

POSITION DESCRIPTION

 MAJOR, LINDSEY & AFRICA

MAJOR, LINDSEY & AFRICA | 1 SOUTH WACKER DRIVE, SUITE 1750, CHICAGO, IL 60606 | 312-372-1010

USG Corporation

550 West Adams Street
Chicago, IL 60661
<http://www.usg.com>



USG Corporation (“USG”) has engaged Major, Lindsey & Africa on an exclusive basis to conduct a search for a Vice President, General Counsel and Corporate Secretary to be located in its Chicago, Illinois offices. USG is an equal opportunity employer. Interested candidates should email a resume in Word format to Mindy Crandus Sircus (msircus@mlaglobal.com). Please do not contact USG Corporation directly.

VICE PRESIDENT, GENERAL COUNSEL AND CORPORATE SECRETARY

Overview: The General Counsel of USG Corporation serves as chief legal counsel to the Corporation and its subsidiaries located in Canada and Mexico. The General Counsel also serves as Corporate Secretary and Chief Compliance Officer and is a member of USG’s Leadership Team reporting to the Chief Executive Officer. The General Counsel supervises the legal department which is based in Chicago and includes attorneys managing legal matters such as intellectual property, compliance, litigation, contracts, mergers and acquisitions, real estate, and environmental.

Company: USG has been a leading manufacturer of building products and innovative solutions for more than 115 years. USG is headquartered in downtown Chicago. USG’s products include wall, ceiling, flooring, sheathing and roofing products, that help the construction industry build stronger, safer, more sustainable communities. In 2017, USG celebrated the 100th anniversary of its iconic Sheetrock® Brand, the landmark product that revolutionized interior construction and enabled the lightweight, fireproof walls built today. In April 2019, USG was acquired by the Knauf Group, the world’s largest gypsum manufacturer with a diverse product portfolio and global footprint. USG’s annual revenues exceed \$3 billion.

Compensation: Competitive base and bonus, commensurate with experience.

Location: Chicago, Illinois.

Relocation: Local Candidates strongly preferred.

Experience: A minimum of fifteen (15) years of general legal practice is required. Foundational experience in a leading law firm followed by tenure in a US company is highly preferred

Bar: Licensed to practice in Illinois.



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Company Overview

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USG is a leader in innovation with more than 1,000 registered trademarks worldwide and more than 2,400 active U.S. and international patents. USG operates more than 30 manufacturing plants and gypsum mines and quarries located in the United States, Canada, and Mexico.

Safety is USG's first and most important core value. In 2016, USG earned the National Safety Council's Robert W. Campbell award, one of the world's most respected celebrations of safety-first culture, for its excellence in environmental, health and safety management. USG is also consistently recognized as one of the best places to work in the communities in which it operates.

Accountabilities and Responsibilities

- Responsible for overseeing all legal affairs of the Corporation and its subsidiaries and ensuring compliance with legal and regulatory requirements
- Serves on the Leadership Team and counsels the CEO and the Leadership Team on matters of importance to the Corporation
- Serves as Corporate Secretary and advises the Board of Directors on all legal matters
- Serves as Chief Compliance Officer
- Collaborates with business partners to provide solutions to legal issues raised in commercial transactions and develops risk management strategies as appropriate
- Manages, supports and designs the Corporation's practices, policies and oversight in the regulatory compliance and government relations arenas
- Manages the Corporation's litigation, legal claims and disputes to protect the Corporation's interests and achieve cost-effective resolution
- Selects, evaluates, and manages outside legal counsel and expert advisors as needed
- Leads and manages the internal Legal Department staff of lawyers, paralegals, and administrative coordinators to ensure business objectives are met by providing responsive, hands-on, practical advice regarding all legal matters
- Leading, managing and guiding in-house lawyers and other legal department employees with an aim towards fully maximizing performance and capabilities, resulting in the



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continued growth and development of each member of the team and to maximize the Corporation's performance.

Qualifications & Skills

- Law degree from an accredited Top 50 US law school and active license to practice law, in good standing, in Illinois
- A minimum of fifteen (15) years of general legal practice is required. Foundational experience in a leading law firm followed by tenure in a US company is highly preferred
- Strong legal and communication skills, sharp intellect, sound judgment, and experience in corporate matters
- Ability to think ahead, and to identify and resolve complex legal and business problems
- Ability to communicate effectively regarding legal matters and risks to USG management, USG's Board, and senior management of the Knauf Group
- Strong management skills to lead USG's Legal Department, delegate responsibility appropriately, mentor and develop talent, and promote accountability
- Demonstrated ability and experience directly counseling executive leadership, a board of directors and business unit leaders is required, as is familiarity with all other aspects of large US company practice, e.g., intellectual property, tax, compensation and benefits, employment matters, antitrust
- Knowledge of leading corporate and corporate secretarial practices
- Willingness and ability to exemplify and promote USG's core values of safety, innovation, integrity, quality, service, diversity, and efficiency
- Ability to work independently as well as collaboratively while empowering business leaders and colleagues
- Ability to manage external counsel efficiently
- The ideal candidate must be willing to "roll up his/her sleeves," when needed, while being a quick study with the ability to handle complex matters with multiple initiatives going on simultaneously
- Experience handling all manner of complex business transactions
- Must be self-motivated and exhibit a passion for understanding the Corporation's business and contributing in a meaningful way to its strategy and priorities

Process

Interested candidates should submit a resume in Microsoft Word format with a letter describing your interest and relevant skills addressed to:



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Mindy Crandus Sircus
Managing Director
msircus@mlaglobal.com

USG CORPORATION IS AN EQUAL OPPORTUNITY EMPLOYER AND ENCOURAGES DIVERSE CANDIDATES TO APPLY.