



LINDA A. WILLETT

Executive Vice President, General Counsel and Secretary; member of the executive team leading a strategic business transformation, associated with health care reform, and restructuring of a \$13B health insurance company.

With Experience and Demonstrated Success In:

**Corporate Governance • Enterprise Risk Management • Health Care Reform
Multinational Business Operations • Mergers & Acquisitions
Commercial Transactions • Litigation • Intellectual Property
Employment • Regulatory Compliance • Securities • Government Relations**

PROFESSIONAL EXPERIENCE

HORIZON BLUE CROSS BLUE SHIELD, Newark, NJ 2010 - Present
New Jersey's largest health insurance company; Horizon employs over 5,400 employees, with a medical enrollment of over 3.8M members almost \$13B in revenue in 2017.

EXECUTIVE VICE PRESIDENT, GENERAL COUNSEL & SECRETARY (2020 – Present)

SENIOR VICE PRESIDENT, GENERAL COUNSEL & SECRETARY (2010 - 2019)

Strategic Leadership and Corporate Governance

- Responsible for Communications; Compliance, Enterprise Risk Management, Legal Affairs, Government Affairs; the Horizon Foundation; Public Affairs; and Regulatory Affairs..
- Advises the board, committees, individual directors and the executive team on all corporate governance issues.
- Guided the company through two CEO transitions, restructuring of the management team and creation of a comprehensive multi-year business strategy.
- Worked with the CEO and Board Chair to develop a more diverse and inclusive Board of Directors.
- Restructured the company's legal entities for better revenue recognition and tax treatment.
- Integrated Compliance, Internal Audit and Risk Management for more effective enterprise risk management.
- Corporate liaison for all relationships with the Governor's Office, New Jersey Attorney General, and Commissioner, Department of Banking and Insurance.

Risk Management

- Created the company's Enterprise Risk Management framework
- Responsible for State Own Risk Solvency Assessment [ORSA] reporting.
- Advises all businesses on legal, legislative, regulatory and reputational risks associated with evolving strategies.

Securities

- Led management, and the board, through a decision-making process regarding converting the company to a publicly traded form.

Hospital and Provider Relationships

- Created governance models and legal entities for joint ventures with hospitals and large group health care providers.
- Created the legal framework for the OMNIA Health Alliance.
- Created the legal framework for the *Braven* joint venture with Hackensack Medical Center

SEDGWICK DETERT MORAN & ARNOLD, New York, NY 2008 - 2009
An international litigation and business law firm that provides counseling, risk management, litigation management, trial, appellate and transactional legal services to sophisticated corporate clients. Sedgwick has more than 350 attorneys in ten offices in the U.S. and Europe.

PARTNER (2008 – 2009)

Served as external counsel to a major pharmaceutical company for purposes of concluding negotiations with states' Attorneys General regarding resolutions of sales, marketing and promotional issues. This was an 18-month transitional role.

BRISTOL-MYERS SQUIBB COMPANY, New York, NY

1996-2008

A global biopharma company focusing on cancer, cardiovascular disease, diabetes, hepatitis B, HIV/AIDS, rheumatoid arthritis and psychiatric disorders. Bristol-Myers Squibb employs over 28,000 employees worldwide and generated \$16.56B in revenue in 2015.

VICE PRESIDENT, DEPUTY GENERAL COUNSEL (1998 - 2008)

VICE PRESIDENT, ASSOCIATE GENERAL COUNSEL (1996 - 1998)

Leadership

- Responsible for administrative oversight of 10 cost centers populated by 240 attorneys and approximately 100 support staff. Managed the worldwide Legal Division budget of approximately \$75M in internal expenses per year and a range of \$150M to \$250M in external expenses for approximately five years.

Litigation and Government Investigations

- Resolved a **Department of Justice investigation** into sales, marketing and promotional practices with the lowest industry penalty, of approximately \$500M, and the only company to avoid criminal penalties.
- Assisted the company with compliance with a **Deferred Prosecution Agreement**, entered into to resolve allegations of securities violations associated with “channel stuffing”, and that successfully concluded after three years.

Securities

- Guided the company through an **SEC investigation** and securities litigation following the FDA’s rejection of a major new drug application. Resolved all issues without criminal penalty.

Corporate Governance and Compliance

- Played a critical role in implementing SOX404 immediately after enactment of Sarbanes-Oxley, creating a sub-certification process to ensure thorough financial controls.
- Helped to build the company’s first global compliance function including the hiring of a Chief Compliance Officer.
- Guided the company through compliance with a settlement agreement and **Corporate Integrity Agreement** entered into with the OIG upon resolution of an investigation into sales, marketing and promotional practices.

Commercial Transactions

- Oversaw the completion of numerous joint venture and co-marketing alignments with pharmaceutical and biotech companies.

Mergers and Acquisitions

- Successfully divested four subsidiaries over five years to create \$6B in revenue for the parent company.
- Guided the company through due diligence resulting in the acquisition of an \$8B biopharma company.

Enterprise Risk Management

- Guided the company through the creation and systemic implementation of a global Enterprise Risk Management function.
- Resolved numerous allegations of **Foreign Corrupt Practices Act** violations in China, Southeast Asia and Mexico without criminal penalty.

McCARTER & ENGLISH, LLP, Newark, NJ

1990-1996

A firm of over 400 lawyers with offices in Boston, Hartford, Stamford, New York City, Newark, Philadelphia and Wilmington. In continuous business for more than 160 years, McCarter & English is one of the oldest and largest law firms in America.

PARTNER (1994 - 1996)

ASSOCIATE (1990 - 1993)

National litigation practice with expertise in management and settlement of mass tort litigation involving drug and medical device products.

- Led the strategy for resolving the nation-wide breast implant litigation including a 15-year structured settlement and resolution, through negotiated settlement or trial, of 24,000 cases that had opted out of that settlement.
- Represented a national insurer of more than 100 medical device companies in product liability cases. Over 50 dismissals and more than 75 settlements over a five-year period.
- Malpractice defense counsel to the Association of Oral and Maxillofacial Surgeons.

PFIZER, INC., New York, NY 1989 - 1990
A biopharmaceutical company engaged in discovery, development, manufacture and marketing of prescription medicines for humans and animals worldwide. Merger with Wyeth, Inc. resulted in a company of more than 111,000 employees and more than \$48.85B in revenue in 2015.

ASSOCIATE GENERAL COUNSEL - International

SHULTON, INC., Clifton, NJ 1983 - 1987
An international consumer products company and subsidiary of the American Cyanamid Company. Marketed brands under the trade names such as Breck®, Old Spice®, Pine-Sol® and Combat®. Shulton, Inc. was sold to Proctor & Gamble.

PRODUCT DEVELOPMENT MANAGEMENT

LEDERLE LABORATORIES, Pearl River, NY 1980 - 1982
An international pharmaceutical company, and subsidiary of the American Cyanamid Company. Lederle was sold to Wyeth.

INFORMATION MANAGEMENT

TEACHER OF SCIENCE AT MIDDLE AND SECONDARY SCHOOLS 1969 - 1980

EDUCATION

Rutgers University School of Law - Newark, NJ

J.D. Spring 1989; Recipient of the Myron Harkavy Prize awarded to the member of the senior class showing the most promise as a trial lawyer; Rutgers Law Review: Managing Editor; Note, *Vaccine-related Injury Actions: Federal Preemption Reconsidered*, 41 Rutgers Law Review 383 (1988).

Rutgers University - New Brunswick, NJ

Master's Degree in Library and Information Science, 1981

Duquesne University - Pittsburgh, PA

Master's Degree, Science Education, 1971

Indiana University of Pennsylvania - Indiana, PA

Bachelor's Degree, Science Education, 1969

BOARDS and MEMBERSHIPS

New Jersey Performing Arts Center

New Jersey's premiere performing arts center hosting hundreds of events each year and also serving as arts educator to the state's public school population. Board Member, 2013 – present.

Rutgers School of Law, Center for Corporate Law and Governance, Advisory Board Chair 2014 - present

Women's Forum of New York

A community where preeminent New York women leaders of diverse achievement come together to make a difference for each other and take an active leadership role in matters of importance to them.

President, Board of Directors 2018 - 2019

Member, Board of Directors 2007 - 2010

President, Education Fund Board 2015 – present

Devon Yacht Club

A private social club dedicated to sailing and social interaction. Member 2020 – present

European Justice Forum

A coalition of businesses, individuals and organizations that are working to promote fair, balanced, transparent and efficient civil justice laws and systems in Europe.

Chair, Board of Directors 2006 - 2007

Founding Member in 2005

Economic Club of New York

A non-profit and non-partisan institution whose purpose is to promote the study and discussion of social, economic, and political questions.

Member, 2006 - present

RECENT PROFESSIONAL HONORS

Indiana University of Pennsylvania, Keynote Speaker, *Women in STEM Luncheon* 2021

Indiana University of Pennsylvania, *Distinguished Alumni Award* 2020

Rutgers School of Law, *Alum of the Year Award*, November 5, 2015

Quebec Corporate State – Invited Speaker: “Future Casting” – February 18, 2015