

EVELYN SULLEN SMITH

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Professional Experience

EXEL INC., Westerville, Ohio

2012 – Present

Associate General Counsel – Americas

Associate general counsel managing all legal affairs for the Consumer, Life Sciences & Healthcare, and Power Packaging business sectors (generating US\$1B of Exel's annual sales of US\$4.5B). Exel, a leader in supply chain management, is a wholly-owned subsidiary of Deutsche Post DHL, the world's leading logistics group. Work closely and proactively with sector presidents and senior executives on the development of complex business deals, strategy and key customer negotiations. Execute major transactions and foster relationships with stakeholders within risk management, human resources, marketing, quality and regulatory affairs departments on sector-related issues. Focused on high-profile compliance initiatives. Primary areas of responsibility include providing strategic legal and risk advice, litigation management, drafting and negotiating commercial contracts, and real estate transaction. Appointed as Real Estate Practice Group leader for the harmonization of processes and practices across North and South America. Lead attorney on key legal department strategies including legal department hiring, Employee Opinion Survey initiatives, and management of internship program. Manage trademark portfolio and intellectual property matters. Supervise personnel that includes an attorney and paralegal and law student interns.

METTLER-TOLEDO, LLC, Columbus, Ohio

2006 – 2012

General Counsel – Americas (Marketing Organization), Director and Secretary

Regional counsel for the North American operations of a multi-national manufacturer of analytical, weighing and precision instruments for commercial use in industrial, laboratory and retail environments. The North American operations represent 34% of its parent company's US\$2B in annual revenue. Provide strategic legal support to Industrial, Retail and Laboratory divisions, Mettler-Toledo's subsidiary, Rainin Instrument, LLC (Oakland, California), and the company's corporate functions including purchasing, engineering, treasury, finance and other corporate functions in the U.S., Canada, and Mexico. Lead the company's global commercial contracting initiative, including the development of training and tools for efficient contract review, and led the successful deployment of contract administrators within key business units. Review, draft and negotiate commercial contracts including licensing, distribution, nondisclosure, letters of intent, commercial lease and joint development agreements. Lead attorney in the management of employment matters and provide ongoing advice and support to the company's human resources managers. Engage in proactive measures to reduce legal risks in commercial and employment-related disputes. Initiate internal investigations, draft company policies and procedures, and conduct training, presentations and legal updates on corporate governance, compliance, contract and employment

issues. Effectively manage litigation and outside counsel within budget. Support the parent company, Mettler-Toledo International Inc. (NYSE: MTD) in annual meeting and proxy statement preparation, related SEC filings and global strategic initiatives. Serve in capacity of Director and Secretary for U.S. and Canadian entities, pension committees, draft board resolutions and other corporate duties. Supervise personnel that include an attorney, paralegal and law student interns.

CAPITAL UNIVERSITY LAW SCHOOL, Columbus, Ohio

2011 – Present

Adjunct Professor

Developed and teach a course entitled Corporate Counsel to expose upper-level law students to complex legal issues faced by in-house counsel; course curriculum based upon direct and relevant experience as a corporate generalist. Secured copyright permissions for Association of Corporate Counsel materials for course readings and in-class assignments. Developed presentation and paper format for final grade.

VOLKSWAGEN GROUP OF AMERICA, INC., Auburn Hills, Michigan

2003 – 2006

Staff Attorney

Provided advice and counsel to the North American operations of the largest European automaker. Practice focused on product and regulatory affairs, commercial contracts, privacy and consumer warranty law. Successfully negotiated the exclusive deal that secured Sirius Satellite Radio as the company's sole satellite radio provider. Provided ongoing advice and counsel to the following departments: Parts, Service and Quality, Warranty, Environmental Engineering, Customer Care, Mediation and Arbitration, Transportation, Distribution, and the Electronic Research Laboratory (Palo Alto, California).

CLARK HILL PLC, Detroit, Michigan

1998 – 2003

Associate, Labor & Employment Group and Litigation Practice Group

Represented private and governmental entities in the defense of employment discrimination, wrongful termination, and commercial contract and construction disputes. Developed significant experience in state and federal motion practice, mediation, trial preparation and appeals. Regularly advised corporate clients in the information technology, environmental, transportation, insurance and health care administration industries. Recruiting Committee Member.

U.S. EQUAL EMPLOYMENT OPPORTUNITY COMMISSION, Detroit, Michigan

1997 – 1998

Trial Attorney

Federal employment discrimination practice under Title VII Civil Rights Act, Age Discrimination in Employment Act, American with Disabilities Act and Equal Pay Act. Extensive federal motion practice. Served as advisor to investigators in case development.

**U.S. DISTRICT COURT, EASTERN DISTRICT OF MICHIGAN, Detroit, Michigan
1996 – 1997**

Federal Judicial Law Clerk to the Honorable Denise Page Hood

Prepared bench memoranda, engaged in extensive research and writing, and provided recommendations to Judge Hood on rulings in criminal and civil dispositive motions. Highlights included assisting in the resolution of complex discovery issues and motions for summary judgment. Supervised and mentored law student interns.

Associations

Advisory Board Member, Corporate Counsel Women of Color (2012 – Present)
Board Member, Columbus City Schools, Neighborhood School Development Partnership (2007 – 2013)
Founding Member, United Way of Central Ohio, Women’s Leadership Council (2010 – Present)
Secretary-Treasurer, Columbus-Franklin County Finance Authority (2008 – Present)
Board Member, North Oakland YMCA (2006)
President, Detroit Metropolitan Bar Association, Barrister Board of Directors (2006)
Secretary, Detroit Institute of Arts, Founders Junior Council (2002-2006)
Secretary, Plymouth Nonprofit Housing Corporation, Board of Directors (2004-2006)
Treasurer, Association of Corporate Counsel, Michigan Chapter (2005-2006)

Professional Honors

2004 Recipient, Barrister of the Year, Detroit Metropolitan Bar Association
2011 Recipient, Legal Diversity Champion Award, Ohio Diversity Council
2012 Recipient, Dent-Murphy Trailblazer Award, Michigan State University College of Law, Black Law Student Association
2012 Recipient, Top Corporate Counsel Award, Columbus Business First

Speaking Engagements

Employment Law Update, Michigan Society of Association Executives (Troy, Michigan), 2001
Cross Border Issues for Privacy Law Compliance, Canadian Bar Association (Winnipeg, Manitoba), 2004
Damages & Disclosures in Lease Cases, Lemon Law Conference (Chicago, Illinois), 2005
General Counsel Roundtable: Update on Regulatory/Legal Issues, Corporate Counsel Women of Color (New York, New York), 2010
Feminization of Leadership, Ohio Diversity Council Conference (Columbus, Ohio), 2011
Litigation Cost Management, Columbus Bar Association (Columbus, Ohio), 2011
Professionalism: What Clients Expect of Outside Counsel, Squire Sanders (Columbus, Ohio), 2011

Education

MICHIGAN STATE UNIVERSITY SCHOOL OF LAW, J.D., 1995

Honors: Research Writing and Advocacy
 Ralph Rose and Samuel Helper Moot Court Award
 Eve August Moot Court Award

MICHIGAN STATE UNIVERSITY, B.S., Public Affairs Management, 1991

Bar Admissions

Georgia

Michigan

Ohio

U.S. District Court (Eastern District of Michigan)

U.S. Court of Appeals (6th Circuit)