

DIANE C. SPEARS

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Experienced corporate generalist and legal executive, skilled in the law of business, advising management, department management and application of substantive law. Handle and oversee all legal issues, exposure to risk, and search for solutions for operations and corporate administration. Experience in diverse business settings, including a subsidiary of a SEC-regulated parent; a diversified, large private holding company and its subsidiaries; and a large healthcare charity. Licensed to practice law in Tennessee.

Areas of Expertise

- Law department management; advising executive and operating management
- Enterprise projects; team development and leadership
- Most legal areas in commercial settings, including, IP portfolio management; branding; technology and technology trends; privacy; ethics; contracts and negotiations; risk management and insurance; litigation management; management of outside counsel.
- Development and deployment of mobile applications.
- Regulated industries in alcohol, gaming and large charities, including general compliance

CORE COMPETENCIES

- Leadership through professional competency, example, and persuasion
- Mediating, applying directive management when necessary
- Setting standards and best practices in operations and professionalism
- Applying metrics and analysis for reporting and management; use metrics for team development to leverage department resources to promote efficiency in results
- Enterprise projects of all descriptions
- Creative and solutions-oriented. Excels in an environment of collaboration, respecting all skills necessary to achieve solutions. Incorporate legal risk and mitigation into operating goals and systems in an integrated fashion.

Major Accomplishments

- Directed all legal issues for all aspects of organization's enterprise and advised management and staff on legal issues. Established standards and compliance structure for charitable fundraising, charitable gaming and legal support for operations and administration of a \$700 million fundraising organization. Managed a 400% increase in functional workload with modest additions to staff, while increasing productivity and the quality of services.
- Negotiations and transactions in contracts in diverse subject areas, including a large privately-owned sports and public concessions company; IT; services and goods.
- Established framework for leveraging emerging media – internet marketing, compliance in search protocols, social media – in light of mission goals and best practices for marketing and privacy.
- Advised and participated in Human Resources enterprise issues, including employee handbook, policies, FLSA, immigration, EEO compliance and benefit plans.

PROFESSIONAL EXPERIENCE

ALSAC, Memphis, TN

2004 to 2010

The fundraising organization that supports St. Jude Children's Research Hospital

Senior Vice President & General Counsel

Managed legal affairs for a \$700 million charitable enterprise.

- Oversaw and motivated staff of 12 professionals. Enhanced team and individual growth initiatives. Developed an internal certification concept for development of skills for legal and operating staff.
- Established new departmental structure for legal services, resulting in increased employee satisfaction and enhanced client service that contributed to collaborative problem solving within the organization. COO recognized departmental philosophies as a leadership example.
- Participated in strategies for brand integrity and stewardship

PRIVATE PRACTICE and WILLIAMS & PROCHASKA, Memphis, TN 1997- 2004

Private practice of law

Attorney at Law, Partner

Delivered legal services to clients in a variety of areas of law, including commercial lending, contracts, corporate formation, creditors rights, including bankruptcy, domestic relations, and commercial transactions.

- Trained as a mediator under Rule 31 of the Tennessee Supreme Court.
- Team participation in representing the lead creditor in a significant healthcare bankruptcy proceeding.

DELWARE NORTH COMPANIES INCORPORATED, Buffalo, NY 1987 - 1997

Large, privately-owned holding company considered a global leader in food service, hospitality management, lodging, travel hospitality, retail, sports facilities management, gaming and racetrack operations in USA and other countries.

Assistant General Counsel

Handled and participated in sophisticated contracts for operating subsidiaries of a holding company in sports concessions, equestrian enterprises, food service, pari-mutuel gaming and hospitality.

EDUCATION

Juris Doctor, University of Memphis, School of Law, Memphis, Tennessee

Bachelor of Arts, University of Memphis, Memphis, Tennessee

AFFILIATIONS

Tennessee Bar Association, Memphis Bar Association, Memphis Bar Foundation, Association of Corporate Counsel, Mid South Association of Contingency Planners