

MEGAN BELCHER

BOARD DIRECTOR

CHIEF LEGAL & EXTERNAL AFFAIRS OFFICER, CORPORATE SECRETARY



TO REQUEST CONTACT INFORMATION FOR THIS INDIVIDUAL, PLEASE
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DIRECTOR OVERVIEW

Experienced board member, strategic business advisor, nuanced GRC and ERM leader, and multi-corporate function expert with experience in publicly traded, privately held, and family controlled global companies in the agriculture, food, ingredients, commodities, and consumer packaged goods spaces. Known as a transformational executive, boardroom culture creator, collaborative relationship builder, and complex problem solver. Deep M&A, corporate governance, human resources, compensation, compliance program, crisis navigation, risk management, and ESG expertise. Robust expertise in talent management, succession planning, and compensation program design and planning. Passionate community leader, industry connector and influencer, and culture creator. Diversity, inclusion, and equity advocate, sponsor, and mentor. Fifteen-plus years of executive leadership and board experience.

BOARD SERVICE

Scoular | Member of the Board of Directors

Omaha, Nebraska | September 2021 - present

- Director for the board of directors of Scoular, a 130-year old, privately held \$9 billion international agribusiness company that buys, sells, stores, handles, and processes grain and ingredients by leveraging international trade and transportation systems. With more than 120 offices and facilities throughout North America and Asia, Scoular provides solutions to farmers, grain processors, renewable energy producers, and manufacturers of animal feed, aquafeed, and pet food, as well as food, beverages, and supplements.

Yakima Chief Hops | Member of the Board of Directors

Yakima, Washington | February 2022 - present

- Independent board director for the board of directors of Yakima Chief Hops, North America's largest hops supplier with approximately \$500 million in annual revenue. Yakima Chief Hops is a privately held, 100% grower owned company with the mission of connecting family hop farms with the world's brewers, providing an array of hops products and services to its B2B and B2C customers. Member of the compensation committee and anticipated member of the risk committee.

Other Boards:

Women's Fund of Omaha | Member of the Board of Directors | Governance Committee Chair 2022 - present

Youth Emergency Services | Member of the Board of Directors | Human Resources Committee 2021 - present

Women's Power Summit for the CWIL at the University of Texas | Advisory Board Member 2021 - present

The Brownell Talbot Preparatory School | Member of the Board of Trustees | Board Secretary |
Development Committee Chair 2019 - present

The Scoular Foundation | Member of the Board of Trustees 2018 - present

WORK EXPERIENCE

SVP, Chief Legal & External Affairs Officer *(September 2021 - present)*

SVP, General Counsel & Corporate Secretary *(June 2017 - September 2021)*

Scoular | *\$9-plus billion international agribusiness company listed as the 68th largest private company in the U.S., with 120-plus locations throughout North America and Asia*

Omaha, Nebraska | June 2017 - Present

- Multi-function executive leader heading up the worldwide Legal, Compliance, Brand Marketing & Corporate Communications, External & Community Affairs, Sustainability, and ESG teams. Corporate Secretary for the company, leading the strategy for corporate governance and board matters world-wide.
- Strategic planning participant, working with executive management team and board, using deep agricultural and commodity industry experience and relationships with industry leaders.
- Human resources and executive compensation expert who served as the company's interim CHRO in 2020.
- Risk management leader acting as risk management and legal advisor to the company's Chairman and board of directors, as well as key advisor to the company's CEO and leadership team on a broad range of risk, legal, compliance, marketing, communication, sustainability, and ESG strategy issues. Developer and leader of the company's crisis management and incident response teams and strategies.
- Strategic leader on legal, risk, transactional, and HR matters in 75-plus acquisitions and divestitures ranging in size from \$2 to \$75 million.
- Leader in expansion of domestic and international M&A in partnership with the company's business development team and others, managing strategy, negotiations, and legal work for significant acquisition, divestiture, and joint partnership transactions company-wide.
- Gained expertise and industry insights of importance of holistic ESG strategy through design, launch, and leadership of the company's first sustainability program and five year sustainability strategy.
- Brought compliance leadership experience to bear in new industry through creation and deployment of the company's first enterprise-wide compliance program, including the company's first code of conduct, holistic training program, and investigation response process.
- Creator and leader of the company's community engagement model with domestic and international applications.

Vice President & Chief Counsel - Employment Law and Compliance *(August 2014 - May 2016)*

Vice President & Chief Employment Counsel *(November 2009 - August 2014)*

Senior Counsel *(May 2007 - November 2009)*

Conagra Brands | *\$15-plus billion publicly traded consumer packaged goods company with 30,000-plus employees and manufacturing operations around the world (during relevant time period)*

Omaha, Nebraska | May 2007 - May 2016

- Leader of the employment, labor, compensation, and benefits law division of the then Fortune 200 company. Oversaw legal work tied to any employment, labor, benefits, and compensation-related issue for the company and its 30,000-plus employees worldwide, including in multiple international markets and with expansive union and non-union manufacturing workforce.
- Selected by the company to develop and lead the company's first coordinated compliance effort enterprise-wide. Provided independent reporting to the company's CEO and Board of Directors through both its Audit Committee and Human Resources Committee on the company's compliance efforts, critical litigation issues, risk management strategies, and integrity-focused initiatives. Undertook critical and significant compliance-related investigations, directing investigatory processes and strategies.

- Human resources, union, benefits, and litigation subject matter leader on over 50 M&A transactions ranging in size from \$10 million to \$4.95 billion.
- Member of two-person strategic leadership team advising the company's General Counsel on the company's full portfolio of litigation matters, enterprise-wide litigation strategies, and proactive litigation management techniques, which included deep analysis and strategy development on food labeling and regulatory matters.
- Provided leadership on critical M&A initiatives, including leading the employment, benefits, and compensation related due diligence and strategy work for the company's acquisition and divestiture activities, including leadership on \$4.95 billion acquisition of a publicly traded private brands company and subsequent divestiture of the same.
- Directly handled employment issues for executive-level employees, including negotiating and drafting various executive agreements and related analysis of 409A, 280G, and 162(m) issues.

Partner (January 2017 - May 2017)

Associate (August 2001 - May 2007)

Husch Blackwell | *Am Law 100 multi-service law firm with 800-plus lawyers and 25 offices nationwide*

Kansas City, Missouri

- Partner in the firm's Food & Agribusiness Strategic Business Unit, focusing on labor, employment, and human resources matters, as well as ethics and compliance programs. Led teams and developed strategy for the litigation of employment claims in federal and state court in various jurisdictions nationwide.
- Provided counsel to executive leaders on critical employee relations matters, executive severance arrangements, enterprise reorganizations, and other significant employee focused initiatives. Advised large-scale organizations on the development of ethics and compliance programs, responses to critical compliance breaches, and effective compliance training programs.
- Represented large corporate employers before various administrative bodies and courts throughout the U.S. Litigation emphasis in the defense of claims of retaliation and race, age, disability, and sex discrimination and harassment, as well as wage and hour class action litigation. Advocated for corporate clients with unionized workforces in traditional labor arbitrations and collective bargaining negotiations.
- Provided day-to-day counseling to employers on human resource, employment law, and labor relations issues. Performed investigations of employee allegations of discrimination, harassment, and retaliation. Drafted executive employment, independent contractor, non-competition, and confidentiality agreements.

BOARD RELEVANT PUBLICATIONS

<i>Lessons on Compliance and Leadership from Uber's Ethics and Compliance Struggles</i> ACC Docket	2018
<i>Bringing Impact and Imagination to Your Privacy and Cyber Security Culture</i> Ethisphere Magazine	2015

PROFESSIONAL RECOGNITION

Modern Governance 100 Honoree: ESG & Diversity Champion Diligent	2021
Tribute to Women Award Women's Center for Advancement	2021
Outstanding Contributor to Women in the Law Award Nebraska State Bar	2019
Top Ethics & Compliance Officers List Ethisphere Magazine	2013, 2014, 2015
R3-100 Next Generation of Women General Counsel List Inside Counsel Magazine	2013, 2015
40 Under 40 Award Recipient Midlands Business Journal	2014
Chair of the ACC Committee of the Year Association of Corporate Counsel	2013
Sharing the Power Transformative Leadership Award Inside Counsel Magazine	2012
Top Ten 30-Somethings Award Association of Corporate Counsel	2012

DIRECTOR EDUCATION PROGRAMS

Harvard Business School Women on Boards: Succeeding as a Corporate Director (upcoming)	November 2022
Stanford Law School Stanford Directors' College	2021
National Association of Corporate Directors Certified Governance Fellow	2020

EDUCATION

Boston College Law School Juris Doctorate	2001
University of Missouri B.A. in Political Science, with honors	1998

OTHER EDUCATIONAL PROGRAMS

University of Pennsylvania Executive Certificate in Social Impact Strategy (in process)	2022
Northwestern University, Kellogg School of Business Finance for Executives	2015
Cornell University Master Certificate in Human Resource Studies	2007