



VANESSA L. ALLEN SUTHERLAND, JD/MBA/CIPP

Vanessa Allen Sutherland is a seasoned corporate executive who has served on public and nonprofit boards. She also previously served as the chief executive officer and chairperson of the U.S. Chemical Safety and Hazard Investigation Board, a U.S. federal agency, leading its transformation effort after several scandals. Given her oversight of insurance, audit and compliance, government relations and other areas, she is a practical risk “balancer” who has navigated competing stakeholder pressures on an enterprise.

BOARD EXPERIENCES

Southern Company Gas, subsidiary board of Southern Company (NYSE: SO), Atlanta, GA (2020-present) - a Fortune 500 energy services company headquartered in Atlanta, Georgia whose operations consist of natural gas distribution, wholesale services, retail operations, and midstream operations.

Eastman Chemical Corporation (NYSE: EMN), Kingsport, TN (2020-2021) - a \$10B global advanced materials and specialty additives company, headquartered in Tennessee, that produces a broad range of products found in items people use every day.

Board of Trustees, The Woodruff Arts Center, Atlanta, GA (2021-present)

Board Member, Virginia Symphony Orchestra, Norfolk, VA (2018-present)

Board Member (Vice-Chair), Peter Paul Development Center, Richmond, VA (2006-2012) - supporting the disadvantaged community of East End Richmond Virginia through education and community-oriented programs.

AWARDS & RECOGNITION

Savoy Magazine, 2022 Most Influential Black Corporate Directors	2022
Savoy Magazine, 2021 Most Influential Black Corporate Directors	2021
National Diversity Council, Awardee, Power 50 List	2021
Corporate Counsel Magazine – “Best Of” Law Departments Legal Ops Winner	2020
Profile Magazine, Featured in “Reimagining Rail for the Future”	2019
Process Safety Progress Journal and Bloomberg BNA, profiled as leader in chemical safety	2017
University of Richmond, Office of Multicultural Affairs, “Standing on the Shoulders of Giants” Award	2017
CEO Magazine, profiled in “Women Who Do It All”	Winter 2016
US Department of Transportation, Inspiring Leader Award	2015
Secretary of Transportation, 47 th Annual, Dual Honoree	2013 - 2014
Virginia Lawyers Media, “Leaders in the Law 2010”	2011
Jack and Jill of America – Distinguished Mother of the Year	2011
Association of Corporate Counsel, Co-Creator, Corporate Scholars Program to promote corporate diversity	2000

PROFESSIONAL EXPERIENCE

PHILLIPS 66, Houston, TX 2022-present

Fortune 40: A diversified energy manufacturing and logistics company with unique businesses in Refining, Midstream, Chemicals and Marketing and Specialties, with more than 14,000 employees in six countries with \$63B annual revenues. Executive Vice President, Legal and Government Affairs, General Counsel and Corporate Secretary

Member of the executive leadership team, responsible collectively for leading the company through a global energy transition. Responsible for developing legal, political and personnel strategies to support current and future lines of business. Manage a budget of \$70M with eight direct reports of 172 departmental employees.

NORFOLK SOUTHERN CORPORATION, Norfolk, VA/Atlanta, GA 2018 – 2022

Fortune 300: One of the nation’s premier transportation companies, Norfolk Southern Railway Company subsidiary operates approximately 19,000 route miles in 22 states and the District of Columbia for \$10B annual revenues with 18,000 employees.

Executive Vice President, Legal & Government Affairs

Member of the senior leadership team, responsible for setting multi-year strategic plans and overseeing a corporate relocation and corporate consolidation initiative, during a pandemic, supply chain disruption, extreme weather and other external shocks affecting our industry. The executives consolidated facilities, reduced its workforce, and enhanced digital capabilities. Key role was to direct strategic and tactical activities

to build relationships with numerous stakeholders in support of company goals or obligations. Managed several departments including Audit and Compliance, Law, Corporate Secretary, Insurance, Claims, Information Governance, and Government Relations. Budget of \$80M with six direct reports of 145 departmental employees.

As President of the company's two insurance captives, led the strategy and acquisition of insurance coverage while developing methods to generate revenue from insurance activities. Re-evaluated the enterprise management process to a strategic, integrated exercise across departments.

Senior Vice President, Government Relations & Chief Legal Officer (August 2019 – April 2020)

Senior Vice President, Law & Chief Legal Officer (April 2019 – August 2019)

Vice President, Law (June 2018 – April 2019)

U.S. CHEMICAL SAFETY AND HAZARD INVESTIGATION BOARD, Washington, DC **2015 – 2018**

Federal agency that conducts root cause investigations of catastrophic chemical release at fixed facilities. \$11M Budget. 40 employees.

Chairperson and CEO

Led the agency through turnaround during a challenging period. Responsible for all legal, financial, advocacy, personnel, and executive functions. Provided support to other federal agencies. Led three presidentially nominated board peers and seven direct reports. Recognized in federal government-wide annual survey as a top five most improved agency during year one. Ranked in top three highest employee engagement results in year two.

Significantly increased product output, resolved long-standing litigation, and built consensus among disparate teams.

Restructured entity workflows and completed five-year strategic plan with supporting code of conduct.

US DEPARTMENT OF TRANSPORTATION - PIPELINE AND HAZARDOUS MATERIALS SAFETY ADMINISTRATION, Washington, DC **2011 – 2015**

Federal agency charged with protecting people and the environment by advancing the safe transportation of hazardous materials by all modes of transportation including, rail, air, highway, waterway, and pipeline. \$240M Budget with 400 employees.

Chief (General) Counsel

Responsible for legal aspects of all hazardous materials transportation by pipeline, rail, highway, and road. Accountable for strategic planning, rulemaking, data management, FOIA, litigation and labor challenges. Led enforcement issues with technical staff, safety groups, agencies, and trade associations. Acting Deputy Administrator for agency during administrator's absence. Staff of 26 lawyers and professional staff.

Reorganized and staffed the office after significant turnover due to talent assessments and restructuring.

Built teams in the aftermath of \$8.7M civil penalties, the highest proposed in the agency history.

Presented US policy clarification at United Nations ICAO meeting on international multibillion-dollar lithium battery airtransport restrictions. Received Secretary of Transportation Award for outcome.

Received Secretary of Transportation Awards for two initiatives, including congressional funding reauthorization of PHMSA and rail safety team's work on flammable liquids transportation and international policies.

Recipient, Department of Transportation Idea Hub Inspiring Leader, awarded months after leaving.

PHILIP MORRIS USA / ALTRIA CLIENT SERVICES, Richmond, VA **2004 – 2011**

Fortune 15 (and later 165): Multinational consumer products corporation with \$89B in revenues and 156K employees.

Senior Counsel, Commercial Practice Group (2008 – 2011)

Responsible for handling matters in sales, marketing, procurement, finance, import/export compliance, international corporate transactions, real estate, data privacy and manufacturing. Budget of \$2M and supervised two employees.

Recognized for innovative approaches to corporate transactions, cost management and data privacy. Nominated by General Counsel to a Leadership Council on Legal Diversity Fellow.

Counsel, Commercial Practice Group (2004 – 2008)

Created first packaging handbook for all company brands with legal annotations, reducing costs from repetitive research and creating method for compliance checks.

Recognized for leadership of 11-member team on \$100M, seven-year IT outsourcing project.

DIGEX, INC., a WorldCom subsidiary Beltsville, MD **1998 – 2004**

One of the first internet service providers in the US, acquired by WorldCom in 2000. Revenues \$187M with 785 employees.

Vice President, Deputy General Counsel (2002 – 2004)

Managed four employees and complex matters before and after the announcement of our parent's public disclosure of massive accounting fraud. Led NASDAQ de-listing hearing. Oversaw liquidation of French, German, and Swedish entities to reduce expense and give more focus to the business. Led one of the successful IPOs in then-nascent webhosting, prior to WorldCom's then-largest accounting scandal.

Senior Corporate Counsel (2000 – 2002); **Corporate Counsel** (1998 – 2000)

EDUCATION

Master of Business Administration, Information Technology, and eCommerce 1997
American University, Kogod School of Business, Washington, DC

Juris Doctor
American University, Washington College of Law, Washington, DC 1996

Bachelor of Arts, Political Science and Art History; Dean's List (GPA 3.75) 1992
Drew University, Madison, NJ