

Job Description

Job Title: Paralegal – Exempt Organizations

Effective Date: May 2021

Department: Paralegal Department

FSLA Status: Non-Exempt

Office: San Francisco

Job Status: Regular, Full-time

Reporting Relationship

Reports to the Director of Legal Services and to the Practice Group Leader(s) of the group(s) to which the Paralegal is assigned; works under the direction of attorneys on assigned cases. Senior Paralegals may also delegate assignments and provide guidance to Paralegals as appropriate.

Basic Function

Under the general supervision of an attorney, Paralegals support the delivery of quality legal services to clients by performing tasks that require substantive knowledge regarding the matters to which they are assigned. Representative duties include formation, tax-exemption, corporate governance, maintenance of corporate records, minute books and stakeholder contact lists, drafting memos, correspondence, corporate documents, conveyance and loan documents, charitable solicitation registrations, due diligence, restructurings, dissolutions, mergers, resolution of compliance and regulatory matters with various state and federal agencies and communicating with attorneys and clients regarding factual and organizational issues.

Paralegals have mastered the duties that are performed by Case Clerks in their assigned practice area(s). Paralegals may delegate certain tasks to Case Clerks as appropriate and feasible, providing guidance and mentorship to ensure that the work meets the firm's standards.

Essential Functions

Essential functions include the following. Regular and predictable attendance is an essential function of the job.

1. Formation/Incorporation and Organization of Nonprofit and Tax-Exempt

Corporations: Checks availability and reserves corporate name. Drafts articles of incorporation, including drafting of purpose clauses and other special provisions. Files articles, and records or publishes same, as required, and takes other action required for incorporation under state law. Drafts organizational documents, including charitable trust instrument, bylaws, notices and minutes, or consent, of meetings, subscription agreements, and banking resolutions. Drafts and files various federal and state forms, including: Application for Employer Identification Number, Application for federal and state tax exemption applications, Application for Organizational Clearance Certificates and property tax exemption applications, Application for City Sales Tax License, Appropriate licenses to operate specific businesses.

2. **Ongoing Corporate Matters:** Assists attorney in drafting various agreements, including Employment agreements. Drafts and files documents to amend the corporate charter. Prepares and files annual reports with state authorities. Drafts special minutes for corporate activities requiring the approval of shareholders, partners, members and/or directors. Assists with liquidations and dissolutions, including: Drafts plans and/or resolutions of liquidation or dissolution; Drafts and files statement of intent to dissolve articles of dissolution or other required state forms to effect dissolution; Drafts and files state and federal tax liquidation or dissolution forms; Drafts documents in connection with the distribution of corporate assets; Prepares bills of sale.
3. **Corporate Qualifications:** Drafts and files qualification papers and takes other action required for qualification under state law and to qualify domestic corporation in foreign jurisdictions. Drafts and files with state authorities various documents, including; Annual reports; Amendments to qualification papers or charter documents; Withdrawal papers. Obtains existence and good standing information from various states.
4. **Corporate Mergers and Acquisitions:** Drafts closing checklists and closing memorandum. Drafts appropriate certificates and other closing documents. Prepares closing files.
5. **Formation of General and Limited Partnerships and Limited Liability Companies:** Assists in qualifying limited partnership and foreign limited partners. Files trade name documents and take other required statutory actions.
6. **Cooperates with Team Efforts:** Demonstrates effective teamwork and provides assistance to other Paralegals as time permits. Works cooperatively and collaboratively with other departments and individuals in the firm. Attends Paralegal Department meetings, as well as Practice Group meetings in the appropriate practice area.
7. **Productivity:** Prepares and submits time sheets on a timely basis. Paralegals are expected to log 1640 client-billable hours per year. Time logged to certain assigned practice development and *pro bono* matters may be credited towards this billable hour requirement. Paralegals are expected to work overtime as required.
8. **Professional Development:** Paralegals are responsible for complying with the continuing education and other requirements set forth in the California Business and Professions Code, Section 6450 *et seq.* Paralegals are required to complete a self-evaluation and a professional development plan each year, using the Professional Development Checklist as a guide.
9. **Other:** Prepares correspondence as needed. Prepares billing memorandum narratives. In class action cases, monitors general status of class members and coordinates class-action correspondence. Performs other related duties as assigned.

Qualifications and Requirements

To perform this job successfully, an individual must be able to perform each essential duty satisfactorily. The requirements listed below are representative of the education, experience, skills, knowledge and abilities required. Reasonable accommodations may be made to enable individuals with disabilities to perform the essential duties. Paralegals must meet the qualifications set forth in the California Business and Professions Code, Section 6450 *et seq.*

- **Education:** Bachelor's Degree required. A certificate from an ABA-approved Paralegal training program shows a commitment to the profession but is not required and does not take the place of case clerk/paralegal work experience.
- **Experience:** Paralegals are required to have at least two years of experience as an exempt organization/corporate Case Clerk or entry-level exempt org/corporate Paralegal. Prior exempt organization experience at a law firm or in-house is required.
- **Knowledge, Skills and Abilities:**
 - Demonstrated knowledge of the procedures, terminology and documents relating to corporate matters.
 - Strong organizational skills, interpersonal skills, and attention to detail.
 - Proficiency in the use of Microsoft Office software (Word, Outlook, Excel), and corporate forms systems.
 - Excellent analytical skills and the ability to understand and summarize case-related documents.
 - Excellent communication skills, both written and verbal.
 - Ability to work effectively within a team environment and to work proactively.
 - Strong time management skills and the ability to work under pressure in a fast-paced environment; ability to coordinate multiple tasks concurrently.
- **Level:** This position works under general supervision and exercises a moderate to advanced level of discretion and independent judgment.
- **Physical Demands:** The physical demands described here are representative of the requirements that must be met by an employee to successfully perform the essential functions of this job. Reasonable accommodations may be made to enable individuals with disabilities to perform the essential functions. While performing the duties of this job, the employee is regularly required to use hands to handle or feel objects, tools or controls; use a computer keyboard and mouse; use a telephone; reach with hands and arms; talk and listen. The employee is frequently required to walk and sit, as well as to lift and carry objects such as books and files weighing up to 40 pounds. The employee is occasionally required to stand, stoop or kneel. Specific vision abilities required by this position include close vision and the ability to adjust focus.
- **Work Environment:** The work environment characteristics described here are representative of those an employee encounters while performing the essential functions of



this job, including moderate noise level, an indoor temperate environment, and light levels that are bright and conducive to minimal eye strain, typical for an office environment.

Scope of Job Description and Modifications

This job description intends to describe the general nature of the job and does not represent that all such duties will be performed by all individuals who hold the job. This job description does not limit the tasks that an employee may reasonably be requested to perform and in no way alters the firm's at-will employment policy. Changes to this job description may be made at the discretion of the firm. Any substantive revisions to this job description require the approval of the Director of Human Resources.

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