Deborah C. Gordon, J.D., MBA, FACHE, NACD.DC

Board Director and Chief Administrative Officer and Chief Legal Officer

Experienced board member and executive with 25+ years of experience leading multiple corporate functions. Deep knowledge of health care and ability to leverage foundational legal knowledge, systems thinking, compelling communication, and business acumen to establish strategic direction, drive process improvement, and optimize profitability. Strategic and innovative thinker with ability to articulate organization's strategy from all perspectives and find creative solutions to complex problems. Energetic, positive communicator able to create alignment, accountability, and build strong teams to achieve operational, functional, and financial improvements. High emotional intelligence, growth mindset, and ability to develop productive relationships at all organizational levels.

Proven Competencies

Strategy, Marketing, & Communications Legal, Enterprise Risk, & Compliance Leadership & Team Development Financing Transactions M&A Human Resources Performance Improvement ESG Cybersecurity and Technology

Career Highlights

- Reorganized corporate functions for \$7B health system that generated over \$75M cost savings, improved coordination, efficiency, and teamwork among corporate departments, and improved employee engagement scores.
- > Led numerous mergers, acquisitions and joint ventures focused on value creation and strategic partnerships.
- Sponsored equity, diversity, and inclusion initiative, leading to the creation of a vendor purchasing program, hiring targets for underserved zip codes, a new mentoring program, scholarship awards, health equity programs, and new community resources.
- > Created expanded enterprise risk management program resulting in improved business resiliency and crisis management.
- > Modern Healthcare 2022 Top Women Leaders in Healthcare to Watch.

Board Experience

Children at Risk, Board of Directors, Executive Committee, Board Member of the Year (2022)

Holocaust Museum Houston, Board of Trustees, Vice Chair, Chair, DEAI Committee, Chair CEO Search Committee

Ignite Healthcare Network, Steering Committee

Performing Arts Houston, Board of Directors, Vice-Chair Sales and Marketing Committee

Greater Houston Women's Chamber of Commerce, Board of Directors

Healthcare Businesswomen's Association, Global Board of Directors

Preventing Allergies Foundation, Board of Directors

Professional Experience

Memorial Hermann Health System (MHHS), Houston, TX

Memorial Hermann is a \$7B+ integrated health care delivery system, with over 30,000 employees, 13 hospitals, over 200 ambulatory sites, a medical staff of over 6,000 physicians, clinically integrated network of 2,700 physicians, an employed medical group of more than 700 physicians, an academic affiliation with the University of Texas McGovern Medical School, an Accountable Care Organization (ACO), and a provider-sponsored health plan.

EXECUTIVE VICE PRESIDENT, CHIEF ADMINISTRATIVE OFFICER, AND CHIEF LEGAL OFFICER (9/2017 to Present) EXECUTIVE VICE PRESIDENT, CHIEF LEGAL OFFICER (6/2014 to 9/2017)

Multi-function executive leader of various corporate divisions, such as legal, compliance, enterprise risk, governance, privacy, IT and cybersecurity, insurance, internal audit, and government relations. Additional executive oversight experience over human resources, marketing and communications, real estate, and strategy. Managed budget of over \$350M and cross-functional team of over 2,000.

Leads all joint ventures, business transactions, bond financing, mergers and acquisitions, due diligence, and health care regulatory matters. Principal liaison to all boards and committees, including Board Secretary Officer and responsibility for Governance, Compensation and Talent Management, Investment, ESG, and Audit and Compliance Committees. Serves as board member for subsidiaries and various joint ventures.

6/2014 to Present

Notable Achievements:

Financial

- Co-Led a \$1.1B performance improvement effort over a 5-year time frame, resulting in significant margin improvement in the last 5 years.
- Achieved cost savings of over \$25M through renegotiation of various contracts and business relationships.
- Reduced annual corporate operating expenses by \$25M through restructuring and centralizing departments and cutting headcount 10-20% in areas such as human resources, marketing, and records management.
- Saved over \$75M through the development and implementation of changes to benefit programs and insurance programs, including new captive insurance products.
- Realized over \$10M in savings through in-sourcing leasing program, site consolidation, and new construction processes.
- Led numerous value-creation mergers, acquisitions, divestitures and joint ventures, resulting in margin improvement, new lines of business, and expanded strategic partnerships.
- Developed Anti-Money Laundering program and compliance.

Business Operations/System Initiatives

- Led organizational redesign of service-line structure and operating model that gained system-level efficiencies, improved consumer experience, and enhanced strategic growth.
- Sponsored enterprise Equity, Diversity, and Inclusion program (EDI) and launched 3 councils to address MHHS role as: (1) an employer to address EDI, (2) a healthcare provider to provide equity in delivery of care, and (3) as community-owned healthcare system to promote programs to improve health equity.
- Led Community Benefit Corporation (CBC), operating clinics and community-based programs to increase access to healthcare and improve overall health of the community.
- Initiated new employee engagement efforts, leadership development programs, executive compensation, talent development, mentoring programs, and succession planning, which have contributed to low employment claims, improved retention, and internal promotions for both women and diverse leaders.
- Launched a brand research study resulting in new brand strategy, redesign of marketing communication, consolidating marketing teams and budgets, enabling higher impact marketing decisions, and yielding year-over-year volume increases.

Governance

- National Association of Corporate Directors Certification.
- Leads crisis management and incident response teams and strategies, including cybersecurity and business continuity.
- Led major restructuring of governance structure to reflect best practices, yielding more efficient and effective meetings.
- Created board assessment tools to improve engagement and board effectiveness.
- Expanded board education, board strategy sessions, and board training and diversity programs.

Legal, Enterprise Risk, Compliance, and Health Policy

- Advance key health policy initiatives and legislative matters through advocacy with elected officials and key community leaders, leading to development of multi-billion dollar supplemental program funding uncompensated care for Harris County.
- Devised new enterprise risk management framework that improved coordination with quality and strengthened management of malpractice claims, SafetyNet claims, insurance premiums, and recovered \$1M from at-fault third parties.
- Redesigned disaster preparedness and enterprise business interruption planning, leading to an integrated incident command structure to respond more effectively and quickly to events such as Hurricane Harvey and COVID-19.
- Reduced claims exposure by over \$1M by establishing risk management grants.

Seyfarth Shaw, LLP, Chicago, IL

1/2002 to 9/2014

Full-service law firm with approximately 900 lawyers across 17 offices providing advisory, litigation, and transactional legal services to clients worldwide.

PARTNER

VICE-CHAIR, CORPORATE DEPARTMENT (1/2009 to 6/2014)

Promoted to assume additional role managing 90-attorney Corporate Department across 9 offices, with responsibilities including strategic planning, budget accountability, project management, talent assessment, and operations. Held accountable for multimillion-dollar client engagements, business development, and client retention. Fostered collaborative relationships with colleagues at all levels across the firm.

CO-CHAIR, HEALTH LAW PRACTICE GROUP (1/2002 to 6/2014)

Co-led nationally recognized Health Law Group. Implemented departmental strategic initiatives and mentoring and training programs. **Notable Achievements:**

- Structured and negotiated various health care transactions, such as mergers and acquisitions, health care financing transactions, equity investments, physician-hospital joint ventures, physician agreements, outsourcing agreements, and clinical research agreements.
- Served as primary outside counsel for an 800 hospital-employed physician group.
- Counseled hospital boards on compensation, compliance and governance matters, and acted as counsel for health care
 provider's compliance committees and compensation committees.
- Created new service line programs and centers of excellence for health care systems.
- Led investigations regarding false claims, billing practices, whistleblower claims, and overpayment liability.
- Developed compliance training programs for a Board of Directors, physician liaisons, staff members, and physicians.

Early Career Experience

DLA Piper, Chicago, IL PARTNER (2 years) ASSOCIATE (5 years)

Kamensky & Rubinstein, Chicago, IL ASSOCIATE

Chicago Cubs, Chicago, IL PLAYER CONTRACT NEGOTIATOR

Education

Master of Business Administration, 2001, University of Chicago Graduate School of Business, Chicago, IL

Juris Doctorate, 1993, University of Illinois College of Law, Champaign, IL

Bachelor's degree, 1990, Philosophy, University of Illinois, Urbana, IL