

**BOARD OF TRUSTEES
UNIVERSITY OF THE DISTRICT OF COLUMBIA
UDC RESOLUTION NO. 2019 - 41**

SUBJECT: APPROVAL OF THE EXTENSION OF THE EXECUTIVE APPOINTMENT OF AVIS M. RUSSELL AS ACTING GENERAL COUNSEL OF THE UNIVERSITY OF THE DISTRICT OF COLUMBIA

WHEREAS, pursuant to the authority of the Board of Trustees (the "Board") under D.C. Official Code §38-1202.06(10) and in accordance with 8B DCMR §200 et seq., the Board has the responsibility to approve the appointment and compensation of the academic and administrative heads of each of the components of the University of the District of Columbia (the "University") and of such other officers as it deems necessary, including legal counsel, subject to the provisions of Chapter 6 of Title 1 of the D.C. Code; and

WHEREAS, pursuant to D.C. Code §1-608.53(f), the General Counsel of an independent agency shall serve at the pleasure of the agency head; and

WHEREAS, pursuant to 8B DCMR §210.1, the President is authorized to make executive appointments to designated positions in the Educational Service; and

WHEREAS, pursuant to 8B DCMR §210.2, each person selected for an executive appointment shall be qualified based on the description of their position and their roles and responsibilities and shall be approved by the Executive Committee; and

WHEREAS, pursuant to 8B DCMR §213.2, compensation of appointees with acting status shall be determined in accordance with the provisions of 8B DCMR §§208, 210, 211, 212, and

WHEREAS, pursuant to 8B DCMR §208.1, the Board determines compensation for administrators and non-administrators at Grade 1A and above, upon recommendation of the President through the Executive Committee or appropriate committee as determined by the Board Chair; and

WHEREAS, pursuant to 8B DCMR §213.3, the President may seek approval of an extension of the acting status for an executive appointment where additional time is needed to make a permanent appointment; and

WHEREAS, Avis Marie Russell has served as the Acting General Counsel of the University of the District of Columbia since November 1, 2018 and the extension of the acting appointment will provide stability to the Office of General Counsel and to the handling of the legal affairs of the University; and

WHEREAS, Ms. Russell is well-qualified for such position and that the recommended compensation adequately reflects the responsibilities of the position and Ms. Russell's experience;

NOW, THEREFORE, BE IT RESOLVED that the Board of Trustees of the University of the District of Columbia approves the extension of the acting appointment of Avis Marie Russell as

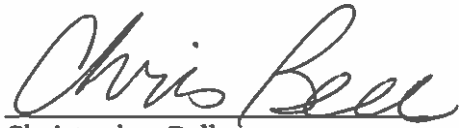
the Acting General Counsel of the University of the District of Columbia effective November 1, 2019.

Approved by the Executive Committee:

September 10, 2019

Ratified by the Board of Trustees:

September 10, 2019

A handwritten signature in cursive script that reads "Chris Bell". The signature is written in black ink and is positioned above a horizontal line.

Christopher Bell
Chairperson of the Board



Ronald F. Mason, Jr.
President

To: UDC Executive Committee
UDC Board of Trustees

From: Ronald F. Mason, Jr. 
President

Date: September 4, 2019

Subject: Justification for Extension of Acting Appointment for Avis Marie Russell, Acting General Counsel

Pursuant to DCMR 8B §213.3, this memorandum serves as the request to extend the acting status of Avis Marie Russell as Acting General Counsel for the University of the District of Columbia for one (1) year or until the permanent appointment of a General Counsel. Ms. Russell was appointed as Acting General Counsel on November 1, 2018, and has provided exemplary service to the University.

One of the objectives expressed in The Equity Imperative is to empower the University to be a leader in public higher education. The Equity Imperative acknowledges the need to provide for the future health and stability of the University. An element of meeting this objective is ensuring the continuity of effective leadership in the Office of the General Counsel.

During the time Ms. Russell has served as Acting General Counsel, she has been an engaged member of the President's Cabinet. She has a collaborative approach to handling legal matters and regularly communicates with stakeholders. She participates in and encourages her staff to participate in the life of the University. Ms. Russell has already had a significant impact by assuming management responsibility for the Office of Compliance and Risk Management; serving as the Chief Ethics Officer; establishing an intake process for Title IX complaints; developing guidelines for outside counsel; creating templates for various contract documents; and, providing training to faculty and students.

At the time of the request to appoint Ms. Russell Acting General Counsel, the Board was informed that she had the requisite academic credentials, demonstrated expertise and considerable experience to lead the Office as the Acting General Counsel. Specifically, Ms. Russell has had an outstanding legal career

Ms. Russell has managed small and large legal staffs and outside counsel handling a variety of substantive legal matters. She has had responsibility for budgets for legal office operations, and she has held positions where she reports to both the Chief Executive and the governing board. (Resume is attached)

Ms. Russell is indeed highly qualified and well-suited to serve as Acting General Counsel for the University of the District of Columbia. The extension of this acting assignment will provide stability to the Office of General Counsel and the University during the recruitment for the permanent appointment of a General Counsel. I am confident that Ms. Russell will continue to have a positive impact on the University's legal operations.

AVIS MARIE RUSSELL

ATTORNEY

CITY ATTORNEY | EXECUTIVE COUNSEL | GENERAL COUNSEL | CHIEF COMPLIANCE OFFICER

Proactive and collaborative chief legal advisor reporting directly to the General Manager for 6 years and Mayor for 8 years and advising and working closely with the Board of Directors, City Council and executive team. Provides strategic leadership and guidance on a wide range of complex legal, business and policy issues to move organizations towards their strategic initiatives. Demonstrated success leading, managing, motivating and mentoring legal in-house teams. Managed outside counsel and reduced outside legal spend.

PROFESSIONAL EXPERIENCE

ACTING GENERAL COUNSEL

University of the District of Columbia

Nov 2018 – Present

Serves as chief legal advisor to the President, Board of Trustees and all University departments, is a member of the Executive Cabinet. Responsible for the legal affairs of the University. Manages in-house and outside counsel.

ASSOCIATE GENERAL COUNSEL

University of the District of Columbia

Oct 2018 – Oct 2018

Responsible for providing legal advice to the President, Board of Trustees and all University departments. Managed in-house and outside counsel and handled the legal affairs of the University.

VP - CHIEF COMPLIANCE OFFICER

Parsons

Jan 2013 - Feb 2018

Washington, D.C.

First chief compliance officer. Developed programs to ensure compliance with laws, rules, regulations and company's own internal policies and procedures. Identified and addressed compliance risks as the company evolved its business strategy and expanded into international markets.

VP - DIRECTOR OF CONTRACTS AND PROCUREMENT

Parsons

Mar 2011 - May 2013

Washington, D.C.

Managed contract and procurement teams and budget. Supported Parsons global business units including contract formation, contract administration, claims and procurement.

GENERAL COUNSEL

District of Columbia Water and Sewer Authority

Jul 2004 - Oct 2010

Washington, D.C.

Served as chief legal advisor to the General Manager, the Board of Directors and all departments of the Authority and a member of the executive team. Represented the Authority, managed and coordinated all legal affairs and provided guidance on strategic and operational objectives. Hired and directed the work of a team of in-house and outside counsel responding to a wide range of legal matters and litigation including regulatory compliance, contracts, procurement, employment, tort law and intellectual property. Appeared before legislative bodies and prepared congressional testimony. Developed crisis management plan and managed internal and external communications. Managed department budget, increased in-house counsel staff and reduced outside counsel spend.

INTERIM GENERAL MANAGER

District of Columbia Water and Sewer Authority

Jul 2009 - Oct 2009

Washington, D.C.

Chief executive reporting to the Board and managing the daily operations and performance of the Authority that provides retail water and sewer collection services to the District of Columbia and wastewater treatment

services to the region serving a population of over 2 million. Led revision of the budget process to increase transparency of the Authority's budgetary needs.

EXECUTIVE COUNSEL TO THE MAYOR

Sep 1999 - Jun 2002

City of New Orleans, Office of the Mayor

New Orleans, LA

Chief advisor to the Mayor. Negotiated public/private partnerships for major projects. Secured federal funding for key economic development projects. Set strategic direction, provided leadership and oversaw process for the management and operation of the City's public water and wastewater utility.

CITY ATTORNEY

May 1994 - Sep 1999

City of New Orleans, Department of Law

New Orleans, LA

Chief legal advisor to the Mayor, Council, and city departments, offices, agencies, boards and commissions. Represented the City, managed and coordinated all legal affairs and provided guidance on strategic and operational objectives. Managed outside counsel and a team of 50 in-house counsel. Conducted regular meetings with and provided training sessions for team. Testified at hearings, discussed legal matters at press conferences and reviewed press releases pertaining to legal, policy and regulatory matters.

PARTNER

Sep 1990 - May 1994

Simon, Peragine, Smith & Redfearn

New Orleans, LA

Civil litigation in state and federal trial and appellate courts, including construction, contracts, environmental law, insurance defense and product liability.

COMMISSIONER AND JUDGE AD HOC

Nov 1984 - Sep 1990

Civil District Court For Orleans Parish

New Orleans, LA

Heard non-jury cases involving complex and multi-party litigation including construction, personal injury, contract, product liability, oil and gas and commercial litigation referred by the district court judges. Prepared written reasons, including finding of facts, conclusions of law and recommended judgments.

PARTNER

Jan 1985 - May 1986

ASSOCIATE

May 1983 - Dec 1984

Fine, Waltzer & Bagneris

New Orleans, LA

General practice of civil law and litigation. Advised and negotiated contracts for business and corporate clients.

DEPUTY CITY ATTORNEY

Nov 1982 - Apr 1983

ASSISTANT CITY ATTORNEY

Jan 1981 - Oct 1982

City of New Orleans, Department of Law

New Orleans, LA

Civil litigation primarily personal injury involving wrongful death and serious injury claims. Represented City in administrative hearings pertaining to employment issues. Supervised attorneys handling litigation and administrative matters. Handled contract negotiations including the purchase of the public transportation system from New Orleans Public Service, Inc. and agreements between the City and the Regional Transit Authority.

ASSOCIATE

Oct 1979 - Feb 1981

White & Jones

New Orleans, LA

General practice of civil law and litigation. Advised and negotiated contracts for business and corporate clients.

BAR ADMISSIONS & MEMBERSHIPS

- District of Columbia
- Louisiana
- United States Supreme Court

Avts Marie Russell

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- United States Court of Appeal, Fifth Circuit
- United States District Court, Eastern District of Louisiana

EDUCATION

TULANE UNIVERSITY LAW SCHOOL

New Orleans, LA

J.D., 1979

Hale Boggs Scholarship Recipient; President, Black Law Students Association

WELLESLEY COLLEGE

Wellesley, MA

A.B., Political Science, 1976

PROFESSIONAL & VOLUNTEER HIGHLIGHTS

- Member, Board of Trustees, United Way of Southeast Louisiana
- Member, Board of Trustees, Family Service of Greater New Orleans
- Member, Board of Trustees, Genetic Disease Society
- Board of Governors, Louisiana State Bar Association
- Chair, Minority Involvement Committee, Louisiana State Bar Association
- Louisiana Supreme Court Task Force on Racial and Ethnic Fairness in the Courts
- Outstanding Inside Counsel of the Year, Commercial Law Section, National Bar Association
- Board of Governors, At Large, National Bar Association
- Regional Director, National Bar Association
- Chair, Partners in Majority Firms Division, National Bar Association
- Chair, Resolutions Committee, National Bar Association
- Chair, Continuing Legal Education Committee, National Bar Association
- Vice Chair, Tort Trial & Insurance Practice Section, American Bar Association
- Panel of Arbitrators, American Arbitration Association
- Adjunct Professor, Trial Techniques, Emory University School of Law & Tulane University Law School
- Delta Sigma Theta Sorority, Incorporated
- The Links, Incorporated
- Jack and Jill of America, Inc.



University of the District of Columbia Job Classification Description

Job Title: General Counsel
FLSA: Exempt
Occupational Series/Pay Plan/Grade: AD301/0058/Grade 01A
Union Status: Non-Union
Job Code: 700343

GENERAL DESCRIPTION OF THE JOB

As the Chief Legal Officer, the General Counsel provides advice and counsel to the University stakeholders on all legal matters, and directs the activities of outside counsel working on behalf of the University. The General Counsel reports to the President with a dotted line to the Board.

ESSENTIAL DUTIES & RESPONSIBILITIES

1. Provides legal consultation to the Board of Trustees (BOT), the President and other officers and officials of the University. Analyzes legal problems, conducts legal research and interprets current and proposed District and Federal laws which impact on the University of the District of Columbia (UDC) Policies, plans and actions. Provides answers on questions of legal interpretation.
2. Represents the Board of Trustees, the University, the President, Officers and employees of the university (subject to conflict of interest restrictions) as attorney of record in litigation in Federal trial and appellate courts, the D.C. Superior Court, the D.C. Court of Appeals, and as necessary, in other jurisdictions. When the District of Columbia is a party litigant, coordinates litigation actions with the Office of the Attorney General or other counsel.
3. Performs sophisticated legal research, investigations and analysis with regard to a wide range of legal, legislative, policy, administrative and institutional matters. Prepares related court pleadings, legal memoranda and other papers for filing in litigation and administrative matters. Provides oral and written reports and recommendations on findings and outcomes to the BOT and President or directly to other officials of the University or the District government. When appropriate, makes recommendations for action and implementation.

4. Conducts review and analysis of recommendations and actions that result from policy and legal reviews and other internal and external issues, investigations and inquiries. Provides oral and written reports to the President concerning findings and outcomes.
5. Accompanies and advises the BOT and President at selected meetings with top representatives of the District and Federal governments and legislative bodies to clarify positions and opinions on legal matters. Conducts extensive research, prepares position memoranda, and, as requested by the BOT and/or President, articulates the University's position.
6. Reviews and analyzes existing and proposed administrative and institutional policies and procedures for legal sufficiency to ensure consistency with laws and rules of the District of Columbia with the existing policies, rules, and procedures of the University, and with priorities established by the BOT and the President. Provides oral and written reports to the BOT and President including appropriate recommendations for amendments.
7. Establishes and maintains a case file of legal opinions and laws affecting higher education.
8. Reviews all major negotiated contracts for legal sufficiency and technical form. Reviews all leasing and property acquisitions contracts proposed and entered into by the University.
9. Responsible for the representation of the university (including the Board of Trustees, the President, Officers and employees of the university subject to conflict of interest restrictions) in administrative proceedings and District agencies (including the Office of Employee Appeals, the Public Employee Relations Board (PERB) and the Office of Human Rights) and Federal agencies (including the Department of Labor, the Occupational Safety and Health Administration, the Environmental Protection Agency and the Equal Employment Opportunity Commission).
10. Collaborates with the Vice President of Human Resources and other officers of the Administration in the development of labor management policies and procedures that take into account legal implications and provides for legal representation of the University in labor negotiations.
11. Recommends the retention of outside Counsel on selected matters; monitors and evaluates their performance and approves or seeks adjustment of their billings.
12. Supervises the legal and support staff assigned to the Office of the General Counsel.

13. Oversees the supervision of personnel to achieve peak productivity and performance. Sets priorities for timely completion of assignments and special projects.
14. Reviews and advises the BOT on contract and other matters related to the employment of the President and the Administration.
15. Responsible for working with all units of the University including the BOT and President to ensure awareness and compliance with University regulations and guidelines, District and Federal law and terms of any legal written agreement.
16. Responsible for receiving, evaluating and responding to FOIA requests as appropriate and required by law.
17. Serves as the Ethics Officer for the University.

OTHER DUTIES:

1. Establishes and implements short and long range organizational goals, objectives, strategic plans, policies and operating procedures; monitors and evaluates programmatic and operational effectiveness and affects changes required for improvement.
2. Oversees compliance with lease agreements.
3. Performs other related duties as assigned.

MINIMUM JOB REQUIREMENTS:

1. J.D. from an accredited U.S. law school.
2. At least ten (10) years of broad legal experience.
3. Must be a current member, in good standing, of the DC Bar, or must become a member within three (3) months of assuming the position.
4. Experience managing the legal and governance issues of an institution of higher education or a large corporate or government enterprise.

Special Qualifications

The incumbent must be an active member, in good standing, with the Bar of the District of Columbia qualified to appear as counsel of record before local and federal trial and appellate Courts of the District of Columbia with recent experience in the conduct of litigation and administrative proceedings.

REQUIRED COMPETENCIES

- Expert knowledge and skill analyzing and resolving conflicts in policy, program objectives or problems that may occur in very complex or controversial transactions or negotiations. Ability to perform and direct effective negotiations and competitive bidding procedures.
- Knowledge of District (PERB) rules and regulations.
- Successful negotiating skills with a wide variety of stakeholders.
- Operational knowledge of the mission, goals and objectives of the University of the District of Columbia and its components, the Council of the District of Columbia and other District and Federal agencies.
- Knowledge of Federal and District laws, regulations, policies and procedures applicable to educational institutions, in general, and the University of the District of Columbia in particular.
- Knowledge of the policies, procedures and practices of the Board of Trustees and the University of the District of Columbia.
- Ability to analyze and apply the laws, regulations, rules, policies and procedures that govern University operations.
- Working knowledge of the rules and procedures of the Federal and District of Columbia courts and of the Federal and District of Columbia administrative hearing bodies, including working knowledge of the conduct of legal proceedings before these bodies.
- Working knowledge of legal research procedures and resources, as well as the ability to generate substantial, substantive legal memoranda, pleadings and other legal papers based on that research.
- Ability to communicate with clarity and precision, orally and in writing. Experience preparing legal briefs, executive reports and making oral presentations. Ability to interact with various levels of staff and the principals and staff of other governmental bodies, particularly, senior level administrators and executives.

STANDARDS & EXPECTATIONS:

Expectations of the job:

Work consists of legal representation, provision of legal advice and recommendations, research, investigation, review and analysis of a wide range of administrative and institutional matters that potentially impact on administrative decisions made and those that will be made. The incumbent is required to use sound judgment, initiative and tact in handling sensitive and confidential matters of a non-routine nature. The duties of this position have a great impact on the operations of the university.

The University is continually in the public eye, and is subject to an unusual degree of attention. Recommendations are designed to facilitate program achievement. The incumbent has frequent contact with the President, cabinet members, and other administrators of the University. In addition, the incumbent has routine contact with various levels of staff within all levels of the University.

The incumbent has recurring contacts with board members, council members and their respective staffs, officials of the District Government, senior officials from government, officials and staff of local community-based organizations and officials, staff and attorneys representing associations, universities, private establishments and others.

Contacts are established to gather, exchange, and disseminate information; explain decisions and issues; establish channels of communications; provide briefings on legal matters; conduct litigation and other adversarial matters and to generally conduct the legal business of the university. Contacts are also for the purpose of interpreting regulations and guidelines and gaining approval.

Development and Counseling:

The incumbent is expected to participate in activities that will help in the development of his/her career, and help in the performance of the job. Employee may seek counseling from the immediate supervisor.

Training:

Training is available to help improve skill and knowledge level, and for updates on the latest techniques, methods and theories that are being used in the industry. The University provides all training required by OSHA to ensure employee safety.

Physical Demands:

Normal physical dexterity is required. The work is sedentary. Typically, the incumbent may sit comfortably to do the work. However, the work requires carrying of light items such as books and papers, local traveling to various work sites. Work is divided between an office setting and visits to other internal and external units.

Knowledge of UDC Rules and Regulations:

Guidelines include the policies of the Board of Trustees, University rules, the internal guide of the University General Counsel, the directives of the President, as well as pertinent local and federal laws, regulations, policies and procedures. Litigation guidelines include pertinent Federal and Local court rules of procedure. Guidelines consist of general administrative and operational policies, manual directives and regulations, program goals and objectives, management, organization and policy theories.

Note: The University reserves the right to change or reassign job duties as provided in policy and negotiated agreements.

The University of the District of Columbia is an Equal Opportunity Employer (EOE).

Revision Date: 10/2018



Fiscal Impact Statement

TO: The Board of Trustees
FROM: Managing Director of Finance *David A. Franklin*
DATE: September 4, 2019
SUBJECT: Extension of the Executive Appointment of Avis M. Russell

Conclusion

It is projected that there are sufficient unrestricted funds in the budget allocation of the University of the District of Columbia's FY2020 budget to cover the cost of the salary and benefits associated with the extension of the executive appointment of Avis M. Russell as Acting General Counsel.

Background

The proposed resolution is to extend the executive appointment of Avis M. Russell as Acting General Counsel for the University of the District of Columbia for one (1) year or until the permanent appointment of a General Counsel. Ms. Russell was appointed and has served effectively as Acting General Counsel since November 1, 2018.

Financial Impact

The salary for this extension of executive appointment will be Grade 1A, Step 10 on the non-union administrative salary schedule, paying \$179,957 per year. The employee will continue to be fully eligible for cost of living increases in accordance with applicable University policy. She will also continue to be eligible for and may participate in University of the District of Columbia health insurance, life insurance, retirement, and disability programs in the same manner and under the same conditions as regular administrative employees hired on or about the date of her initial appointment. The University will contribute the equivalent of seven percent (7%) of the employee's salary to her Teacher Insurance Annuity Association (TIAA) retirement. The employee leave accrual rates are as follows: annual leave accrual of seven (7) hours per pay period and sick leave of four (4) hours per pay period.

This request has been approved based upon the information provided. There are no anticipated risks at this time.