

KELLYE L. WALKER



TO REQUEST CONTACT INFORMATION FOR THIS INDIVIDUAL, PLEASE
EMAIL SHAWN TAYLOR KAMINSKI: SKAMINSKI@DIRECTWOMEN.ORG

GENERAL COUNSEL AND CHIEF LEGAL OFFICER

Experienced General Counsel, influential executive team member and advisor, focused on implementing strategic business, legal and compliance initiatives, proactively creating powerful internal and external alliances, and providing executive leadership to organizations. Expertise, strengths and experiences include:

- Developing strategy and creating business-focused functional strategic action plans
- Leading large multi-disciplinary teams
- Leading enterprise-wide change initiative and corporate reorganization
- Advising the board and directing corporate governance policies and practices
- Managing all aspects of enterprise compliance and internal investigations activities
- Enhancing efficiencies and increasing value-added service delivery

PROFESSIONAL EXPERIENCE

EASTMAN CHEMICAL COMPANY, Kingsport, TN

Executive Vice President and Chief Legal Officer

April 2020 – Present

- Member of the executive leadership team responsible for overall management and strategic direction of Eastman Chemical Company, a global Fortune 500 special materials company (NYSE:EMN)
- Lead a team of over 400 professionals, with responsibility for developing forward-thinking, strategic direction for the company's law department, as well as the company's global government affairs, product stewardship and regulatory affairs, global business conduct and global health, safety, environment and security organizations

HUNTINGTON INGALLS INDUSTRIES, INC., Newport News, VA

Executive Vice President and Chief Legal Officer

January 2015 – March 2020

- Served as an executive lead on the company's Supply Chain Cybersecurity Compliance and Risk Mitigation Program
- Established strategic objectives for and led the enterprise-wide law department including mergers and acquisitions, litigation management, corporate governance, enterprise compliance and internal investigations focused on operational efficiency, value creation and talent development
- Organized and actively participated in Board and Committee meetings, including annual strategic planning, and as served as advisor to the Board
- Led investor communications on governance matters

AMERICAN WATER WORKS COMPANY, INC., Voorhees, NJ

Senior Vice President, General Counsel and Secretary

January 2010 – January 2015

Chief Administrative Officer, General Counsel and Secretary

September 2010 – May 2014

- As CAO, led and managed a 200-plus person organization, setting strategic direction for each of the Legal, Human Resources (including HRIS), Information Technology Services, Communications and Government Affairs Departments
- Served as one of five executive steering committee members leading the company's \$300 million enterprise-wide Business Transformation/ERP conversion to SAP, including both business process and information systems transformations
- Led multi-year, enterprise-wide culture change initiative in support of Business Transformation conversion to SAP
- Served as advisor to the Board, as well as corporate secretary

DIAGEO NORTH AMERICA, INC., Norwalk, CT

Senior Vice President and General Counsel

February 2007 – June 2009

- Member of the global senior leadership team for multi-national Diageo, plc, a FTSE 100 company and the world's leading premium drinks business, serving on the executive team for Diageo North America (DNA)
- Instituted a compliance program for DNA which served as the model for the global compliance program
- Managed a team of acquisition counsel and served as a key member on a \$1 billion cross-border transaction team
- Served as a faculty member for Diageo's Global Leadership Performance Programme
- Reorganized the supply chain/vendor support process

BJ'S WHOLESALE CLUB, INC., Natick, MA**Senior Vice President, General Counsel and Secretary****February 2003 – December 2006**

- Served as a key member of several strategic teams, including the committee for real estate site selection for company expansion and the information security steering committee
- Liaison and principal negotiator with federal regulators in Federal Trade Commission investigation

HILL & BARLOW, L.L.P., Boston, MA**Member (Partner)****August 2002 – January 2003****Of Counsel****July 2000 – August 2002**

Practiced as mergers and acquisitions lawyer in the firm's Corporate Department (Technology/Emerging Companies and Private Equity/Venture Capital Practice Groups). Counseled clients in the areas of mergers and acquisitions, private equity financing, corporate governance and general corporate matters.

CHAFFE, MCCALL, PHILLIPS, TOLER & SARPY, L.L.P., New Orleans, LA**Voting Partner****September 1998 – June 2000****Associate****November 1995 – September 1998**

Practiced in the firm's Business Section. Counseled clients in the areas of mergers and acquisitions, private equity financing, and general corporate matters. Developed the firm's Women in Business Seminar series.

BOULT, CUMMINGS, CONNERS & BERRY, PLC, Nashville, TN**Associate****August 1992 - November 1995****Summer Associate****Summer 1991 and 1990**

Practiced in the firm's Corporate and Securities section with extensive experience in general business counseling, mergers and acquisitions, and private and public financing.

EDUCATION**EMORY UNIVERSITY SCHOOL OF LAW, Atlanta, GA**

Juris Doctor, May 1992

- *Emory International Law Review*, Research Editor
- 1992 Outstanding Woman Law Graduate

LOUISIANA TECH UNIVERSITY, Ruston, LA

Bachelor of Science, May 1987

Business Administration, Marketing

PROFESSIONAL AFFILIATIONS AND SELECT AWARDS

- American College of Governance Counsel – Fellow (2020 – present)
- American Bar Association (Business Law Section) and American Bar Foundation Fellow
- Burton Foundation Legend in the Law Award (2014)
- DirectWomen's 2017 Board Institute class
- Executive Leadership Council – Member (2016 – present)
- *Financial Times* Global 20 GC Honoree (2019)
- National Association of Corporate Directors – Member (2010 – present)
- Philadelphia Business Journal Woman of Distinction Award (2011)

BOARD AND GOVERNANCE EXPERIENCE

- Lincoln Electric Company (NASDAQ: LECO) – Board Member (2020 – present)
- Association of Corporate Counsel – Board Member (2005 – 2009)
- ACHIEVEability – Board Member and Development Committee Chair (2011 – 2015)
- Christopher Newport University, Board of Visitors (2016 – 2020)
- Emory University Law School Alumni Association – Board Member (2012 – 2015)
- National Constitution Center – Corporate Council Board Member (2011 – 2015)

- US Chamber of Commerce Litigation Center – Board Member (2015 – 2018)