



# GLADSTONE ADMINISTRATION

## POSITION DESCRIPTION AND CANDIDATE SPECIFICATION

**Position Title:** In-House Counsel  
**Company:** Gladstone Administration, LLC the investment administrator to three public funds: Gladstone Capital Corporation, Gladstone Investment Corporation and Gladstone Commercial Corporation and an investment advisor  
**Job Location:** McLean, Virginia (outside Washington, DC)  
**Reports to:** President of Gladstone Administration  
**Salary:** Commensurate with Experience (call HR for more information)

### Education and Certificates

**Required:** College degree  
**Required:** Law Degree from accredited law school  
**Required:** 5 minimum years experience as a lawyer  
**Required:** Admitted to a state bar

### Experience/Skills

- Required: Proven ability to manage many legal projects simultaneously.
- Required: Experience in a law firm and as in-house counsel
- Required: Experience preparing complex documents in a regulatory environment
- Required: Experience providing top management and organization with legal advice.
- Required: Experience preparing corporate resolutions and minutes.
- Required: Able to develop, communicate, and focus on key issues in complex situations.
- Required: Strong communication skills. This person will be reporting and communicating with the board of directors, accountants and lawyers on a regular basis.
- Required: Experience supervising employees.
- Required: Knowledge of SEC reporting requirements and regulations.
- Desired: Experience with the Investment Company Act of 1940 and the Investment Advisers Act.

## **Personal Attributes**

- Uncompromising personal integrity.
- Complete honesty.
- Tenacious in meeting deadlines, with a strong sense of urgency and good self-management discipline. Capable of working effectively under pressure.
- Organized and efficient, with good ability to define priorities; good at figuring out the processes necessary to get things done.
- Works well without close supervision.
- Good interpersonal and communication skills. Ability to work through conflicts, gain trust and persuasively influence outcomes.
- Able to adapt to differing situations and changing priorities.
- A confident, team player who listens to internal and external input but can take decisive action.

## **Position Responsibilities and Goals**

- I. Be the eyes and ears within the company for management and the Board of Directors regarding all legal and regulation issues.
- II. Work with the President of Gladstone Administration, CEO, Board, and all departments of the organization on all legal compliance issues for each fund. Some of the responsibilities will include:
  - A. Prepare minutes for all board meetings, shareholder meetings and related resolutions.
  - B. Ensure all corporate documents are maintained in good standing and are up to date per the companies' audit and legal standards.
  - C. Review and approval all non-disclosure agreements.
  - D. Manage relationships with all external counsels.
  - E. Review and ensure all communications with the public are made in a timely manner and proper form.
  - F. Review and ensure that all Funds and employees communicate with government regulators accurately and that our marketing materials follow regulations.
  - G. Oversee all Section 16 forms are filed and in compliance for all applicable officers.
  - H. Prepare and manage circulation of D&O questionnaires for directors and applicable officers each year.
  - I. Review filings with the SEC to help make the documents consistent with regulations and public disclosure.
  - J. Prepare and work with outside counsel to file proxy statements.
  - K. Assist in the preparation of all annual meetings, including drafting meeting scripts, interfacing with proxy solicitation firms and the transfer agent.

- L. Will be the primary contact for all litigation matters. Will have the responsibility to assess and respond to all litigation matters with the advice of outside counsel.
- M. Prepare legal documents and information memorandums for board meetings and senior management.
- N. Oversee staff of two (corporate paralegal and corporate document administrator). Their responsibilities include tracking and maintaining UCC filings, business license, portfolio company organizational structures, and adherence to record retention policies and maintenance of all corporate documentation.
- O. Other duties as assigned.

### **Benefits and Miscellaneous Information**

- Deferred Compensation Plan, 401(k) Plan, 529 College Savings Plan and Section 125 Flexible Spending Accounts
- Health, Dental, Vision, Life, STD, LTD and AD&D all fully paid for by the Company.
- Leave: Vacation, Sick and Holidays

### **Company Information**

Gladstone Management Corporation  
1521 Westbranch Drive Suite 200  
McLean, VA 22102

Contact: Paula Novara Head of HR

[paula.novara@gladstonecompanies.com](mailto:paula.novara@gladstonecompanies.com)

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