

CONFIDENTIAL

STANTON CHASE

Your Leadership Partner



Assignment Summary

SENIOR VICE PRESIDENT, GENERAL COUNSEL

CIRCOR INTERNATIONAL



Headquartered in the Boston suburb of Burlington, CIRCOR International (NYSE : CIR) designs and manufactures highly engineered products and sub-systems for some of the world's most severe-service and mission-critical applications. Meeting the needs of the oil and gas, industrial, aerospace, defense, power generation, commercial & institutional facilities, and marine industry segments, they market their solutions through 650+ sales partners to 7,000+ customers in 100+ countries.

Established in 1999, CIRCOR is broadly organized into three Groups: Industrial, Energy, and Aerospace & Defense. With sales and manufacturing facilities in the United States, Mexico, Canada, Italy, Germany, France, England, Netherlands, China, Morocco, United Arab Emirates, Malaysia, Singapore, and India, CIRCOR has an established global presence with more than 4,000 employees worldwide.

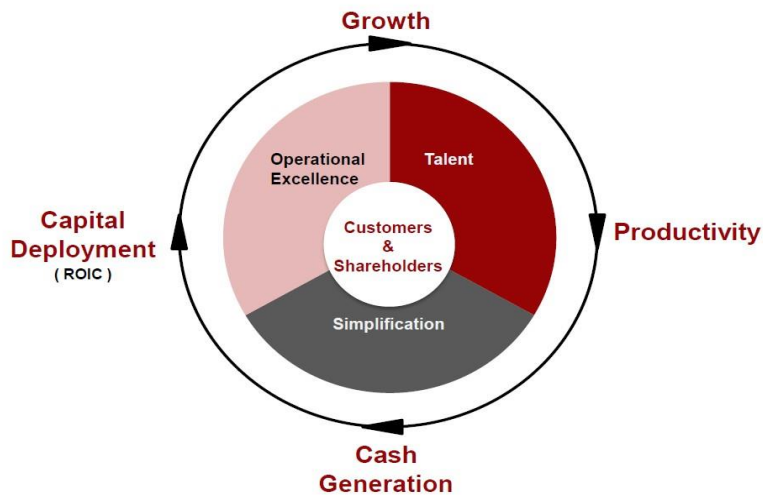
Industrial Group: Designs, manufactures, markets and supports a diverse portfolio of innovative pumps, control valves, automatic recirculation valves, regulators and other flow control products and systems. Market leader and #1 global provider of positive displacement pumps and specialty centrifugal pumps. Key brands include *Allweiler, Houttuin, IMO, Warren, Zenith, Leslie Controls, RTK, Schroedahl* and *Spence Engineering*.

Energy Group: Global provider of highly engineered integrated flow control solutions, valves, instrumentation, sampling systems, and services for oil and gas and power generation industries, including land-based, topside, and sub-sea applications. Severe service applications in process control, pressure control, cryogenic, and steam power are a core competency. Energy brands include *KF Valves, Pibiviesse, Hoke* and *Delta Valves*.

Aerospace & Defense Group: Offers highly engineered technology, service and system solutions to a range of aerospace and defense markets. Products include components and integrated systems that are found on most commercial and military aircraft, as well as on unmanned aircraft, military ground vehicles, shipboard applications, submarines, and spacecraft. Core product lines include: fluid control, actuation, motors, transducers, and electro-mechanical control. Most aerospace and defense products are sold under the CIRCOR brand.



CIRCOR'S four priorities:



CIRCOR'S four pillars for growth:

Easy to do business:

- On-time delivery
- Lead time reduction
- Customer interface
- Simplified pricing

New Products:

- Midstream
- Power
- Aero & Defense

New Markets & Channels:

- Global Expansion
- Distributor rationalization
- Feet on Street
- Aftermarket

Exceptional Sales & Marketing:

- Market facing team
- Stronger sales leadership
- Sales force variable pay

CIRCOR's 4 Values:

- Customer Intimacy
 - Understand & anticipate customer needs
 - Be flexible & responsive
 - Value deep, long term relationships
- Team Before Self
 - Be humble
 - Reward & recognize
 - Respect & value the opinions of all

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- Commitment and Accountability
 - Take responsibility
 - Be passionate
 - Be responsive

- Speed, Excellence and Innovation
 - Be creative & innovative
 - Find efficient solutions
 - Provide quality products, services & solutions

- These values are all based on the bedrock of CIRCOR's 'absolutes' which encompass safety, ethics and controls.



Title: Senior Vice President, General Counsel

Reports To: Chief Executive Officer

Mission:

Reporting to the Chief Executive Officer, the Senior Vice President, General Counsel (SVP, GC) will provide global legal counsel on applicable regulations, statutes, intellectual property and corporate governance issues arising from a US-based public corporation with international locations. The SVP, GC will also provide leadership and legal perspectives on the Company's commercial operations, patents, government reporting, and serve as the Corporate Secretary to the Board of Directors and as the Company's Chief Compliance Officer. The job is based in our Burlington, MA headquarters and requires domestic and international travel.

Summary:

The preferred SVP, GC will be both strategic and tactical: a player/coach. He/she will be entrepreneurial, an experienced legal counsel with likely 15+ years of achievement, 5+ years of management, global, hands-on, and business savvy with a track record as a strategic business partner and executive possessing preferably a generalist legal skill set, manufacturing company track record and an understanding and passion for growth.

Responsibilities:

- Manage all legal matters for the Company and its affiliates.
- As Corporate Secretary be accountable for all SEC filings, proxies and statutory and regulatory compliance in addition to the integrity of the governance framework
- Collaborate with the CEO, the SVP of Business Development and the entire executive leadership team on all business growth and corporate development activities related to M&A and organic strategies.
- Oversee the negotiation, execution of contracts.
- Manage the intellectual property portfolio with a demonstrated strategic approach by anticipating future business, competitive and legal risks.
- Manage all outside corporate counsel.
- Develop and implement an overall corporate risk/compliance program.
- Manage any dispute resolution and/or litigation that might arise in the conduct of the Company's business/relationships with external parties.
- Provide day-to-day legal advice, in a pragmatic and collaborative manner, to assist the business in achieving its goals/objectives in a legally compliant and ethical manner.

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- Review, analyze and keep current on all federal and state legal developments affecting the Company.
- Support the Company's Government Affairs efforts directed toward relevant Federal and State policies and statues and their impact on the Company's commercialization.
- Advise on and assist in developing and improving business processes and procedures to support new business models.
- Collaborate with the Chief Financial Officer on activities related to corporate financing, external reporting and SEC compliance.
- Collaborate with the President and COO on activities related to business and corporate development.

Competencies:

1. Fanatical for Results!
2. Problem Solving/ Analysis
3. Strong Analytics & Detail Orientation
4. Teamwork & Collaborative Style and Orientation
5. Project Management Efficiency
6. Communication Proficiency
7. Performance Management
8. Comfortable in a Global, Matrix Organization

Experience:

- JD with 15+ years of relevant legal experience with 5+ years' experience at a publicly traded company.
- Proven experience with government price reporting compliance.
- Prior success managing internal and external legal counsel.
- Strategic mindset, resourceful with a vast array of legal experience.
- Collaborative, team-based/ partnership approach.
- An excellent strategist and negotiator.
- Strong knowledge of licensing, financing, business development, product marketing, market research, sales, and manufacturing.
- Strong global intellectual property understanding and experience.
- Demonstrated experience drafting, reviewing and negotiating a wide variety of agreements.
- Exceptional written and communication skills, including strong proofreading and editing skills.
- Must be a self-motivated, hands-on executive who functions effectively in an entrepreneurial, high-energy team environment.
- 5+ years of direct management of a legal team/organization
- Litigation experience

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Business

Acumen:

- A strategic thinker with demonstrated ability to express complex ideas, present results, and translate legal terminology to various levels of management.
- The ability to work as a team player and as an engaging and inspirational player/coach leader, effectively achieving goals through others.
- Excellent written, oral and presentation skills. Possess the ability to effectively communicate and collaborate with co-workers, vendors and management.
- Possess a high level of intellectual rigor, able to become quickly engaged in the business and have an authoritative and assertive personal style.
- Be an independent thinker, able to contribute to diverse and broad business discussions, challenge through reasoned arguments and possess a high achievement orientation.
- Have a robust character with excellent inter-personal and relationship building ability to gain immediate respect throughout the business.
- Have a strong commitment to results with a high work ethic and is able to operate under heavy workloads in a flexible, agile, multi-tasking environment.

Personal Characteristics

& Attributes:

- A personable leader with well-developed, innovative, hands-on project and people management skills and a broad business understanding.
- Outstanding organizational, communication, interpersonal, relationship building skills conducive to team and project development and motivation. Highly articulate.
- Ability to partner and to collaborate with people at all levels. Relationship builder.
- Ability to influence and build buy-in to new ideas, programs and process changes and the investment of resources through developing a compelling message.
- Highly organized, self-motivated, a good listener and able to work independently as well as manage a team.
- Bright and intellectually curious.

Educational

Requirements: JD required, and an MBA is strongly preferred.

Compensation: An attractive base salary supplemented by an executive leadership bonus plan, an LTI, and a strong benefits portfolio.

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Travel: Travel will be required domestically and internationally.

Contact:

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Stanton Chase, one of the leading retained executive search firms in the world, is committed to building world-class management teams for clients competing in a global market. We provide exceptional leaders and organizational solutions to enhance competitive advantage. We do so through long-term client relationships built on experience, insight and teamwork. We deliver the right executive talent anywhere in the world. Stanton Chase has 73 offices in 46 countries. For additional information on Stanton Chase, please refer to our website at: www.stantonchase.com.