

SANDRA PHILLIPS ROGERS



CAREER SUMMARY

Senior executive leader and independent public company board member with extensive experience in successfully navigating complex, high-profile global legal and business matters, employing innovative strategy and effective collaboration that advances business objectives. Successful track record of leading transformation initiatives to increase operational efficiency. Thought leader and frequent speaker on risk and crisis management, innovation, mobility and diversity and inclusion.

PROFESSIONAL EXPERIENCE

2012- Present TOYOTA MOTOR NORTH AMERICA, INC. ("TMNA") Plano, TX
Los Angeles, CA

Group Vice President, General Counsel, Chief Legal Officer, Chief Diversity Officer and Corporate Secretary

- Responsible for managing the legal representation of Toyota's affiliates in North America. Direct strategy to help Toyota navigate significant business and legal challenges while supporting its expansion as a global mobility company, one that is an industry leader in autonomous, connected and sustainable vehicle technologies. Lead a team of 100 legal professionals/staff and manage a budget of more than \$250M. Successfully integrated sales and manufacturing legal organizations for headquarters relocation to Plano, enhancing operational efficiency and client solutions.
- As of January 1, 2019, role expanded to oversee Compliance & Audit Office, Product Regulatory Affairs and Social Innovation (focuses on inclusive mobility, community sustainability and workforce readiness). As Chief Diversity Officer reporting to the CEO, responsible for advancing Toyota's long-standing commitment to diversity and inclusion through enriching work environments, team member experiences, the marketplace and our society.
- Provide strategic direction and counsel on business strategy and legal issues to Chief Executive Officer and senior management team and as past Chair of the TMNA Management Committee, advisory member of the TMNA Executive Committee and Secretary of several North America affiliate boards of directors. Manage and mitigate risks as a member of the TMNA Audit Committee and Compliance Advisory Council.
- Provide strategic guidance in critical areas such as global mobility transactions, cybersecurity, privacy, government and regulatory investigations, complex litigation, information technology and crisis management. Led efforts to stand up new affiliate companies in artificial intelligence and connected technology. Developed and managed processes that have resulted in more than \$20M savings since inception.

- Member of Toyota Motor Corporation (TMC) Global Leadership Team (comprised of senior global executives who are positioned to take global leadership roles) and TMNA Executive Diversity and Inclusion Committee.
- Earned increasing levels of responsibility: Vice President and Assistant General Counsel (June 2012-July 2014); Vice President and Deputy General Counsel (July 2014-March 2015); General Counsel and Chief Legal Officer (April 2015-present); Chief Diversity Officer (January 2019-present).

2008-2012 **MORGAN, LEWIS & BOCKIUS L.L.P.** Houston, Texas

Partner

Represented clients in the automotive, life sciences, oil and gas, manufacturing, and financial services industries as trial counsel and lead strategist in high-profile, complex litigation matters.

- Seconded to Toyota (2010-2012) to lead the strategic coordination of in-house and outside counsel in litigation and regulatory and government investigations. Helped coordinate communications and government affairs.
- Acted as public relations spokesperson on pharmaceutical litigation issues to increase firm's profile and develop business opportunities.
- Helped lead firm's diversity and inclusion efforts as member of Diversity Committee.

2008-2004 **PFIZER INC.** New York, New York

Senior Vice President and Associate General Counsel, Chief Litigation Counsel

Earned increasing levels of responsibility (Assistant General Counsel, 2004-2005; Vice President and Assistant General Counsel, 2005-2006) to successfully guide the company through its most challenging litigation, regulatory, and business events.

- Set legal strategy for Pfizer's global litigation matters. Led Pfizer's Global Litigation Center of Emphasis (50 attorneys and staff), achieving increased percentage of favorable outcomes while facing multiple challenges from the environment and internal budget constraints. Managed a \$330M budget and successfully led two campaigns to reduce costs and transform the Legal Division to achieve savings and improve client service and alignment.
- Provided strategic direction to the business as a member of Pfizer's Senior Management Team and managed risks as a member of the Corporate Compliance and SEC Disclosure and Certification Committees.
- Regularly briefed Chief Executive Officer, Board of Directors, and Executive Leadership Team on significant litigation and business matters; partnered with Chief Financial Officer to achieve cost savings for company.
- Developed communications and crisis management strategy for major litigation matters and designed, implemented and managed the Legal Division's legal risk mitigation program.

**1995-2003;
2004** **SHOOK, HARDY & BACON L.L.P.** Houston, Texas

Managing Partner of Houston Office

Promoted from Associate (1995-2000) and Partner (2000-2003) to Managing Partner of 75 attorneys and staff, overseeing growth of office and pharmaceutical litigation practice group.

- Developed and executed strategic plan that successfully revitalized office in the marketplace, recruiting and retaining key talent. Helped shape firm's strategic plan as member of firm's Management Council.
- Led Houston office pharmaceutical and medical device practice group, successfully resolving high profile matters including silicone breast implants and diet drugs.
- Served as trial counsel and lead strategist in significant toxic tort, commercial, employment, and product litigation matters for Fortune 100 oil and gas, beverage and insurance companies.

2003-2004 **BAKER & HOSTETLER L.L.P.** Houston, Texas

Partner

Managed a team of attorneys and paralegals and served as national and regional counsel for Fortune 100 oil and gas, pharmaceutical, healthcare and insurance companies in product liability, commercial, toxic tort and employment litigation.

1993-1995 **CHAMBERLAIN, HRDLICKA, WHITE, WILLIAMS & MARTIN L.L.P.** Houston, Texas

Associate

Litigated commercial cases involving contract, securities, trademark, and employment issues and achieved significant number of favorable results for clients through mediation and negotiated settlement.

1991-1993 **CHEVRON CORPORATION, TRIAL UNIT** Houston, Texas

Attorney

Directly reporting to head of litigation, handled cases as lead and co-counsel in tort, commercial, toxic tort, employment and oil and gas law matters. Advised downstream and upstream business units on litigation matters and risk management.

PUBLIC COMPANY BOARD EXPERIENCE AND CERTIFICATIONS

MSA Safety Incorporated (NYSE: MSA) (Audit and Law (Chair) Committees), November 2017-present

National Association of Corporate Directors *Governance Fellow*, 2018-present

CERT Certificate in Cybersecurity Oversight, 2018

NON-PROFIT BOARD MEMBERSHIPS AND COMMUNITY AFFILIATIONS

United Way of Metropolitan Dallas, September 2017-present

The Dallas Assembly, March 2020 - present

University of Texas Center for Women in Law, Founding Member, 2011-present. Executive Committee (2017-present); Co-chair, 2017 Women's Power Summit

University of Texas Law School Foundation (Audit, Nominating and Development Committees), 2015-present

Texas Transportation Institute Advisory Council, August 2018-present

YWCA USA (Governance Committee and Audit Committee Chair), 2016-2019

Executive Leadership Council, March 2018-present

DirectWomen, Board Institute Program, 2017

Panelist, 2017 Aspen Ideas Festival and 2017 *Fortune* Most Power Women Conference

AWARDS AND RECOGNITIONS

2019 *Dallas Business Journal* Women in Business

"Most Powerful Women in Business," *Black Enterprise* (January 2019 and 2017)

Outstanding Alumna Award, University of Texas School of Law, October 2018

"300 Most Powerful Executives in Corporate America," *Black Enterprise* (January 2018)

"2017 Champion of Diversity," *D CEO* (September 2017)

2017 Legend in Law, Burton Foundation Awards (May 2017)

Brennan Center for Justice Legacy Award (November 2016)

EDUCATION

JD, University of Texas School of Law (1991)

BJ, Broadcast News, University of Texas at Austin (1988)

PERSONAL

Enjoy golf, tennis, hiking, music festivals and travel