



Associate General Counsel

Boston Office

About Social Finance

Our Mission

Social Finance is a 501(c)(3) nonprofit dedicated to mobilizing capital to drive social progress. We bring together uncommon partners—governments, investors, and nonprofits—around a common purpose: to measurably improve the lives of those most in need. Our intention is to strengthen the link between performance and payment—driving more funding toward programs that work – via Pay for Success applications.

What is Pay for Success?

Pay for Success (PFS) is a unique innovation in impact investing. It generates returns by creating efficiency in the way government deploys taxpayer funds—by investing in prevention and focusing on outcomes. In any PFS financing, every dollar of return directly represents a tangible measured unit of human impact. At the same time, it's a methodology for agreeing on the outcomes policymakers and communities choose to prioritize, and a reimagining of the social sector that focuses on results and rewards performance.

Our Services

Social Finance partners with governments, nonprofits, foundations, impact investors, and financial institutions to create innovative financing solutions to improve social outcomes. In the Pay for Success and Social Impact Bond market, our **Advisory Services, Social Investment, and Active Performance Management** teams support all phases of work, tailored to the needs of our partners. We are focused on developing a strong Pay for Success field through market education, publications, events, research and analysis. Most recently, Social Finance launched our **Public Impact Initiative**, which uses the full range of Pay for Success tools – like active performance management and innovative funding mechanisms such as outcomes rate cards – to help

governments design, fund and manage effective social services. Through the initiative, we unbundle the tools of Pay for Success to engage our partners and shift the focus to broader systems change within government.

Role and Responsibilities

The Associate General Counsel will be an integral part of the Social Finance team, with a wide array of responsibilities, including developing and contracting for social investment transactions while working alongside the General Counsel to oversee all corporate legal matters of Social Finance, Inc., subsidiaries and affiliates. Reporting to the firm's Vice President and General Counsel, the Associate General Counsel will also work closely with outside legal counsel across multiple firms and specialties. This opportunity is ideal for those who have solid transactional and finance experience, are excited to delve into other legal workstreams, and be entrepreneurial. This work will involve developing an organization from the ground up while shaping an evolving market at the same time.

Responsibilities

Social Investment Transaction Work

As a Pay for Success intermediary, SFI plays a key role in negotiating and reviewing Pay for Success contracts among public, private, and non-profit sector clients, in partnership with nationally-recognized pro or low bono counsel. The Associate General Counsel will assist the General Counsel in retaining, managing, and evaluating outside counsel for all transaction work. Additionally, this position will support deal teams during the contracting phase of deal development as they collaborate with both outside counsel and clients. Given SFI's role as intermediary, this will include developing the Pay for Success contract with the sponsoring government, as well as all ancillary supporting contracts. Subsequent financing documents will be based from these contracts. The role requires negotiating with stakeholders, drafting deal documents, reviewing financing documents by outside counsel, and making solutions-oriented recommendations in a new outcomes-focused contracting paradigm. Specifically, the Associate General Counsel will work with the General Counsel to:

- Draft and review Pay for Success contracts, as well as any ancillary agreements, in partnership with outside counsel
- Facilitate contract negotiations with all of the project's stakeholders
- Advise the deal teams on key contract terms and provide recommendations

- Collaborate with outside counsel to develop private placement memorandums, credit facility agreements, and ancillary financial agreements
- Draft and execute all entity formation agreements for social investment transactions
- Continue work on promoting standardized contracts nationally

Other Corporate Matters

In addition to the Social Investment transaction work, the Associate General Counsel will work with General Counsel to design and oversee a framework for handling all other corporate matters with a special emphasis on risk management and compliance for governing SFI, its affiliates and subsidiaries. This position will:

- Assist the General Counsel in overseeing the firm's ongoing compliance and management of any terms and conditions in Pay for Success and other contracts
- Support staff education on regulations and compliance and provide training on relevant legal matters
- Assist in drafting and reviewing all Request for Proposals (RFPs) to ensure that the final submission is in compliance with all standard terms and conditions
- Support the General Counsel in negotiating, writing, reviewing, and executing a wide range of legal agreements. Agreements can cover but are not limited to the following: advisory work consulting contracts, vendor contracts, leases, license and data sharing agreements, confidentiality agreements, and offers of employment
- Analyze legal issues relating to proposed products and advising staff on contract status, legal risks, insurance requirements and business terms of various deals
- Research and advise on unique legal issues impacting the organization by identifying applicable statutes, judicial decisions, and codes
- Review advertising and marketing materials to ensure compliance with legal requirements
- Analyze firm's insurance needs and optimize policies across subsidiaries and affiliates
- Oversee corporate governance and state and federal compliance for SFI and all sub-entities
- Identify, build and maintain relationships with peers from key partner agencies and across sectors
- Other duties as needed

Qualifications

We are looking for an entrepreneurial professional who has the flexibility and aptitude to take on additional duties that senior management deems appropriate. Candidate must have:

- JD required; license to practice law
- Three - seven years of experience working at a major law firm or equivalent in-house experience.
- Experience in corporate, finance, securities, structured finance, or public finance law
- Excellent communication skills; ability to translate new, complicated, or confusing concepts to unfamiliar and diverse audiences
- Advanced interpersonal skills and client-facing experience; ability to identify, build and maintain relationships across sectors that are integral to the firm and its mission
- Commitment to excellence and accuracy, with an ability to manage multiple competing priorities simultaneously, constructively express contrary points of view and seek consensus among strong, independent thinkers
- Demonstrated interest and knowledge of key issues in effective nonprofit management, social interventions, and/or impact investing (e.g. academic coursework, consulting projects, volunteer work, etc.)
- Capacity to work independently while contributing to team projects as appropriate
- Sense of humor and flexibility to regularly incorporate the feedback of others into work processes
- Nimbleness, ability to grow with a start-up social enterprise

Application

Send cover letter and resume to hire@socialfinance.org (Subject line: Associate General Counsel, Boston)

Review of applications will begin immediately. No phone calls please.

Social Finance, Inc. is an equal opportunity employer, and all qualified applicants will be afforded equal employment opportunities without discrimination because of actual or perceived race, color, national origin, sex, age, religion, disability, marital status, personal appearance, sexual orientation, gender identity or expression, political affiliation, or genetic information.