

Retiring Rice University GC On The Evolution Of Higher Ed

By **Michele Gorman**

Law360 (May 24, 2021, 1:21 PM EDT) -- During his 20 years at Rice University, retiring general counsel Richard Zansitis said the role of his office has been to be as responsive as possible to help facilitate the university's goals.



Richard Zansitis

Zansitis, who will retire at the end of the year, started working at the private research university in Houston in 2001. Since then, Rice has nearly doubled its undergraduate population. The institution in 2004 received 8,100 applications for undergraduate admission. That number reached nearly 30,000 for the fall 2021 academic year, according to the university.

During his tenure, he has contributed to forming a compliance function and an enterprise risk

management process. As the university added about 2.5 million square feet of space on campus over the years, Zansitis and his team created the contracts for buildings and ensured the structures complied with the tax code.

Recently, his staff has collaborated with the endowment on transforming a landmark building in midtown Houston, The Ion, as a center for entrepreneurship, he said.

In a recent interview with Law360 Pulse, Zansitis talked about the crucial attributes for his successor, his experience working as a university general counsel during the coronavirus pandemic, and one of the main challenges he sees for top corporate lawyers today. This interview has been edited for clarity and length.

Will you be involved in the university's search for your replacement?

I'm guessing not. Ordinarily when we do searches for replacements, the person who's being replaced is not part of the search process.

But I still have my regular meetings with President [David] Leebron. There may be aspects of transition or thoughts about, for instance, where there might be good candidates who they want to talk to me about. I'm happy to do that. But the search will be run through the president's office, probably with a combination of trustees and senior people on campus, probably some faculty as well.

Which qualities are important for your replacement?

I think it's helpful to have a broad experience in a number of areas. You can be an expert in some, but it's good if you have a view of the waterfront, so to speak, in terms of what's out there. And an understanding of higher education.

That doesn't necessarily mean that whoever is my successor has to come out of an in-house position in a college, university. Maybe if they're coming out of a law firm, at least have an understanding of the issues faced by colleges, universities, of the fact that the governance structure of colleges and universities is different than the for-profit corporate world. You're dealing with much more shared governance at a university, involving not only the board and the administration, but the faculty. The faculty have an important role in terms of defining the curriculum and what is taught and the research being done.

Whoever comes in should have not only a sense of what a research university does, but also be able to listen and be open and communicate well with each of the constituencies, whether you're talking faculty or students or alumni or other folks on campus or in the community.

What has been your experience as a university general counsel during the pandemic?

It has been challenging, as it has been I would guess for law firms, for corporations, for small businesses, for a lot of folks. We put together a team to start working on things right away. We have been very successful at it. When we put together a testing protocol on campus, our positivity rate was really, really low, like 0.4%. Staff or faculty or graduate students might test positive coming onto campus [after] catching [COVID-19] elsewhere, but we had a whole [regimen] in place for quarantining and isolation. The students have been fantastic; they cooperated very well. They're a big reason we were successful this year.

You have to think not only about how the university continues to function and the legal issues connected with that, but also the issues of managing your own office. Staying connected with the lawyers and being mindful of what they may be going through in their personal lives coping with the pandemic — with kids at home having to be educated or family members who might be at risk. Factoring that in as well to be sure that the people who work for you are also thought of.

It has been a challenge because there have been particular legal issues that have arisen during the pandemic. There are some issues as we come out of the pandemic, like vaccinations and how that will be handled. We are still under discussion on that. It was a different bundle of things. But working

as part of the senior team, we would discuss the issues and work our way through as best we could with the science that was out there and the institutional knowledge and the institutional values. Under President Leebron's leadership, I think we did an excellent job at Rice this year.

What's the campus plan for the fall?

Basically bring everybody back in the fall to have the residential colleges fully occupied again. We're going to keep track of trends and the scientific issues through the [Centers for Disease Control and Prevention]. We're going to stay on top of things as we have done, but to make our way toward bringing people back.

I'll speak personally: I enjoy working with and talking to my staff person-to-person, face-to-face. Walking down the hall and having a conversation with somebody on something rather than texting to say, "Are you free now for a phone call?" or "Let's do a Zoom." I think people are yearning to have that again, to have that connection with others in their community. We're trying to restore that.

What has the pandemic taught you about being a general counsel?

This is going to sound trite, but expect the unexpected. If you had told me in 2019, "We're going to have a pandemic around the corner," I would've said, "What?" You have to be smart and nimble to pivot quickly if something comes up that's totally unexpected. That's an important aspect of being the chief lawyer for a university.

What do you think is one of the top challenges for a general counsel in today's environment?

I think among the top challenges for general counsel for a college, university is the evolving and increasing regulatory and compliance aspects — having to work with institutions to try to be within the law and comply with the various rules with limited resources. The main focus of the institution needs to be on educating the students and doing scholarship and research.

There's one thing we learned during the pandemic that we were able to pivot very quickly in a way that I think we were surprised by is how to go to remote instruction so quickly. That dovetails with some of the things we're doing with distance education, for instance. That was something that really was not there when I started in higher education or even when I started at Rice. Now it's much more of an important part of what universities do. What did we learn in terms of pedagogy from doing things dual-delivery that we can now use going forward? Not to say we replace the in-classroom experience; we don't want to do that. On the other hand, there might be ways to use some of this technology to help students learn better and to have a better classroom experience.

The universities have become more international, so you have to think about all the activities you may be doing in other countries to be sure you stay compliant. Universities are very complicated, complex organisms. They do marvelous things for society. Through the scholarship and research that they produce, it benefits society, and it also then educates individuals to go off and make an impact on society. It's important to foster those values as much as you can and nourish those, at the same time, being responsive to what things you need to do to stay within the law and be compliant.

What's next for you?

I'm going to step down as general counsel in December, and then work as an adviser for the president for a period of time to help with the transition.

I'm thinking about what else I may want to do. I have an interest in history, in archives. Maybe I'll see if I can do some volunteer work at an archive. Maybe my wife and I will travel more. And I have a huge stack of books I'd like to get through.

Nothing is carved in stone. I think I'm prepared to take a breath and see what's next. As I've told people, I have a few other things I'd like to try, and I'd like to be able to do them while I still have the energy. That's the main reason I made this decision. Don't wait too long if you have other things you might want to try and do.

In your role as general counsel, is there anything you now wish you had done differently?

I can't think of anything at this point. I'm sure there are some decisions that were made that in the end it was like, "Hm, OK, maybe that wasn't the best." But at the time, you're making decisions or taking stances based on the best information you have at the time. You're doing it in real time. You can't sit there and say, "OK, let me think about this for six months."

I've been very lucky. Working with [President] David [Leebron], it's great to have a boss like that and the support of the board of trustees and to have a great staff that I work with, great colleagues. It has been a pleasure working with people in my office and at the senior leadership at the university, as well. That includes the faculty leadership, the speaker of the [Faculty] Senate and deputy speaker. Of the various speakers, I've always had good working relationships with them. I think that's very helpful in terms of having that level of trust and respect and communication to be able to accomplish the goals that really make the place better.

--Editing by Orlando Lorenzo.

In-House Insights features general counsel and other in-house leaders talking about the world of corporate legal departments. Questions? Contact us at pulse@law360.com.

All Content © 2003-2021, Portfolio Media, Inc.