracts with customers and vendors.
- Coordinate with outside legal counsel that provides legal services to Sequoia and Carequality.
- Review and stay apprised of laws, rules, and regulations relating to health information privacy, security, and exchange.
- Participate in and support Sequoia's government relations activities.
- Perform or coordinate initial and periodic information privacy risk assessments and conduct related ongoing compliance monitoring activities in coordination with Sequoia's other compliance and operational assessment functions.
- Participate with management in the development, implementation, and ongoing compliance monitoring of all business associate agreements to ensure all privacy concerns, requirements, and responsibilities are addressed.
- Advise the company on compliance matters related to organizational privacy policies and procedures in coordination and collaboration with other similar functions.
- Maintain current knowledge of applicable federal and state privacy laws and accreditation standards and monitor advancements in information privacy technologies to ensure organizational adaptation and compliance.
- Other duties and special projects as required.

## **KNOWLEDGE, SKILLS, AND ABILITIES:**

- Knowledge of laws, legal codes, court procedures, precedents, government regulations, executive orders, and agency rules
- Ability to work in a highly dynamic, team-oriented environment, with strong interpersonal skills
- Excellent oral and written communication skills
- Solid knowledge of HIT, interoperability, and health information exchange
- Excellent analysis and writing skills
- Knowledge in and ability to apply principles of health information management, project management, and change management

## **EDUCATION, TRAINING AND EXPERIENCE:**

- Must be a licensed attorney in at least one state in the United States
- A minimum of 5-7 years of health law experience, to include prior experience in the private sector, preferably in the healthcare information technology industry



- Hands on experience drafting complex contracts and other types of agreements
- Demonstrated experience advising corporations on their day-to-day legal issues with respect to board operations, bylaws interpretation, conduct of meetings, and registration and filings
- Experience negotiating data network agreements
- Proficiency in MS Outlook, Word, Excel, PowerPoint, Teams, and SharePoint
- Experience with federal contracting including FAR and DFAR preferred
- Basic employment law experience preferred

#### **PHYSICAL AND MENTAL REQUIREMENTS:**

- Ability to work on a computer for extended periods of time to include typing and working on a computer monitor
- Ability to stand or sit for extended periods of time
- Extended working hours and travel may be necessary
- Occasional lifting of 15 to 20 lbs