



KIM YAPCHAI

Global, C-suite legal executive with ~30 years in large, multi-national public companies. Deep and broad experience in consumer-facing and commercial transactions, legal operations, compliance, and ESG in companies spanning Asia, Europe, Latin America, and the Middle East and Africa. Served in multiple roles with duties of a corporate general counsel for regions and business segments.

- Trusted legal business partner: Selected multiple times as the lead lawyer because of pragmatic and proactive legal solutions that drive results during challenging times. Managed operating budgets of up to \$30 million.
- M&A: Integrated more than 20 acquisitions valued at over \$15 billion in addition to focusing on due diligence. \$7.2 billion sale to private equity.
- Corporate/Securities: Experience ranges from ~10 years presenting to Board and its committees to drafting disclosures/IPO filings to SEC inquiry to insider trading to corporate governance, including Disclosure Review Committee and Conflict Minerals Committee. Member of Davis Polk SEC Bootcamp.
- Risk: Holistic identification, calibration, and management—achieving business agility with operational controls and within legal parameters.
- Champion diverse and inclusive teams: High EQ leader who develops, mentors, and coaches talent to drive high performance.

EXPERIENCE

TEICHERT, INC., Sacramento, CA | Private | 2024 to present

Recruited by \$1.5 billion, 135+ year old, family-owned construction company with 3,000 employees that holds California's oldest construction license. The company also mines sand and aggregate. Teichert is expanding beyond California and into solar and utility construction and services.

EVP, Chief Legal Officer (2024 to present): Selected as company's first general counsel to structure legal function and guide company through anticipated growth period and CEO transition. Assisting the company in the launch of a proprietary software to manage estimating and project performance.

TENNECO, INC., Lake Forest, IL | NYSE: TEN | Sold to Apollo for \$7.2 billion | 2018 to 2023

Recruited to help position a \$17 billion, automotive supplier with ~73,000 employees in ~30 countries for M&A activity after major antitrust enforcement and accounting correction. Reported to CEO as member of Executive Leadership Team while transforming legal team and programs. Routinely presented to Board and select committees. Managed Legal Operations team handling budgeting, forecasting, legaltech for 60+ professionals with \$30+ million budget.

SVP, Chief Environmental, Social & Governance Officer (2021 to 2023): Partnered with GC on committees for SEC Disclosure Review and Conflict Minerals. Expanded scope included enterprise risk management and international trade in addition to prior responsibilities. Led team of 10 lawyers and professionals. Joined captive insurance company as board member to ensure legal oversight.

VP, Chief Counsel – Environmental, Social & Governance Program (2020 to 2021): Selected by CEO to provide legal advice and to design ESG strategy, goals, and management system after highlighting concerns to CEO regarding shareholder activism, dynamic regulatory environment, and contract issues. Prior responsibilities continued.

Chief Ethics & Compliance Officer (2018 to 2020): Led team building global program to address legal risk, including chairing Council of cross-functional C-suite leaders and responding to an SEC inquiry. Role expanded to Legal Ops in 2019 to manage law firms, forecasting, budgeting, and development.

SELECT ACCOMPLISHMENTS AT TENNECO:

- Navigated difficult and vague ESG legal environment, contract requirements, and stakeholders to achieve top quartile industry ranking in two years. Initial ranking was bottom quartile. Grew customer relationships by receiving supplier awards/recognition from GM, Ford, Cummins, Autozone, and others while negotiating against challenging supply contract requirements.
- Achieved **Ethisphere “World’s Most Ethical Company”** designation twice after significant antitrust enforcement and \$5.4 billion acquisition. Honored as top compliance department by American Lawyer Industry awards and Compliance Week magazine. Achieved this while preparing for IPO and an ultimate sale to private equity.
- Led commercial efforts to avoid business disruption and FCPA risk by navigating undefined processes and politics to obtain government approval to restart Mexico manufacturing during COVID shutdown.

WHIRLPOOL CORP, Benton Harbor, MI | NYSE: WHR | S&P 500 component company | 2014 to 2018

Recruited by global GC of ~\$20 billion U.S.-based, Fortune 500 appliance manufacturer then with ~93,000 employees in 50+ countries. Partnered with C-suite leaders to embed legal risk management into business practices. Helped architect turnaround from DOJ antitrust investigation stemming from dawn raids in Brazil.

Chief Compliance Officer (2015 to 2018): Led a global team of ~30 attorneys to build program and address legal issues globally after acquisitions. Launched cross-functional, regional E&C councils led by regional compliance officers. Presented to Board’s Audit Committee on program maturity, complex legal issues, trends, and investigations. Advice and counsel on legal issues, including antitrust, FCPA, money laundering, insider trading, and sanctions. Reported to GC and served on management team leading ~100-person legal department. Sponsored ~10-member Growth and Development Committee running annual law department retreat.

Global Director, Ethics & Compliance (2014 to 2015): Awarded CCO title in less than 1 year.

SELECT ACCOMPLISHMENTS AT WHIRLPOOL:

- Earned **2018 “World’s Most Ethical Company” designation by Ethisphere** in less than 4 years.
- Averaged 80+ legal presentations per year which increased knowledge retention using innovative approaches that went viral and improved business partners’ perceptions of and relationship with the Law Department.
- Selected outside counsel, oversaw APAC compliance officer, and reported to Board on investigation by the China Securities Regulatory Commission of ~\$40 million accounting error in trade promotion accruals by public, majority-owned JV based in China. Resolved without fines based on self-disclosure, remediation, strength of compliance program, and regulator relationships.
- Decreased cost \$5+ million in 2 years.

MASCO CORPORATION, Taylor MI | NYSE: MAS | S&P 500 component company | 1999 to 2014

Recruited into \$7 billion U.S.-based, Fortune 500 manufacturing, home improvement, and construction conglomerate with 30,000+ employees in ~80 manufacturing facilities with legal department of 35 people. Essentially served as a general counsel for retail segment of business.

Assistant General Counsel and Director of Group Legal Affairs & Ethics (2012 to 2014): Promoted to co-chair group leading ~10 attorneys and 5+ legal staff to provide commercial legal advice for both Retail and Construction segments.

MASCO CORPORATION, continued

Counsel for Retail/Wholesale Group and Director of Corporate Ethics (2009 to 2012): Selected by CEO as lead lawyer for retail/wholesale segment (~\$6 million in revenue) with team of four. Responsibility included coordinating advice throughout the legal department, actively participating in quarterly operational reviews for subsidiaries, and assisting in development of segment strategy in addition to providing daily legal advice. Led global compliance program, including hotline, training, policies, and Code of Conduct.

Associate Corporate Counsel (2002 to 2009): Promoted based on leadership and success in negotiations with key customers, such as big-box retailers and large, residential builders. Provided legal advice for subsidiaries regarding sales, distributions, purchasing, warranty, marketing, M&A, and more during highly acquisitive period.

Assistant Corporate Counsel (1999 to 2002): Joined ~10-lawyer commercial group handling corporate, commercial, and legal, risk, and compliance for global conglomerate, including corporate offices and non-U.S. subsidiaries. Quickly earned a reputation as go-to negotiator for customer agreements. Reported to the GC.

SELECT ACCOMPLISHMENTS AT MASCO:

- Negotiated one of the largest Citibank fleet financing deals (\$150+ million) in the U.S. Rationalized 200+ individual agreements to ~10 enterprise-wide, master multi-year agreements with business teams for top customers like Home Depot, Lowe's, and national builders.
- To address construction defect litigation, created and managed a contract review center for 15,000+ subcontracts, trained employees in ~300 branches, and renegotiated insurance policies. Successfully lobbied for CA anti-indemnification law by partnering with trade associations and meeting with legislators.
- After 2008 collapse of the real estate market, represented company on U.S. Bankruptcy Court proceedings for ~25 major customers (builders and retailers), including up to 5 unsecured creditor committees. Restructured customer incentive programs to protect company.
- Improved efficiency and access to legal advice by creating company's first legal intranet site.

FORD CREDIT, Dearborn, MI | subsidiary of S&P 100 company Ford (NYSE: F) | 1992 to 1999

Fast-tracked as a legal manager in ~50-member team during high-growth period of subsidiary driving profits of Fortune 100. Assigned to Southern and Western regions, from central office HQ.

Regional Attorney (1996 to 1999): Primary legal advisor for regional leadership and individual branches generating up to \$15 billion per year in revenue in lease, retail, and wholesale financing. Member of regional management presenting at operational meetings with all branch managers.

Mortgage Loan Attorney (Promoted from clerk after admission to the bar, then 1993 to 1996): Supported ~200 corporate finance deals per year, including mortgage loans, capital loans, and revolving lines of credit.

SELECT ACCOMPLISHMENTS AT FORD CREDIT:

- Won highest company award (Ford Mustang award) for changing TX law by spearheading rewrite of misguided consumer protection law limiting business opportunities. Worked with internal/external stakeholders to draft legislative change.
- Saved \$2+ million by year by changing UCC filing procedures. Rewrote procedures, aligned stakeholders, and trained ~200-member enterprise-wide loan team.
- Decreased time to create loan packages by 11 days, diminished errors, and reduced staffing levels by initiating, designing, and implementing loan document assembly computer program.

EDUCATION

Wayne State University Law School, Detroit, MI | JD, *cum laude*, 1993
Wayne Law Review (two years)

University of Michigan, Ann Arbor, MI | BA, *with Honors* in Economics, 1989

SELECT EXECUTIVE LEADERSHIP PROGRAMS AND INDIVIDUAL AWARDS

- [DirectWomen](#) – Board Member (2023); Graduate of Board Institute; nominated by Tenneco CEO, Board Chair, and Nominating & Governance Chair (2022); International Board Committee member (2022 to present)
- [National Association of Asian Pacific Bar Association](#) – Selected for Pipeline Program intended to increase the number of APA general counsel (2019 to present); In-House Counsel Summit Planning Committee (2023); Mentor
- Top Mind, Compliance Week (2018)
- Visionary Leader Award, Inside Counsel Magazine (2016)
- Salute to Excellence Award, Asian Pacific American Chamber of Commerce (2016)
- Distinguished Toastmaster, Toastmasters International (2014)