

TARA DUNN

(303) 525-9469 | td@taradunn.com | linkedin.com/in/taraldunn

EXPERIENCE

HighMark Law LLC – *Founder, President, and Attorney-at-Law* (March 2017-present)

- *Business and Corporate Practice:* Founded boutique corporate law practice built on referrals and specializing in outside general counsel services; corporate governance matters including advising private company boards; director and officer liability; private placements; mergers and acquisitions; bank and credit financings; closely-held business matters; and strategic resolution of business challenges
- *Representative Clients:* CH2M HILL Companies, CSG International (NASDAQ: CSGS), Gates Industrial Corporation, plc (NYSE: GTES), HSS Inc., ServiceSource International, Inc. (NASDAQ: SREV), R1 RCM, Inc. (NASDAQ: RCM), Red Robin Gourmet Burgers (NASDAQ: RRGB), STAQ Pharma, Inc., TransMontaigne Partners, L.L.P. (NYSE: TLP)

Ciber, Inc. (NYSE: CBR) – *Vice President and Deputy General Counsel* (June 2016-March 2017); *Associate General Counsel* (October 2015-June 2016)

- *Primary Areas of Strategic Guidance:* Exchange Act reporting and SEC and NYSE compliance; provide corporate governance support to Board of Directors and its committees, including addressing solvency matters, drafting new committee charters and new Board Corporate Governance Guidelines; lead compliance with lender requirements relating to securitization, M+A and transactional activity during credit facility default; legal lead on financing activities; advise on activist shareholders; provide oversight for equity program, marketing and investor relations functions; liaise with Board to document meetings and other strategic actions
- *Secondary Areas of Support:* Conduct internal controls analyses; run internal investigations; oversee litigation; support human resources; assist in international entity management; advise internal clients on commercial contract matters; manage outside counsel with respect to fiscal and legal strategy
- *Leadership:* Partner with audit, treasury and finance on SEC filings and internal controls analyses; lead and develop information gathering and documentation processes and oversee Company's internal proxy working group
- *Mentoring and Training:* Supervise junior and mid-level attorneys; supervise, train and mentor legal interns

Perkins Coie LLP – *Senior Counsel* (July 2014-October 2015)

- *Securities and Corporate Practice:* Securities Act and Exchange Act registration, reporting and compliance; activist shareholder matters; NYSE and NASDAQ compliance; corporate governance matters including director and officer liability and public company director representation; international securities registration; public M+A; closely-held business matters; general corporate matters
- *Mentoring and Training:* Supervised associates; Associate Mentor and Summer Associate Mentor

Morrison & Foerster LLP – *Associate* (December 2010-June 2014)

- *Securities and Transactional Practice:* U.S. and international public M+A; public offerings and private placements; Securities Act and Exchange Act registration, reporting and compliance; international securities registration; NYSE, NASDAQ, and state securities laws compliance; joint ventures; corporate governance; director and officer liability matters; bank credit financings; general corporate matters
- *Leadership:* Firm-wide Pro Bono Committee; Firm-wide Associates Committee
- *Mentoring and Training:* Supervised, trained, and mentored associates; Summer Associate Mentor

Brownstein Hyatt Farber Schreck, LLP – *Associate* (October 2009-December 2010)

- *Corporate, Transactional and Securities Practice:* Private M+A, dispositions and financings; take-private transactions; internal controls analyses; Exchange Act reporting and compliance; state securities laws and NASDAQ compliance; corporate governance; bank credit financings; employment and outside general counsel matters; commercial contracts
- *Mentoring and Training:* Supervised and trained associates and summer associates

Hogan Lovells (then Hogan & Hartson LLP) – *Associate* (September 2005-September 2009); *Summer Associate* (2004)

- *Securities and Transactional Practice:* U.S. and international public equity offerings; cross-border tender offers; Securities Act and Exchange Act registration, reporting and compliance; state securities laws and NYSE, AMEX, and NASDAQ compliance; corporate governance; public and private M+A; restructurings, recapitalizations and going dark transactions; private placements; PIPEs; general corporate matters
- *Leadership:* U.S. Securities Issues Resource Group; U.S. Associates Committee – *National Co-Chair*; Denver Recruiting Committee; Denver Associates Committee
- *Mentoring and Training:* Supervised and trained associates and summer associates; Associate Mentor and Summer Associate Mentor

Ball Corporation (NYSE: BALL) – *Summer Law Clerk* (2003)

- Drafted standard arbitration/dispute resolution clauses for all U.S. and international commercial contracts and all U.S. and international aerospace contracts

Great Divide Brewing Company – *Co-Founder, Senior Vice President, and Director* (April 1994-May 2005)

- *Entrepreneurial and Operational Leadership*: Partnered in startup and business strategy; led corporate finance and legal matters; developed compliance and reporting systems under federal and state laws; managed distributor relationships, sales programming and off-premise sales territories; primary responsibility for marketing, shareholder and board management, corporate governance, banking relationships, employment matters, commercial contracts, real estate, and environmental matters
- *Industry Leadership*: Colorado Brewers Guild – *Co-Founder* (1995), *President* (1996), *Director* (1995-2002)

EDUCATION

University of Denver, Juris Doctor, *Order of St. Ives* (2005)

- Denver University Law Review
- *Am Jur/Scholastic Excellence Awards for Highest Academic Performance*: Constitutional Law, Corporate Finance, Property, Taxation of Corporations/Partnerships/LLCs, Trial Practice, Torts

University of Colorado, MA, Counseling Psychology (Denver, 1996)

University of Colorado, BA, Psychology (Boulder, 1993)

LEADERSHIP AND RECOGNITION

- *Colorado SuperLawyers* (2020-2022); *Colorado SuperLawyers Rising Star* (2009, 2013-2015)
- *Dare to Lead™ Trained* (October 2019)
- *Deloitte Board Ready Women Program* (Fall 2019 Cohort)
- Member, *NACD*, Colorado Chapter
- Moderator, *Women's 100, General Counsel Roundtable*, Palo Alto, CA (June 2019)
- Podcast, *TheCorporateCounsel.net* – [Inside Track with Liz: Tara Dunn & Dr. Stef Johnson on Implicit Bias](#) (January 2019)
- Panelist, *Denver Metro Chamber of Commerce Leadership Roundtable – On Entrepreneurship, Mentors, and Being the Only Woman in the Room* (January 2018)
- Guest, *On the Job: Second Acts – How to Pivot to a New Career*, Denver Metro Chamber of Commerce Podcast (August 2015)
- Panelist, *Perkins Coie Public Company Proxy Seminar* (January 2015)
- Presenter, *Director and Officer Liability*, MyLaw Live Webcast (August 2014)
- Panelist, *Fiduciary Duties of Officers, and Directors of Closely-Held Companies*, Webcredeza (December 2013)
- Panelist, *Developing the In-House and Outside Counsel Relationship*, Denver Bar Association (September 2012)
- Panelist, *Identifying and Addressing Liability Concerns of Private Company Directors and Officers*, American Bar Association – Business Law Section Spring Meeting (April 2010)
- *The Developing Theory of Good Faith in Director Conduct: Are Delaware Courts Ready to Force Corporate Directors to Go Out-of-Pocket After Disney IV?* 83 *Denv. U. L. Rev.* 531 (2005), cited by *In re the Walt Disney Derivative Litigation*, 906 A.2d 27, 64 (Del. 2006)
- *Surviving U.S. Export Controls Post 9/11: A Model Compliance Program*, 33 *Denv. J. Int'l L. & Pol'y* 435 (2005)

NON-PROFIT BOARD SERVICE AND COMMUNITY LEADERSHIP

- **Team Evergreen Cycling Inc.** – *Board Chair* (2023), *Member*, Board of Directors (2021-present); *Chair*, Governance Committee (2021-present)
- **Rocky Mountain MicroFinance Institute** – *Member*, Board of Directors (2018-2021)
- **Denver Metro Chamber Leadership Foundation** – *Board Chair* (2017-2018), *Member*, Board of Directors (2012-2019); *Executive Committee* (2014-2019); *Treasurer & Chair*, Finance & Audit Committee (2015-2016); *Chair Elect* (September 2016-2017); *Chair*, Board Development Committee (September 2016-2017)
- **Denver Metro Chamber of Commerce** – *Member*, Board of Directors (2017-2018), *Finance Committee* (2015-2016)
- **Denver Metro Chamber Leadership Foundation Programs** – *Leadership Denver* (2009); *Legacy Denver* (2012); *Leadership Exchange/LEX* (2012-2014, 2017-2019); *Colorado Experience* (2012, 2015)
- **Colorado Bar** – Admitted October 2005