



## ASSOCIATE COUNSEL

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**Position Status:** Exempt  
**Reports To:** Department Leadership  
**Effective Date:** 03/07/24  
**Revised Date:**  
**Job Level:** P5

### POSITION SUMMARY

Under general direction, this position:

1. Conducts legal, regulatory, and healthcare related research and provides advice to Alliance leadership and staff
2. Coordinates and manages legal matters in collaboration with external counsel
3. Processes and negotiates complex contracts and acts as a contracts subject matter expert and resource to Alliance staff
4. Provides review and guidance related to subpoenas and other legal inquiries
5. Performs other duties as assigned

### RESPONSIBILITIES

1. Conducts legal, regulatory, and healthcare related research and provides advice to Alliance leadership and staff, with duties including but not limited to:
  - Conducting legal research and analysis of relevant state and federal statutes and regulations, contractual provisions, and other requirements with which the health plan must comply
  - Conducting research on a wide variety of issues, such as evaluating pending or new state and federal legislation to determine impact on operations, policies, and procedures
  - Conducting comprehensive review and analysis of changes in state contracts, All Plan Letters, and other regulatory and sub-regulatory guidance, including comparing proposed language to relevant regulations and statutes
  - Staying informed of and assessing potential legal risks related to state and federal legislative and regulatory changes and assessing and articulating organizational risk tolerance
  - Preparing written summaries related to new and existing laws and regulations and preparing executive briefings on legal issues
  - Providing counsel internally on health care laws, privacy laws, security laws, and legal issues related to the health plan's Department of Health Care Services (DHCS) contract, Knox-Keene obligations, and other relevant requirements
  - Working closely with Compliance Department staff on regulatory issues and providing input and guidance to Compliance Department staff and internal stakeholders related to compliance and public law requirements
  - Providing support to the Chief Executive Officer and Government Relations Director related to Board activities, such as reviewing conflicts of interest and Brown Act questions
2. Coordinates and manages legal matters in collaboration with external counsel, with duties including but not limited to:
  - Working with outside legal counsel on contract disputes and related litigation matters
  - Coordinating with outside counsel on litigation-related activities, including conducting research and reviewing the Alliance's litigation strategy pertaining to active legal affairs

- Facilitating cross-disciplinary legal matters in collaboration with internal stakeholders and external counsel
  - Coordinating and managing legal matters, including receiving communications, compiling preparing, and sending documentation, and preparing questions for outside counsel
  - Coordinating with the Legal Services Director to weigh input from multiple sources and the impact of potential decisions and courses of action
3. Processes and negotiates complex contracts and acts as a contracts subject matter expert and resource to Alliance staff, with duties including but not limited to:
- Processing and tracking complex contracts from creation through final execution, including drafting, reviewing, redlining, negotiating with third parties, and finalizing agreements
  - Independently negotiating provisions of a variety of healthcare, business, and commercial contracts and contract amendments with vendors, contractors, and subcontractors
  - Providing legal analysis and review of contract provisions to ensure the language is compliant with applicable laws, regulations, and legal obligations of the organization
  - Acting as a subject matter expert and resource to Alliance staff regarding contract processing policies and procedures
  - Reviewing contracting and compliance related questions and providing legal advice
  - Assessing and evaluating legal risks and liability when negotiating contracts and informing and advising appropriate Alliance staff and leadership of any associated risks
  - Collaborating with individual internal stakeholders to provide guidance on the application of Alliance contracting policies and procedures and communications with external parties regarding contractual inquiries
  - Working with contract owners to manage vendor performance related to contract requirements
  - Providing support to Administrative Contracts and Provider Services Contracts staff, including answering contracting questions, assessing vendor and provider contracts and redlines, and reviewing compliance with federal and state privacy laws and regulations
  - Conducting legal, contractual, and regulatory research to inform contractual development and interpretation
  - Informing internal and external parties of legal implications of various contract provisions
  - Conducting audits of plan documents to ensure documentation accurately reflects contractor status
  - Running standard reports to support ongoing audit and oversight of the Alliance contracting function
  - Representing the department at meetings and participating as a member of committees and work groups, as assigned
  - Assisting Contracts Unit leadership with contract program activities, such as updating program documents to conform with new laws, regulations, and Alliance business practices
  - Independently developing presentation and training content, making presentations, and formally and informally training internal staff on the Alliance's contracting policies and procedures
  - Assisting with orienting, training, and mentoring Contracts Analysts
4. Provides review and guidance related to subpoenas and other legal inquiries, with duties including but not limited to:
- Reviewing and coordinating the health plan's response to subpoenas to ensure compliance with legal requirements
  - Participating in the review of and response to Public Records Act requests, court orders, and other requests for organizational documents

- Ensuring that all documents provided in response to subpoenas and legal inquiries are provided in an appropriate and timely manner
- Acting as a resource for and providing guidance to staff responsible for gathering documents in response to subpoenas and other legal inquiries

5. Performs other duties as assigned

## EDUCATION AND EXPERIENCE

- Juris Doctorate degree from an accredited law school, admitted to and in good standing with the State Bar of California, and possession of an active license to practice law in California
- A minimum of four years of experience as a practicing health care attorney or contracts attorney which included a minimum of three years of experience performing research and analysis of legal, statutory, and regulatory information in a health care environment; or an equivalent combination of education and experience may be qualifying

## KNOWLEDGE, SKILLS, AND ABILITIES

- Thorough knowledge of health care laws
- Thorough knowledge of and proficiency in research, analysis, and reporting methods
- Working knowledge of Knox-Keene Health Care Service Plan Act and Regulations, Affordable Care Act, Health Insurance Portability and Accountability Act (HIPAA), Federal requirements pertaining to the Medicare and Medicaid programs, Stark Law, and False Claims Act
- Working knowledge of state regulatory agencies, such as DHCS, Centers for Medicare and Medicaid Services (CMS), and Department of Managed Health Care (DMHC)
- Working knowledge of the regulatory requirements for public agencies in the delivery of health care services
- Working knowledge of Medi-Cal, Medicaid, and/or Medicare rules and regulations
- Working knowledge of the principles and practices of contract negotiation and review, including the methods, tools, and techniques associated with contract development, review, implementation, and management
- Working knowledge of the principles and practices of customer service
- Working knowledge of and proficiency with Windows based PC systems and Microsoft Word, Excel, Outlook, and PowerPoint
- Some knowledge of formal Request for Proposal procedures
- Ability to provide prudent legal recommendations and counsel to executive team members
- Ability to develop legal strategies and objectives, analyze case law, and make recommendations
- Ability to perform risk assessment, anticipate and respond to risks, and provide risk mitigation support
- Ability to collaborate with external third-party counsel
- Ability to provide advice and perform legal research related to regulatory issues, provider and vendor contracting, and general healthcare compliance matters
- Ability to independently negotiate contract provisions within scope of assigned authority and prepare, proofread, and edit contracts
- Ability to analyze and interpret legal, regulatory, and contractual language, policies, procedures and guidelines, and legislative and regulatory directives
- Ability to manage multiple projects simultaneously, organize work, respond to changing priorities, and achieve goals and timelines in a high-volume environment
- Ability to identify issues, conduct research, gather and analyze information, reach logical and

sound conclusions, offer recommendations and potential consequences, resolve problems in a timely manner, and recognize issues requiring escalation to department leadership

- Ability to effectively, clearly, and independently document, summarize and resolve complex issues
- Ability to review, guide or provide a response to legal inquiries, including subpoenas
- Ability to assist with the development of policies and procedures
- Ability to act as a technical resource and interpret, explain, and apply complex laws, regulations, policies, processes, and procedures related to area of responsibility
- Ability to prepare written reports, oral reports, correspondence, training materials, and other program documents
- Ability to develop recordkeeping systems and maintain organized and accurate records
- Ability to present information, data and results in a clear and understandable manner utilizing methods appropriate to various forums
- Ability to make presentations and adjust communication style in order to facilitate collaboration and understanding
- Ability to assist with the orientation, training, and mentoring of other staff
- Ability to provide leadership, facilitate meetings, and guide staff in the resolution of issues
- Ability to foster effective working relationships, influence others, and build consensus with individuals at all levels in the organization
- Ability to demonstrate a collaborative management style, build rapport, influence a diverse set of internal and external stakeholders, and effectively manage internal and external business relationships
- Ability to develop and conduct training and presentations related to Legal Services and Administrative Contracting functions
- Ability to work independently and make decisions related to areas of functional responsibility

#### DESIRABLE QUALIFICATIONS

- Working knowledge of the managed care industry and policy issues impacting managed care
- Working knowledge of health plan operations
- Working knowledge of County Organized Health Systems plan structure and operations

#### WORK ENVIRONMENT

- Ability to sit in front of and operate a video display terminal for extended periods of time
- Ability to bend, lift and carry objects of varying size weighing up to 10 pounds
- Ability to work effectively in a remote work environment
- Ability to travel to different locations in the course of work

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*This position description, and all content, is representative only and not exhaustive of the tasks that an employee may be required to perform. Employees are additionally held responsible to the Employee Handbook, the Alliance Standard Knowledge, Skills and Abilities and the Alliance Code of Conduct. The Alliance reserves the right to revise this position description at any time.*