

SUMMARY

Experienced, seasoned board advisor and board member with a successful track record of high-performance leadership during disruption, crisis, and transition in healthcare and other consumer facing companies. Skilled in navigating board business imperatives, fiduciary obligations, and balancing board oversight with management's accountabilities, stakeholder activism and consumer expectations. Effective in facilitating enterprise strategic plans and budgets, including M&A transformational business combinations, IPOs, and acquisitions. Expertise in board governance best practices for new or established public companies, post-combination entities, and non-profits, culture change, strengthening teamwork and creating trust. Member of Risk/Compliance, Nominating/Governance and Compensation committees. NACD Board Leadership Fellow.

BOARD EXPERIENCE

Children's Hospital Colorado 2014 – present
CHCO is a top-10 nationally ranked children's hospital dedicated to high-quality, coordinated programs of patient care, education, research, and advocacy. CHCO serves a seven-state region coverage with over 18 facilities and two hospital campuses; over \$1.5BB revenue; part of UCHHealth system.

Executive, Compliance and Business Ethics (regulatory compliance, risk and cyber security oversight), and Compensation Committees
Chair, Board Governance Task Force (2015)

National Association of Corporate Directors, Colorado Chapter 2018 – present
NACD's mission is to elevate board performance (all boards from nonprofit to public) by providing board members with practical insights through world-class education, leading-edge research, and a network of over 21,000 directors.

Roundtable and Member Engagement Committees; DEI Task Force on board diversity

Denver Kids, Inc. 2014 - 2019
Support for Denver Public Schools students, grades K-12, who face the personal challenges of higher risk environments to successfully complete high school, pursue post-secondary options, and become contributing members of the community.

Chair, Nominating and Governance Committee (2018-2019)

Member, Executive committee; served as key leader of the merger committee directing DKF's merger with Denver Urban Scholars in 2019.

University of Denver, Sturm College of Law 2011 - 2014

Institute for the Advancement of the American Legal System

Advisory Board; *Educating Tomorrow's Lawyers Advisory Committee Member*

BOARD ADVISORY AND EXECUTIVE EXPERIENCE

Atkins Nutritionals, Inc./The Simply Good Foods Company October 2015 - July 2018

General Counsel, Corporate Secretary and Compliance Officer

C-suite executive hired to partner with CFO and finance team to develop and execute a "Path to Public" strategy for private-equity held Atkins. Established and led high level legal, board and corporate governance, and compliance functions where these activities ultimately prepared the company for acquisition by publicly held The Simply Good Foods Company (NASDAQ: SMPL) in 2017. Key partner in SMPL acquisition leading governance, diligence, oversight of pre-closing operations conditions, international subsidiary operations review, and integration. Post-merger, advised and counseled SMPL board on SEC governance, reporting and compliance requirements as well as business matters, litigation, and executive compensation. Served on subsidiary boards; realigned and managed all legal matters and governance functions for all subsidiaries, based primarily in Canada and Europe. Key partner in M&A activities for additional brands and subsequent integration; served on boards of international oversight.

Red Robin Gourmet Burgers, Inc. January 2006 – June 2013

Senior Vice President, Chief Legal Officer and Corporate Secretary

Hired by the board and new CEO to develop and implement strong governance processes, controls and legal oversight, together with new CFO and audit committee, following issues related to failure of the company to follow SEC reporting and other governance requirements. Close advisor to the board and chair during years of resultant SEC and regulatory actions, investor activism, litigation, board and executive turnover and recovery from 2008 economic crisis. Received special commendation from the Board on excellence in leadership and counsel.

Adolph Coors Company; Molson Coors Brewing Company

August 1999 – September 2005

Vice President, Corporate Secretary and Deputy General Counsel

Global, top-five brewer, operating through a combination of subsidiaries, partnerships, and joint ventures, in the United States and Canada, Asia, the Caribbean, Europe and South America. Developed and led corporate governance processes for board oversight responsibilities under then-new Sarbanes-Oxley Act of 2002 (SOX); directed board and company SEC and NYSE corporate governance compliance and stock exchange regulation; key team leader of several large financing, commercial and merger/acquisition transactions, including \$2.5 BB U.K. brand acquisition, and \$7.5BB cross-border, merger-of-equals transaction between Adolph Coors Company and Molson Inc. Directed and facilitated board and shareholder review and approval of transactions. Facilitated post-merger governance integration.

Private Law Practice, Denver CO

1983 - 1999

Sixteen years in private law practice representing a broad range of companies in several industries, engaged primarily in general corporate, securities, corporate governance, executive compensation, and M&A practice. Served as SEC counsel for many publicly held companies.

NON-PROFIT BOARDS (Selected)

The International Women's Forum of Colorado Board
The Spirituals Project, Endowment Board
Warren Village Board of Trustees
Boards of various Colorado Bar Associations (Chair and officer positions)
Colorado Supreme Court Boards and Committees
Governor's Task Force on Civil Justice Reform (Co-chair)

EDUCATION

University of Denver, Sturm College of Law, Denver, Colorado.

J.D.

Academy of Art University, San Francisco, California

B.F.A

National Association of Corporate Directors

Board Leadership Fellow Certification