KATHARINE P. LLOYD **GOV. MSG. NO. 789**

Summary of Skills

- Demonstrated ability to provide leadership at the executive level and across functional areas
- Able to analyze mission -critical functions, develop and implement collaborative strategic plans
- Expertise in:
  - Individual and corporate philanthropy
  - Complex asset and tax structured planned giving
  - Nonprofit board governance including legal, fiduciary and reputational risk management
  - Tax-exempt organizations, including public charities, private foundations, and supporting organizations
  - Cross-functional project team management
  - Endowment law and management
- Track record of developing and promoting staff
- Professional and personal commitment to the nonprofit sector

Professional Experience

Senior Vice President & General Counsel, Hawaii Community Foundation
November 2016 – Present

Counsel the Executive Leadership Team and Board on all corporate, governance, tax, regulatory and transactional matters for the State's leading philanthropic organization. Serve as one of the primary liaisons to the legal and professional advisor business sectors to promote philanthropy, the benefits of charitable giving and the mission, role and services of the Foundation. Extensive work with outside advisors and donors on complex, tax structured giving vehicles and strategies.

Deputy General Counsel &
Assistant Secretary of the Board– Hawaii Pacific University
June 2013 – November 2016

In consultation with the General Counsel, counseled the Board of Trustees, President and cabinet-level leadership on corporate, governance, tax, regulatory and transactional matters for the largest private nonprofit university in Hawaii. Primarily responsible for supporting the Board of Trustees and all standing committees including agenda and content development, adherence with internal and external governance standards, trustee recruitment and orientation, Board and Trustees self- assessment, management of external legal providers; Co-Chair of the Risk Management Committee, created and staffed the Retirement Plan Advisory Committee to the Board of Trustees. Assist the University Relations team with grant oversight, gift and endowment agreements.

Professional Experience (Continued)

General Counsel & Vice President- Philanthropy/Operations, Hawaii Community Foundation
May 2002 – June 2013

Counseled the Executive Leadership Team and Board on all corporate, governance, tax, regulatory and transactional matters. Together with the Trust & Investment Committee of the Board, oversaw the Foundation's endowment of more than $700 million. Extensive work with outside advisors and donors on complex, tax structured giving vehicles. As Vice President of Operations, managed all operational aspects of the Foundation, including gift administration and compliance, technology, human resources, finance and accounting areas. Hired, developed and promoted a CFO and successfully transitioned the finance, accounting and technology functions in 2010.

Lecturer in Law, William S. Richardson School of Law

2010- to Present
Co-teaching "The Law of Nonprofit Organizations" with Hugh R. Jones. This course surveys the federal tax and state nonprofit governance requirements applicable to tax-exempt charities, private foundations, social welfare and membership organizations, including expenditure responsibility, private foundation excise taxes and restrictions on lobbying and political intervention.

2003- "Federal Income Tax".
A three-credit survey course designed to develop an understanding of tax concepts and ability to work effectively with the Internal Revenue Code, regulations, cases, and other tax materials. Emphasis on how federal income taxes affect the common types of tasks, transactional and otherwise, in which lawyers commonly engage.

Senior Vice President, Division Manager, Trust and Investments Division, First Hawaiian Bank
July 1997 – April 2002

Joined First Hawaiian Bank as Manager of Personal Trust Department in 1997. Responsible for staff of more than 40 employees and all management aspects of a department which administered over 4000 personal trust accounts, in both fiduciary and agency capacities, generating annual gross revenue in excess of $12 million.

Promoted to Deputy Division Manager in January 2001, and Senior Vice President and Division Manager in December 2001. Responsibilities included oversight of Trust & Investment Division with primary responsibility for Personal Trust, Tax Department, Trust Real Estate Management Department, Institutional Funds Management and Employee Benefits Department. The Trust and Investments Division had in excess of $3 billion assets under management, and over 170 employees.

Professional Experience (Continued)

Attorney in private practice, Ashford & Wriston, Honolulu, Hawaii
May 1988 – July 1997

Practice emphasized formation and compliance of for-profit, nonprofit and tax-exempt entities, estate and income tax planning (including multijurisdictional estate, gift and income tax planning for individuals and business entities), Medicaid and public entitlements, guardianships, probate, healthcare organizations, fiduciary and beneficiary representation and employee benefits. Admitted as a full partner in 1996.

Research Assistant, University of Wisconsin Law School
August 1987 - May 1988
Summer Associate, Stafford Rosenbaum, Rieser & Hansen, Madison, Wisconsin
June 1987 - May 1988

Education

Juris Doctor	University of Wisconsin Law School Graduated Cum Laude University of Wisconsin Law School Law Review Phi Alpha Delta Legal Honor Society
Bachelor of Science	University of Wisconsin- Stevens Point Graduated with Honors Foreign Language Honor Society

Board Service, Professional Associations & Licenses

- Hawaii Women Lawyers- past board member
- Partnership for Philanthropic Planning – Hawaii- past board member and Officer
- Independent Sector, Washington DC – Public Policy Committee 2009
- Hawaii International Dyslexia Association, Board member 2010- 2012
- Aikahi PTSA, Past president and member
- Hawaii Estate Planning Council, member since 1989
- Member of Hawaii State Bar Association
- Licensed to practice law in Hawaii since 1988 (de-activated Wisconsin law license in 2010).

References Available Upon Request