

# JANET DHILLON



## PROFESSIONAL EXPERIENCE

### EQUAL EMPLOYMENT OPPORTUNITY COMMISSION

*The EEOC is responsible for enforcing the federal laws that prohibit discrimination in the workplace. It has 2000 employees in 53 offices across the country.*

#### **Chairperson May 2019-present**

Responsible for all aspects of the EEOC's operations. Chairs a five-member, bi-partisan Commission (two seats are current empty). Nominated to serve as Chairperson in June 2017. Confirmed by the United States Senate in May 2019.

### BURLINGTON STORES, INC.

*Burlington Stores is a leading off-price retailer operating over 600 stores in the United States and Puerto Rico.*

#### **Executive Vice President, General Counsel and Corporate Secretary July 2015-July 2017**

##### Leadership and Corporate Governance

- Responsible for all facets of the Company's legal function, including corporate securities, transactions, litigation, real estate, ethics, labor and employment, Sarbanes-Oxley and Dodd-Frank compliance and regulatory issues.
- Managed all board of directors and committee meetings; advised the board, committees, individual directors and the executive team on corporate governance and securities matters.
- Established processes and procedures to facilitate the Company's public reporting obligations (the Company went public in late 2013).
- Member of the Executive Leadership Team reporting to the Chief Executive Officer.

##### Risk Management and Workers' Compensation

- Responsible for the Company's risk management and Workers' Compensation functions.

### J. C. PENNEY COMPANY, INC.

*JCPenney operates over 850 department stores throughout the United States and Puerto Rico.*

#### **Executive Vice President, General Counsel and Corporate Secretary February 2009-March 2015**

##### Leadership and Corporate Governance

- Responsible for all facets of the Company's legal affairs function, including corporate securities, transactions, litigation, tax, real estate, ethics, labor and employment, Sarbanes-Oxley and Dodd-Frank compliance and regulatory issues.
- Directed an in-house team of 80 legal professionals located in Texas and overseas.

- Restructured the legal department to create an ethics and compliance team function that delivered innovative and impactful training throughout the organization via in-person meetings and unique web-based tools.
- Managed all board of director and committee meetings; advised the board, committees, individual directors and the executive team on corporate governance and securities matters.
- As a member of the Company's senior management team, sat on the Company's internal Capital Appropriations Committee, Business Ethics Committee, Leadership Council, and Disclosure and Controls Review Committee.
- Co-chaired the Company's annual United Way Campaigns in 2010 and 2011.
- Oversaw compliance program for international offices.

#### Government Affairs

- Responsible for all aspects of the Company's government relations strategies.
- Oversaw the Company's lobbying efforts at the federal level and in the 49 states where the Company does business.

#### **US AIRWAYS GROUP, INC.**

*US Airways Group, Inc. was comprised of three certificated air carriers that together operated over 3,100 flights per day, to more than 200 destinations in the United States, Canada, Mexico, Europe, the Middle East, the Caribbean, and Central and South America.*

**Senior Vice President, General Counsel and Chief Compliance Officer  
September 2006-February 2009**

**Vice President, Deputy General Counsel and Chief Compliance Officer  
January 2005-August 2006**

**Managing Director-Legal  
August 2004-January 2005**

#### Mergers & Acquisitions

- Played a key role in the negotiation and consummation of the merger of US Airways, Inc. and America West Airlines, Inc.
- Post-merger, led the integration of the legal departments of US Airways and America West.
- Had primary responsibility for integrating and re-negotiating the two airlines' third-party contracts to achieve over \$500 million in annual savings.

#### Bankruptcy and Restructurings

- Prior to the September 2005 merger of US Airways, Inc. and America West Airlines, Inc., had primary responsibility for all legal matters related to the bankruptcy proceedings of US Airways Group, Inc., and its subsidiaries.
- Played a critical role in guiding US Airways through its second Chapter 11 reorganization in 2004-2005. US Airways entered bankruptcy with no debtor-in-possession financing. During the course of the Company's restructuring, it negotiated work rule concessions and pay reductions with all of its work groups (pilots, flight attendants, mechanics and ground workers), terminated defined benefit pension plans, and attracted financing that allowed the Company to exit bankruptcy thirteen months after its second Chapter 11 filing.

#### Crisis Management

- Key member of the team that responded to the crash of US Airways flight 1549 into the Hudson River in January 2009. Coordinated the Company's public response and led the legal response to the NTSB investigation in the immediate aftermath of the crash.

## Corporate Security

- Responsible for all aspects of the Company's corporate security function, including security at its physical facilities and compliance with federal aviation security regulations. Also responsible for compliance with aviation security regulations in all of the countries where US Airways operated.

## **SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP**

Washington, D.C. & Los Angeles, CA

*Skadden, Arps is a full-service, international law firm with over 2,000 lawyers in the United States, Europe and Asia.*

### **Litigation Associate and Litigation Counsel September 1991-August 2004**

- Emphasis on complex business and bankruptcy litigation for a variety of sophisticated clients including US Airways Group, Inc., Deloitte & Touche LLP, Farmers Group, Inc. and Citibank.
- Defended a major financial institution in high-stakes arbitration over the sale of a credit card portfolio that resulted in a defense verdict in favor of the client.
- Represented a major entertainment company in a dispute over royalty rights stemming from two hit television series that resulted in the dismissal on summary judgment of all claims against the client.
- Represented US Airways in a bankruptcy court trial over the valuation of a multi-million dollar claim brought by the Pension Benefit Guarantee Corporation.

## **OTHER LEADERSHIP AND COMMUNITY EXPERIENCE**

### **CASA (Dallas Chapter)**

**2014 to 2015**

Member of the Board of Directors. Dallas CASA (Court Appointed Special Advocates) is a non-profit organization of volunteers who are voices for abused children in court. CASA volunteers are appointed by judges to advocate for the best interests of abused and neglected children in protective care.

### **Retail Litigation Center 2009 to 2015**

Past Chairman of the Board of Directors of the Retail Litigation Center ("RLC"). The RLC's mission is to provide the retail industry with an opportunity to weigh in at the appellate level on legal issues of significance to the industry.

### **Federal Judicial Evaluation Committee 2013 to 2015**

Member of a committee of Texas attorneys who screen and recommend to Senators Cornyn and Cruz nominees for vacancies on the federal bench and U.S. Attorney offices in Texas.

### **Advisory Board for the SMU Corporate Counsel Symposium 2013 to 2015**

The Symposium is a student-run event comprised of presentations by nationally recognized attorneys and experts on various issues. The purpose of the Symposium is to provide corporate counsel with an overview of timely corporate legal issues.

### **Leadership Council on Legal Diversity 2010 to 2015**

Member of the Leadership Council on Legal Diversity ("LCLD"), and the LCLD Pipeline Committee. The LCLD is a national organization comprised of General Counsel and law firm Managing Partners who work together to increase diversity in the legal profession.

**Texas Minority Counsel Conference  
2010 and 2013**

Co-chaired the General Counsel/Managing Partner Texas Diversity Roundtable at the Texas Minority Counsel Conference in September 2010 and November 2013.

**St. Mary's Food Bank Alliance  
2008-2009**

Member of the Board of Directors of St. Mary's Food Bank in Phoenix, Arizona. St. Mary's Food Bank Alliance is the world's first food bank. It serves two-thirds of Arizona's fifteen counties.

**International Women's Forum – Dallas and Philadelphia  
2012 - Present**

**Fellow of the American Bar Association  
2012 – Present**

**PROFESSIONAL HONORS**

2014 – Named Outstanding General Counsel – Large Legal Department – Dallas/Fort Worth  
by ACC and D CEO Magazine

2012 – Recipient of Corporate Counsel Diversity Award  
from the Dallas Hispanic Bar Association

2012 – Recipient of the Public Interest Award  
Burton Awards for Legal Achievement

2011 – Appointed to the Best Lawyers Advisory Board

2008 – Named one of the “Ten Most Influential Lawyers” in Arizona  
by Arizona Business Magazine.

**EDUCATION**

J.D., UCLA SCHOOL OF LAW, Los Angeles, CA 1991  
Ranked 1<sup>st</sup> in a class of 322 students  
Order of the Coif

American Jurisprudence Awards in Evidence, Civil Procedure and Professional Responsibility

OCCIDENTAL COLLEGE, Los Angeles, CA 1984  
B.A. in History, Minor in Political Science  
Phi Beta Kappa  
Magna Cum Laude  
Departmental Honors

**BAR ADMISSIONS**

California, District of Columbia and Texas