

Position and Candidate Specification



Cornell University

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Vice President and General Counsel

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Cornell University is pleased to announce the national search for its next Vice President and General Counsel. Cornell University is unique within the Ivy League because it is both a privately endowed research university and also the land-grant institution for New York State. With this distinctive configuration, the university has a special responsibility to make contributions in all fields of knowledge in a manner that prioritizes public engagement and helps to improve the quality of life in our state, the nation, and the world. Cornell University is a remarkable community of scholars, educators, medical professionals, students, staff, and alumni who are deeply influenced by proud traditions and a set of cherished founding principles.



Cornell’s mission is to discover, preserve, and disseminate knowledge, to educate the next generation of global citizens, and to promote a culture of broad inquiry throughout and beyond the Cornell community. Cornell also aims, through public engagement, to enhance the lives and livelihoods of students, the people of New York, and others around the world. Purposeful discovery, free and open inquiry and expression, a community of belonging, exploration across boundaries, changing lives through engagement, and respect for the natural environment constitute Cornell’s core values. In the words of its founder, Cornell University is “an institution where any person can find instruction in any study.”

Today, Cornell University consists of 15 schools and colleges, four of which receive support from New York State as part of Cornell’s land-grant mission. At the Ithaca campus, the Weill Cornell Medicine campuses in New York City and Qatar, and the Cornell Tech campus in New York City, the university enrolls more than 16,000 undergraduates and over 10,000 graduate and professional school students. Cornell employs approximately 8,400 staff and 1,700 professorial faculty members in Ithaca and at Cornell Tech, and an additional 14,000 faculty and staff at Weill Cornell Medicine in New York City. The university is governed by a 64-member board of trustees, which includes representatives from the faculty, students, staff, alumni, and New York State. Cornell is fortunate to have a balanced budget, a healthy endowment, and an enviable history of attracting research funds. The operating budget is approximately \$6.4 billion, of which 52 percent supports the Ithaca campus, and 48 percent supports Weill Cornell Medicine. The University’s investment portfolio is valued at close to \$11.8 billion (as of October 2025).

The General Counsel position will be based primarily in Ithaca, a thriving community in the center of the spectacular Finger Lakes Region of upstate New York. Ithaca is routinely honored in the various top ten lists of small cities for its outdoor activities, its art and culture, its public-school system, and its vibrant sense of family and community. It is located within four hours of New York City. Cornell is the major employer and the primary economic engine for Ithaca and Tompkins County, whose population possesses an unusually high level of educational attainment.

More information about Cornell University, including information about its Schools, Colleges and Programs, Student Life, and Governance, can be found at www.cornell.edu.



The Vice President and General Counsel (“General Counsel”) is a university-wide position that reports directly to the President and to the Chair of the Board. As the chief legal officer for the university, the General Counsel represents and advises all Cornell boards, senior officers, and other officials and units. Cornell University’s lead lawyer directs the 20+ attorneys and other professional staff of the Office of General Counsel and oversees all outside legal counsel retained to represent the University. As part of the President’s Cabinet and as one of the university’s five corporate officers, the General Counsel is a key legal, policy, and governance advisor on matters of importance to the President and other senior officials, including strategic discussions and major transactions.

The Office of General Counsel is the in-house corporate legal office for Cornell University and is currently organized into four practice areas: Litigation, Administrative Proceedings, and Regulatory Compliance; Research, Technology, and Academic Innovation; Business, Charitable Giving, and Transactions; and People and Inclusive Excellence. The Office of General Counsel also includes a team of nine attorneys in New York City led by and reporting to an associate vice president (AVP) and deputy general counsel who advise and represent Weill Cornell Medicine. The AVP also serves as secretary of Weill Cornell Medicine Board of Fellows.

Also reporting to the General Counsel is the Secretary of the Corporation, who is the chief governance advisor to the Board and senior officers and is responsible for implementing governance matters involving the Board of Trustees. The Secretary also performs or supervises the usual duties of a corporate secretary. The Secretary is authorized to impress the corporate seal upon documents requiring such seal, attest them when necessary, and perform such other duties as may be assigned by the Board or the President from time to time. The Secretary is the official record keeper for the proceedings of the Board of Trustees meetings.

KEY RELATIONSHIPS

Reports to	President Chair of the Board of Trustees
Direct reports	Office of General Counsel Secretary of the Corporation
Other key relationships	Provost Provost for Medical Affairs and Dean, Weill Cornell Medicine Deans and Vice Provosts Executive Vice President and Chief Financial Officer Vice President and Chief Human Resources Officer Other academic and administrative leaders

KEY RESPONSIBILITIES

- Providing and coordinating a full range of legal services for all university campuses, in such areas as: academic freedom, free speech and expression, tenure, employment, labor relations, contracts, capital construction and financing transactions, real estate, student affairs, athletics, health law, business law, research agreements and partnerships, foreign influence, international and domestic affiliations and programs, technology transfer, development and gift agreements, trusts and estates, academic affairs, medical malpractice and torts, cybersecurity, privacy, information technology security protection, federal and state constitutional and public law issues, and research and business practices of major research universities.
- Engaging in or supervising civil litigation, including medical malpractice, employment, civil rights, student due process and educational rights, immigration, intellectual property and commercial cases, class actions, and criminal proceedings and investigations as they relate to the university and personnel.
- Supporting the academic mission of a complex research university.
- Drafting and advising on the development of university policies and procedures.
- Assisting the Office of the Chief Risk Officer in advancing audit, risk management, and compliance efforts with all relevant federal and state statutes and regulations, including participation in financial and compliance audits and investigations by a wide range of government agencies.
- Advising on legal issues relating to the four contract colleges (undergraduate and professional schools that receive state funding) and New York State laws, regulations, procedures, and relationships relating to those colleges.
- Working closely with the other senior officers and the Office of Compliance to ensure the university's full compliance with all regulatory requirements related to the university's educational, research, clinical, operational, athletic, and financial activities.
- Working closely with the Office of Alumni Affairs and Development on gift agreements and reputational risk.
- Supporting Cornell's research priorities, including technology transfer, intellectual property, and issues related to research integrity.
- Responsible for managing legal matters related to construction, real estate, and private partnerships at Cornell Tech, as well as overseeing strategic international affiliations and other cross-campus collaborations.
- Managing legal, governance, and risk aspects arising from Cornell's wide and growing range of international activities.
- Working closely with the Office of Student and Campus Life and the Office of Civil Rights on matters and litigation arising from the enforcement of Title IX or student conduct policies.
- Protecting freedom of speech and expression.
- Developing an understanding of the unique structural and governance history of the university.
- Providing clear, creative, and supportive long-term leadership for the Office of General Counsel, and assuring that its personnel, structure, culture, and operations best serve the missions and priorities of all major components of Cornell.

The General Counsel will serve as the executive leader of the Office of General Counsel, encompassing all locations and the Office of the Secretary of the Board of Trustees. The successful candidate will guide those offices with outstanding personal leadership, knowledge, integrity, and management skills. As one of the most senior university officials, the General Counsel will also serve as an ambassador for the university's mission and values in all professional settings, demonstrating a commitment to the principle of ". . . any person . . . any study." This will include both the ability to lead and manage the Office of General Counsel and the Office of the Secretary, and to work collaboratively with a large, talented, and multi-faceted university leadership team. The ability to communicate sound legal counsel and present clear options will be essential.

IDEAL EXPERIENCE

Graduate of an accredited school of law and a member of the New York Bar or eligible to practice law in the State of New York within one year or less.

Minimum of 15 years of legal practice is required, and relevant university and academic medical center experience are desired. Other relevant government, corporate, law firm, and legal and executive experiences may be highly valuable, as well as experience in managing a large legal office and outside counsel.

Broad and deep knowledge of a range of issues related to higher education law, including but not limited to: statutory and regulatory compliance, antitrust, intellectual property, employment, research/tech transfer, federal investigations, immigration, real estate, academic freedom/first amendment, and governance.

Significant experience advising and supporting governing and advisory boards is also valuable.

CRITICAL LEADERSHIP CAPABILITIES

Technical Legal Skills

- Demonstrated outstanding legal talent with an understanding of the issues facing a large, complex academic institution with a complex medical college.
- Preference for a lawyer with experience working in (i) a large research university's legal department; (ii) a law firm working for large, complex academic clients; (iii) an academic medical center or relevant nonprofit institution; or (iv) a relevant federal government department or agency.
- Experience counseling clients on complex legal issues, providing nuanced legal advice and presenting legal options and risks, and the ability to address compliance with the full range of applicable laws, regulations, rules, and policies that affect Cornell's activities.

Collaborative Leadership

- Ability to thrive in a rigorous, dynamic, complex legal environment.
- Possess a demonstrated ability to meet challenges with composure, employing the highest standard of ethics and personal integrity.
- Demonstrated excellent judgment, ability to see the big picture, and track record of serving as a key member of a leadership team.

- Sensitive to and understands the special nature of working in an academic institution where collaboration, flexibility, adaptability, and patience are critical to success.
- Ability to gain credibility and successfully advise Cornell leaders in decision-making, in addition to bringing energy, urgency, integrity, and a passion for Cornell's mission to the role.

Managerial Talent

- Demonstrated experience with selecting, motivating, and supporting an elite, experienced, and agile in-house legal team across multiple legal practice areas and locations.
- Demonstrated ability to recruit, retain, manage, develop and lead a team of lawyers by promoting collaboration and partnership.
- Collegial and collaborative; brings a proven commitment to the creation of a positive working environment.
- Facility with the management of multiple budgets; adherence to the highest intellectual, ethical, and professional standards; and devotion to the values of service, teamwork, inclusiveness, and excellence will also be expected.

OTHER PERSONAL CHARACTERISTICS

- Strong verbal, written, and interpersonal skills.
- Diplomacy and poise.
- Seasoned, practical judgment and the legal skill to render thoughtful, independent advice.
- Ability to organize and prioritize work and meet deadlines.
- Maturity and appropriate self-awareness.

EXPECTED SALARY RANGE

The pay range for this position is anticipated to be in the range of \$825,000 to \$875,000. The selected candidate's salary will be determined based on factors that include the available budget, internal equity, and the final candidate's qualifications, experience, education, and other job-related credentials. This hiring range is provided as Cornell's good-faith estimate of the expected hiring range at the time of posting.

THE SEARCH PROCESS

Cornell University is being assisted in this process by Spencer Stuart and welcomes nominations or expressions of interest. If you wish to submit your own application materials or nominate someone to serve as the next Vice President and General Counsel of Cornell University, please send an email message with supporting materials to: CornellVPandGC@SpencerStuart.com.

Cornell University is an equal opportunity, affirmative action educator and employer. Read the full Equal Education and Employment Opportunity Statement: <https://hr.cornell.edu/our-culture-diversity/diversity-inclusion/equal-opportunity-and-affirmative-action/equal-education>.