

**ESG | Strategic Planning | Corporate Governance | Executive Compensation
M&A and Integration | Talent Management | Restructuring**

Ms. Grafton is trained to recognize and understand risks and requirements, while maintaining a level of business acumen to strike the right level of strategic risk for an organization.

Ms. Grafton spent over a decade on the executive team of a billion dollar publicly traded mining and energy company, focused on providing strategic leadership in the areas of risk management, government regulation and employee engagement and development. As a member of the executive team, Ms. Grafton oversaw the legal, human resource, information technology, risk management, insurance and government relations departments. In addition, she served as the appointed director on a publicly traded subsidiary for two years, serving on the Compensation & Benefits Committee and overseeing compliance and governance for the NYSE-traded board.

As a corporate governance and executive compensation expert, Ms. Grafton was the key advisor to the Board of Directors on all compliance matters and worked together with the Compensation Committee to develop executive compensation programs to drive outcomes tied to corporate strategy as well as retain and attract top talent. She currently is head of ESG for a billion dollar market cap software company, leading the planning, execution and communication of the company's first Sustainability Report.

Ms. Grafton is known for thinking strategically while facilitating timely and effective execution. She is a consummate team player and consensus-builder who calmly translates complex situations into a framework for collaboration and action. She has extensive experience tackling complex post-integration issues, as well as the stumbling blocks and areas of focus for corporations in times of corporate turmoil and restructuring.

Jennifer was named one of Denver's top women in energy by the Denver Business Journal in 2016 and a Best Corporate Counsel finalist in 2012. She was featured in several magazine articles about top general counsels and is a frequent public speaker on the energy industry and provision of legal services.



Board Experience

- **Director**, Dakota Gold Corporation (NYSE: DC)
 - Chair - Compensation & Benefits
 - Member: Audit, Nominating & Governance
- **Director**, Westmoreland Resource Partners, LP (NYSE: WMLP)
 - Member: Compensation & Benefits
- **Director**, National Mining Association
- **Director and Treasurer**, National Charity League, Elevation Chapter

Credentials

- **MBA**, University of Michigan, *High Distinction*
- **JD**, University of Denver Sturm College of Law, *Order of St. Ives*
- **BA**, University of Puget Sound, Foreign Language International Affairs