



R. William (Bill) Ide

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R. William "Bill" Ide focuses on representing boards of directors, audit committees and management with corporate governance, special investigations, crisis management, ethics and strategic projects.

Bill currently chairs the Boards of MetaJure and Rimidi Diabetes. He previously served as a member of the Board of Directors of Albemarle Corporation (NYSE: ALB) where he chaired the Governance Committee and served on the Audit and Compensation Committees. He also served as a member of the Board of Directors of Popeyes Louisiana Kitchen, Inc. (NASDAQ: PLKI) where he chaired the Executive and Governance Committees.

Bill is also chair of the Advisory Board to the Conference Board's Governance Center, a senior fellow and co-founder of Emory University's Directors Institute and he chaired the Governance Committee and serves on the Audit Committee of the Clark Atlanta University Board of Trustees. He is General Counsel and Secretary of the EastWest Institute, serves on the Audit Committee and is chair of the Executive Committee.

Bill formerly served as senior vice president and General Counsel of Monsanto Company (NYSE: MON). He was Counsel to the United States Olympic Committee and President of the American Bar Association.

He has lectured extensively and published numerous articles on corporate governance. Bill received his B.A. degree, *cum laude*, from Washington and Lee University, J.D. degree from the University of Virginia, (Law Review, Order of the Coif) and M.B.A. degree from Georgia State University. He was admitted to the Bar in both Georgia and the District of Columbia.

Experience

- **Multiple Fortune 100 Companies:** Completed numerous global cybersecurity governance and strategy reviews of Fortune 100 companies with significant governance recommendations implemented by senior management and the board.
- **Audit Committee of the Tennessee Valley Authority:** Conducted an independent investigation for the Audit Committee of the Tennessee Valley Authority as to causes and needed remediation in the aftermath of a major coal ash spill costing the TVA over US\$1 billion in damages.

- **Elan Corporation (NYSE: ELN):** Performed governance review for Ireland-based Elan Corporation (NYSE: ELN) with all major recommendations being adopted by the Company.
- **Confidential client:** Performed an independent investigation for Fortune 150 NYSE company concerning global competition law lapses with significant personnel and systems remediation recommendations being adopted.
- **Confidential clients:** Has led successful 10A investigations for NYSE and NASDAQ board audit committees, extensive interface with the Big Four and relevant regulators.
- **Port Authority of New York and New Jersey:** Serves as standing counsel to the Audit Committee for the Port Authority of New York and New Jersey.
- **Confidential clients:** Reviewed compliance programs of Fortune 100 corporations and recommended extensive modifications to Boards which were accepted and implemented.
- **Confidential client:** Led team that persuaded the US government to overturn its suspension on doing business with a Fortune 200 multinational corporation within ten days. Avoided any negative publicity about the ban. Successfully distanced the corporation from previous executives under investigation.
- **Confidential client:** Served as special counsel to a “reform” Board of Directors to resolve conflicting AmLaw 100 legal opinions as well as to recommend governance reforms and actions against former officers and directors of large insurance and financial services company. Instituted litigation against and received restitution from former executives and directors. Restored company’s reputation in the capital markets, thus enabling significant raising of capital.
- **Confidential client:** Hired by major NYSE company to investigate suspicion of wrong doing in division. The investigation led to removal of the leader of a major business unit. Quickly alerted regulators to violations of law revealed by the investigation and worked with regulators to cure issues without incurring any penalties or negative publicity.
- **Confidential client:** Represented NYSE company in a Section 10A investigation requested by external auditor. The investigation provided comfort to the auditors and convinced them that no illegal acts had occurred, and that accounting treatment was correct, averting negative publicity.
- **Confidential client:** Represented multinational company in developing and implementing a resolution to a threatened ban by European Union regulators of a major product line.
- **United States Olympic Committee:** As Counselor to the United States Olympic Committee, oversaw the investigation of allegations of malfeasance during the bid for the Salt Lake City Games. Quickly uncovered wrong doing, developed correction strategy, and communicated to Committee, Board and appropriate regulators. Implemented and monitored mechanisms for future detection of violations and improved management controls.
- **Confidential client:** Prepared a report for the Board of Directors of Fortune 200 multinational outlining steps the company had taken to address its governance issues. The

report was furnished to regulators, and convinced regulators that the necessary reforms had been made and the issues resolved.

- **Global Affairs:** Participated in formulation and implementation of a global public affairs, legal, regulatory, government affairs and crisis management strategy to overcome health, environmental, nationalistic and cultural product acceptance concerns across the European Union, South America, Asia and Africa. Worked with country business leaders and consultants to tailor solutions appropriate to local markets. Further, oversaw aggressive and primarily successful defenses to regulatory and legal attacks on five continents.
- **Developing Countries:** Created and implemented Developing Countries outreach program to gain support of their leaders for plant biotechnology as a solution for hunger, nutrition and food security issues in their countries. Overcame several years of advance work performed by groups opposed to genetically modified foods and expanded education programs for consumers to reverse impression of bioengineering.
- **Metropolitan Atlanta Rapid Transit Authority:** Successfully defended legal attacks in state and federal courts on powers of Metropolitan Atlanta Rapid Transit Authority to receive tax revenues and undertake eminent domain, resulting in creation of a sound basis for the financing and implementation of the US\$2 billion rapid transit system for the city.

Honors and Awards

- "Daily Report Announces Lifetime Achievement, On the Rise Honorees", March 23, 2016
- Community Leaders of Faith Award, Day1 Atlanta, 2015
- Champion of Justice, Georgia Legal Services Program, 2013
- Rule of Law Champion Award, American Bar Association, 2013

Insights

- Co-author, "A cybersecurity guide for directors," *Dentons Governance Center*, 2015
- Co-author, "A Cybersecurity Guide for Directors", *The Conference Board Governance Center Blog*, July 27, 2015
- "Shareholder Questionnaires Seeking Board of Director Disclosures on Cybersecurity Oversight," *The Conference Board Governance Center Blog*, March 25, 2015
- "Preserve Georgia's indigent defense standards," *Atlanta Journal Constitution*, March 13, 2015
- Co-author, "Proper governance key to mergers," *Healthcare Finance News*, August 27, 2014
- "The Chief Legal Officer's Critical Role in the Compliance Function," *Bloomberg BNA - Corporate Law & Accountability Report*, June 27, 2014

- “Moving Beyond Quality: Growing regulations and enforcement are expanding trustees’ oversight responsibilities,” *Trustee Magazine* Vol. 64, No. 6, June 2011
- *Corporate Governance, Compliance and Investigations Publications*
- Co-author, "Six Steps to Elevate Compliance Programs Above Whistleblower Concerns," *Corporate Accountability, BNA, Inc.*, May 2011
- Co-author, "Crisis Management: A Critical Tool for Public Trust," *Risk Management*, April 2011
- Co-author, "9 Steps to Crisis Preparedness," *Risk Management*, April 2011
- Co-author, "Implementing a Whistleblower Awards Program Without Diminishing the Role of Internal Compliance," *Corporate Accountability, BNA, Inc.*, March 2011
- “Tap this pool: Boards — not societal pressure — should drive needed change”, *Directors & Boards*, November 2010
- Co-author, "BP spill legacy: New rules for the boardroom," *Atlanta Business Chronicle*, August 2010
- "ABA Urges FASB - U.S. Litigation differs. Don't Amend SFAS 5", *The Metropolitan Corporate Counsel*, October 2008
- Co-author, "Unique Ethical Challenges Facing In-House Lawyers," *Corporate Practice Series*, 2007,
- "How Do I Know If There Is A Back-Dated Options Problem And What Do I Do?," *Metropolitan Corporate Counsel*, July 2006
- "The Positive Use of Independent Investigations to Lower Risk and Create A More Effective Business Model," *Financier Worldwide*, June 2006
- *Rule of Law Publications*
- “CEELI, The Rule of Law and the Corporate Role,” *The Metropolitan Corporate Counsel*, May 2006
- “Erosion of the Attorney-Client Privilege and Work Product Doctrine: The ABA and Other Groups Seek Reversal of Government Waiver Policies,” *Metropolitan Corporate Counsel*, June 2006

Activities and Affiliations

Community Involvement and Pro Bono

- Day1 Atlanta Community Leaders of Faith Award

Presentations

- "2013 Rule of Law Award Luncheon: Remarks by R. William Ide III", ABA Rule of Law Initiative, September 3, 2013
- "How Health Care Innovation Can Serve As An Economic Growth Engine in Georgia", The Conservative Policy Leadership Institute and The Georgia Public Policy Foundation's Georgia Legislative Policy Briefing, November 13, 2010
- "Board Compliance Expectations and Involvement", KPMG's Compliance Executive Share Forum, December 3, 2008

Memberships

- Monsanto Company, Former General Counsel and Secretary
- United States Olympic Committee, Former Counselor
- American Bar Association, Former President
- EastWest Institute, Board of Directors, Chair Executive Committee, General Counsel and Secretary
- Clark Atlanta University Board of Trustees, Audit Committee, Governance Committee, Former Chair
- Nancy Creek Capital, Advisory Board
- MetaJure, Board of Directors, Chair
- Rimidi Diabetes, Chair
- Conference Board Governance Center Advisory Board, Chair
- BMA Corporate Accountability Report, Advisory Board
- Honorary Consul General, Thai Embassy
- Lawyers Committee for Civil Rights Under the Law, Trustee
- Popeyes Louisiana Kitchen (NASDAQ), Former Governance Committee Chair
- Albemarle Corporation, (NYSE) Former Board of Directors, Compensation Committee, Governance Committee, Former Chair
- TAGG Worldwide, Former Chair
- ABA Task Force on Attorney-Client Privilege, Chair
- Conference Board Task Force on Executive Compensation, Member
- The Goizueta Directors Institute, Fellow
- Atlantic Legal Foundation, Past Board Member
- National Center State Courts Warren E. Burger Society, Member

- Conference Board Task Force on Investor Engagement, Member
- Friends of Winship, Emory University, Advisory Board
- Jacob's Ladder Center, Board of Directors

Areas of Focus

Practices

- Corporate
- Corporate Governance
- White Collar and Government Investigations
- Joint Ventures
- Privacy and Cybersecurity

Industry Sectors

- Chemicals and Petrochemicals
- Financial Institutions
- Health Care
- Educational Institutions
- State, Regional, Provincial, Municipal and Local Government Bodies

Education

- Georgia State University, MBA
- University of Virginia, JD
- Washington and Lee University, BA, *cum laude*, recipient of the Distinguished Alumni Award

Admissions and Qualifications

- District of Columbia Bar
- Georgia