



NORA E. LAFRENIERE

Overview

Accomplished C-suite executive with unique ability to enable growth and manage risk in global business operations. Extensive experience driving acquisition and divestiture strategy globally, including in emerging markets, establishing compliance programs, overseeing ESG programs, and managing board governance.

Professional Experience

OTIS WORLDWIDE CORPORATION (2015 – present)

EXECUTIVE VICE PRESIDENT & GENERAL COUNSEL (September 2021 – present)

EXECUTIVE VICE PRESIDENT, GENERAL COUNSEL & CORPORATE SECRETARY
(April 2020 – September 2021)

VICE PRESIDENT & GENERAL COUNSEL (2015 – April 2020)

Member of Executive Leadership Team of Otis Worldwide Corporation, the world's largest manufacturer and maintainer of elevators, escalators, and moving walkways with more than 69,000 employees and operations in more than 200 countries and territories. Responsible for Mergers & Acquisitions, Environmental Health & Safety, and Quality, in addition to all legal operations and compliance matters. Direct report to the Chair and CEO and key liaison with the board.

- Executed spin of Otis from former parent in April of 2020, including oversight of all SEC filings and successfully establishing public company legal and compliance functions and new government relations capability. Managed post-spin transition services and disputes with former parent reporting to the board on significant matters.
- As Corporate Secretary, defined governance for new public company board. In coordination with Chair and CEO, established onboarding education for new public company board, develop agenda for all board meetings, and define cadence for other board communications. Drove formation of company ESG strategy and advise board on same. As key member of management, help to shape content for presentation to board with presenters to ensure clarity and transparency.
- Responsible for development of company's mergers and acquisitions strategy at spin. Advised board on all aspects of and executed 1.7 billion Euro tender offer for publicly-traded subsidiary in Spain. Achieved delisting and squeeze out, delivering maximum accretion to Otis shareholders.
- Drove development of independent company code of ethics and compliance policies and procedures, worked with key business leaders to define Otis-appropriate processes to advance the growth agenda and mitigate compliance risks.

- Supported digitization of company's service business by implementing strategy for partnering with strategic suppliers and suppliers of emerging technologies. Drove approach to protecting company intellectual property and ensuring regulatory compliance.
- Managed cross-functional team to ensure timely development of ESG strategy and related initiatives, ensuring tight tie to business objectives. Ensured engagement with rating agencies to identify opportunities to improve scoring through existing initiatives resulting in significant improvement in numerous ratings within 12 months. Participated in key shareholder engagements around ESG topics and drove briefings to board on recurring and special ESG-related topics.

UNITED TECHNOLOGIES CORPORATION

(2000 – April 2020)

VICE PRESIDENT & GENERAL COUNSEL, UTC Building and Industrial Systems (2013 – 2015)

VICE PRESIDENT & GENERAL COUNSEL, UTC Climate, Controls, and Security (2011 – 2013)

VICE PRESIDENT & GENERAL COUNSEL, UTC Fire & Security (2008 – 2011)

Other positions (2000 – 2008)

Active participant on senior management team and direct report to President of various UTC reporting units. Appointed General Counsel upon formation of UTC Building and Industrial Systems (BIS), \$29 billion business of United Technologies Corporation comprised of Carrier Corporation (leading HVAC and commercial refrigeration company), Otis Elevator Company, and various fire safety and security companies, including Kidde and Chubb. In addition, led Business Development team responsible for all mergers, acquisitions, and divestitures during periods of both acquisitive growth and portfolio rationalization. Also led Environmental, Health and Safety team responsible for employee safety and compliance with environmental regulations globally. Active participant on senior management team setting strategy for operational transformation.

- Through multiple large-scale acquisitions and internal business reorganizations, honed ability to drive rationalization of resources and compliance activities to facilitate efficient provision of legal services to the newly combined and reorganized operations helping to ensure transactions achieved business case.
- Supporting a collection of businesses that included life safety products and other consumer products, actively drove management teams to continue to improve on product quality. Personally established and participated on internal committees to increase focus on product safety and championed supplier safety program to promote business objectives and liability management.
- Expanded FCPA compliance program to address third-party oversight with focus on balancing the compliance risks and business benefits adapted to various channels to markets.
- As senior member of management, advised UTC Board on all aspects of multiple acquisitions with purchase price in excess of \$500M. Improved relations with key JV partners to pave the way for execution of strategic transactions.
- Played key role in developing company strategy for trade business and distribution management with focus on driving business objectives while minimizing antitrust, FCPA, and other compliance risks.
- Developed strategy to enforce key company IP rights against infringers while minimizing risk of countersuit and adverse business impact.

- Oversaw US and international product recall campaigns including product replacement program in China that resulted in recovery of more than 2.5 million units.
- With responsibility for high-profile litigation in US and abroad, including serious personal injury suits, property damage cases, civil antitrust cases, and environmental matters, drove crisis management and communications, in addition to setting legal and settlement strategies.

Other Positions:

BINGHAM MCCUTCHEN

(1998 – 2000)

Associate

Represented multinational clients in complex commercial and employment law disputes, second-chaired a bench trial and an administrative proceeding.

MORGAN LEWIS

(1997 – 1998)

Associate

Represented large financial investor in dispute centering on breach of contract and RICO claims, took and defended depositions, managed review of more than 500,000 documents.

Education

Notre Dame Law School, Juris Doctor *summa cum laude*, 1997; Kiley Scholarship recipient (full-tuition scholarship) and winner of the Farabaugh Prize (for high scholarship in the law); *Notre Dame Law Review*

University of California, San Diego, Bachelor of Arts in Philosophy and Political Science *magna cum laude*, 1993