

Lily Yan Hughes

PROFESSIONAL EXPERIENCE

SYRACUSE UNIVERSITY COLLEGE OF LAW, Syracuse, NY, July 2021 – Present
Assistant Dean of Career Services, Office of Career Services; University Leadership Team

Oversee strategy and operations of the Office of Career Services in partnership with internal and external stakeholders to provide comprehensive support and guidance to students and alumni in their development of fulfilling and successful career paths in the legal profession.:

ARROW ELECTRONICS, INC. (NYSE:ARW), Centennial, CO, July 2019 – Dec 2020
Senior Vice President, Chief Legal Officer & Corporate Secretary

Member of the Executive Committee and responsible for the 120+ member of the global legal, compliance and trade compliance organizations based in North America, Europe, Asia, and Latin America. With 2020 sales of nearly \$29B and 19,000+ employees worldwide, Arrow is a Fortune 150 global provider of products, services, and solutions to industrial and commercial users of electronic components and enterprise computing solutions. Accomplishments included:

- Guiding Arrow through high-profile geo-political matters, including navigating sensitive discussions with different government regulators and significant business partners.
- Transforming the legal and compliance team into a highly motivated and effective “One Arrow” global legal team focused on excellence and delivery of services as trusted business advisors.
- Upgrading the trade compliance risk function into a competitive advantage for Arrow.
- Implemented key enterprise risk mitigation initiatives, including a top-to-bottom “refresh” of governance and global compliance controls and procedures.

PUBLIC STORAGE (NYSE:PSA), Glendale, CA, Jan 2015 – May 2019
Senior Vice President, Chief Legal Officer & Corporate Secretary

Member of Executive Management team of Public Storage, a S&P 500 and FT Global 500 company. Public Storage is a real estate investment trust with market cap of \$58B+ based in California. Public Storage owns and operates retail stores/self-storage properties and storage facilities in 38 states and in Western Europe under the “Shurgard” brand. Public Storage also owns a common equity interest in industrial and commercial real estate focused PS Business Parks, Inc. (NYSE:PSB), with market cap of \$4.9B+..

- Trusted advisor to two separate public company boards and executive teams at Public Storage and PS Business Parks, including attending their meetings, and to the Shurgard European legal team.
- Guided Public Storage and PS Business Parks boards on C-Suite succession strategy over a four-year period, including CEO, CFO and board transitions.
- Significant European experience, including overseeing IPO of Shurgard, renegotiating a joint venture with a sophisticated institutional investor, and raising €500 Million on Euronext Brussels.
- Led the Internal Audit function and implemented key enterprise risk mitigation initiatives, including executing a top-to-bottom “refresh” of business continuity and disaster recovery plan.
- Together with the CFO, closed over \$3 billion of private and public equity and debt transactions, including an inaugural \$1 billion public bond offering.
- Developed legal and business strategies for successful resolution of numerous high stakes consumer class action matters with up to \$1 billion in potential exposure, as well as successfully addressing government inquiries and related matters.

INGRAM MICRO INC. (NYSE:IM), Santa Ana, CA, Mar 1997 – Jan 2015
Vice President & Associate General Counsel - Corporate, M&A & Finance; Assistant Secretary

Ingram Micro Inc., a former Fortune 100 NYSE company (now privately held, with \$47+ billion in sales, over

22,000 employees in 38 countries, and selling into 160+ countries at the time), is the world's largest wholesale information technology & mobile devices distributor from leading companies such as Apple, Cisco, Dell, Google, HP, IBM, Intel, Lenovo, and Microsoft, and a global e-commerce & technology services provider (Cloud solutions; refurbish/repair/disposition of technology and mobility products; and ordering and back-office support and logistics for e-commerce of many different companies).

- With the General Counsel, oversaw all corporate legal matters, including global M&A. Primary legal lead on all SEC, NYSE, board, corporate governance, and global finance transactions. Reported to board regularly on governance, disclosure, SOX 404 and enterprise risk management.
- Negotiated key strategic alliances with HP, Apple, Intel, SAP and Dell. With the General Counsel, led negotiations for the transformative \$840 million acquisition of publicly traded BrightPoint, Inc., and acquisitions expanding global footprint into Asia Pacific, Middle East and Europe. E-commerce acquisitions included a Toronto leading cloud marketplace and global service provider and a Palo-Alto leading cloud logistics and supply chain management SaaS provider.
- Led negotiations for corporate finance transactions and managed global teams to close 35+ public and private capital markets/finance transactions ranging from under \$100 million to \$1B+, including credit agreements, commercial paper, notes, asset securitizations, factoring, term loans, cash pooling agreements, and subordinated debentures. Significant global tax restructuring experience, including interactions with banks and rating agencies.
- Successfully guided Ingram over multiple business growth and contraction cycles, many of which were tied to the technology industry, including leading negotiations with chief strategy officer in analyzing risks and opportunities for international expansion and into higher margin businesses.

CITY OF HOPE, Los Angeles, CA, Oct 1995 – Feb 1997

Associate Director, Property Management Department

- Managed real estate, oil and gas partnership interests and other assets.

MANATT, PHELPS & PHILLIPS, Los Angeles, CA, Feb 1992 – Sept 1995

Partner (Jan-Sept 1995) and Associate, Corporate Securities and Financial Services Departments

- Advised a broad range of clients, from investment banks, publicly traded banks and savings and loan holding companies to other public and private companies on regulatory, disclosure, capital raising, and executive compensation issues, corporate strategies, corporate formation and governance, insider trading and securities matters. Led a variety of transactions, including M&A, public and private securities offerings, restructurings and joint ventures.

MCKENNA, CONNER & CUNEO (dissolved law firm), Los Angeles, CA, Oct 1988 – Feb 1992

Associate, Corporate Securities Department

- Advised savings & loan institutions and community banks on public disclosures, capital and restructuring transactions. Advocated on behalf of clients before federal and state banking regulators.

BOARD EXPERIENCE

DIRECTWOMEN, October 2021-Present

- Development Committee and Class Committee Member.

ASSOCIATION OF CORPORATE COUNSEL (ACC), Global Board of Directors, Oct 2018-Nov 2021

- Oversight of strategy, CEO, and executive management for non-profit with over 43,000 in-house lawyer members in more than 80 countries, including on the Executive Committee for two years.

ACC SOUTHERN CALIFORNIA CHAPTER, 2011-2018

- President, 2015-2016.

NATIONAL AMERICAN HEART ASSOCIATION (AHA), Dallas, Texas, 1996-1998

- Audit Committee and Program Committee Member.

AHA, GREATER LOS ANGELES AFFILIATE, 1993-1997

- Chairman of the Board and other leadership positions.

HONORS & AWARDS

Power 50 (Women in the C-Suite) Award – National Diversity Council, 2020 and 2021

DirectWomen Board Institute, 2019

General Counsel of the Year – National Women in the Law Awards (American Law Media), 2018

Public Company General Counsel of the Year Award – Los Angeles Business Journal, 2017

Profile in Diversity Award – ACC Southern California Chapter, 2017

Top 50 Women Lawyers Honor – National Diversity Council, 2016

Multicultural Leadership Award – California Diversity Council, 2014

BAR AFFILIATION & EDUCATION

State Bar of California, December 1988

UC Berkeley School of Law, Berkeley, CA, JD, 1988; Moot Court Board Award for Best Brief, 1986

UC Berkeley, Berkeley, CA, 1983-1985, B.A., Political Science, 1985

Williams College, Williamstown, MA, 1981-1983

PERSONAL

Completed 13 Half-Marathons.

Conversational Cantonese. Immigrated from Hong Kong in 1974.