

Gail A. Lione

Senior Counsel



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Overview

Gail A. Lione is a senior counsel at Dentons, where she draws upon her experience as a former general counsel and as an active board member to advise executive leadership and boards of public and private companies about governance, risk management, intellectual property and environmental, sustainability and governance (ESG) issues. She also serves as a Fellow of the ESG Center of the Conference Board and is an adjunct professor at Georgetown University, teaching an advanced course on strategically managing intellectual property.

Prior to joining Dentons, Gail served as general counsel of three companies in three industries: global marketing/manufacturing; publishing, printing and digital imaging; and insurance, banking and financial services. Most recently, she was the executive vice president, general counsel, secretary and chief compliance officer of Harley-Davidson, Inc. She also served as president of the Harley-Davidson Foundation. For the seven years prior to joining Harley-Davidson, Gail was general counsel and secretary of US News & World Report and its affiliates, the Atlantic Monthly Company, Applied Graphics Technologies, Inc., and Applied Printing Technologies. Her first general counsel position was with Sun Life Group of America (SunAmerica) in Atlanta, where she managed the legal affairs and all regulatory activities of five insurance companies licensed in 50 states.

Gail is a sought-after board member for corporations as well. She currently serves on two corporate boards: Badger Meter, Inc. (NYSE: BMI), where she is a member of the Corporate Governance and Compensation committees and formerly was the lead director; and Sargento Foods, Inc., where she is a member of the Compensation Committee. Until the end of 2017, Gail was a director of The F. Dohmen Co. and a member of its Audit Committee.

A longtime advocate for diversity, equity and inclusion in the workplace, Gail currently co-chairs Dentons' Diversity and Inclusion Committee. She is also a member of our Global ESG Steering Group and is a co-chair of our US ESG Task Force.

Recognition

Honors and Awards

- Milwaukee United Way, Linda T. Mellowes Woman Leader of the Year Award, 2019
- *WomenInc* named Gail to its 2019 list of the "Most Influential Corporate Directors," featured in its Winter

2019–2020 issue.

- *DirectWomen*, Sandra Day O'Connor Board Excellence Award, 2017
- *Directors & Boards* magazine named her a "Director to Watch" in its 2015 Annual Report
- American Bar Association, Mayre Rasmussen Award for the Advancement of Women in International Law, 2014
- *Milwaukee TEMPO*, Mentor Award, 2013
- *Milwaukee Biz Times*, "Woman Executive of the Year," 2012
- University of Rochester, Distinguished Alumnus Award, 2011
- *Milwaukee Magazine*, "Top 10 Women in Milwaukee"
- *Atlanta Business Chronicle*, "Top 20 Women in Atlanta"
- *Atlanta Magazine*, "Top 40 Under 40"

In the Media

Ms. Lione has been featured in several books:

- *Winning The Board Game: How Women Corporate Directors Make the Difference*, published by Betsy Berkheimer-Credaire, published by Angel City Press, 2019
- *Courageous Counsel*, by Michele Coleman Mayes and Kara Sophia Baysinger, published by Leverage Media, 2011
- *Networking is a Contact Sport*, by Joe Sweeney, published by BenBella Books, 2010
- *Women Who Mean Business*, by A. Mikaelian, published by William Morrow and Company, 1999

Insights

- Co-author, "Building shareholder value with ESG," *Financier Worldwide*, December 2021

Activities and Affiliations

- Founding co-chair, Global Women's Network, University of Rochester
- Chair, Women United Global Leadership Council for United Way Worldwide, 2017–2019
- Member, American Bar Association Standing Committee on the Federal Judiciary, 2019–2020
- Life fellow, American Bar Foundation
- Member, American Law Institute, elected 2015
- Member, Board of Trustees, University of Rochester
- Member, Board of Trustees, Lawyers' Committee for Civil Rights under Law, 2005 – 2006
- Member, ABA Commission for the Center for Racial and Ethnic Diversity, 2005 – 2008
- Board member, Abramson Scholarship Foundation
- Board member, Dog Tag Inc.

- Board member, International Senior Lawyers Project
- Board member, Milwaukee Art Museum
- Board member, Milwaukee Ballet 2013–2019
- Emeritus member, Milwaukee Women Inc.
- Member, Women Corporate Directors, Washington, DC, Chapter

Presentations

- Panelist, "ESG Strategy," Director and Officer Training Conference, Summit 2021, December 2, 2021
- Moderator, "ESG in the Boardroom: A Conversation with Energy Leaders," Dentons Smart Cities Roundtable, November 3, 2021
- Panelist, "Sustainability & Ethical Trade in Times of Uncertainty: The Role of Corporate Social Responsibility between Self-Regulation & Legal Obligations," International Law Association, American Branch Conference, October 29, 2021
- Moderator, "Exploring the S in ESG: Building your Company's Social Impact Strategy," Dentons CLE Series, October 13, 2021
- Panelist, "Delivering ESG to your Clients: What it is, What you Need to Know and What we can do to support You and our Clients," Dentons Training, August 3, 2021
- Panelist, "ESG Considerations for Insurers: What is ESG and How Does ESG Impact Insurers?," American Property Casualty Insurance Association, July 19, 2021
- Moderator, "The EU Carbon Border Adjustment Mechanism: The world's most important climate policy initiative?," Dentons In-House Webinar, May 18, 2021
- Co-presenter, "ESG: Key Trends and Expectations in 2021," Association of Corporate Counsel, Southern California Chapter, May 5, 2021
- Co-presenter, "Diversity in the Boardroom," American Law Institute, April 15, 2021
- Co-presenter, "Boards and the Proxy Process 2021," Women Corporate Directors, February 10, 2021
- Co-presenter, "Governance During the Pandemic," Women in the Boardroom, January 26, 2021
- Panelist, "Women Lawyers Serving on Corporate boards: Value Proposition and Board Search Strategies," University of Pennsylvania Law School, November 17, 2020
- Panelist, "Women Directors During Times of Crisis," 2020 Women on Boards Chicago, November 2020
- Moderator, "Updates on Coronavirus Disease: Key Issues Boards of Directors Face in the New Normal," Dentons CLE, May 2020
- Moderator, "Technological Risks and Responses," Conference Board's ESG Center, November 2019
- Moderator, "GC Conversations," Dentons In House Counsel Continuing Legal Education Program, October 2019
- Panelist, "Cybersecurity Oversight Working Group: Effective Reporting to the Board on Cybersecurity", roundtable hosted by the Conference Board, September 10, 2019
- Moderator, "Advice for General Counsel," Dentons Continuing Legal Education Program for its Clients In-House Counsel, June 2019
- Panelist, "The Job of the Corporate Director: Perspectives of Investor Relations Executives", roundtable

hosted by the Conference Board, June 10, 2019

- Panelist, "How M&A Lawyers can use their access to boards to help increase the number of female directors on Corporate Boards," American Bar Association Business Law Section, September 3, 2019
- Panelist, "ESG and Corporate Boards" roundtable hosted by the Conference Board, The B Team and Ceres, April 24, 2019
- Panelist, "The National Conversation on Board Diversity," 2020 Women on Boards, November 15, 2018
- Panelist, "2020 Women on Boards" on the National Conversation Day on Board Diversity, November 15, 2018
- Moderator, "The Power of Elevating the Voices of Women in Our Community" United Way of Greater Milwaukee & Waukesha County, November 7, 2018
- Panelist, "Operating on the Edge of Compliance: Value Creator or Business Destroyer", The 8th Annual Institute on Law & Policy, December 4, 2018
- Lecturer, "The role and responsibilities of Corporate Directors," Georgetown University Law Center, November 2017
- Moderator, "Current Trends in Intellectual Property Law," Dentons Continuing Legal Education Program for its Clients In-House Counsel, October 2017
- Featured speaker, "The Evolving Role of the Private Company Board," The Private Company Governance Summit 2017, May 2017
- Panelist, "Emerging Trends In Corporate Governance," Lubar School of Business at the University of Wisconsin Milwaukee Symposium Series on Corporate Governance, May 2017
- Co-speaker, "Board Compensation and other Governance Issues for Private Companies," Private Company Governance Summit, May 2017

Areas of focus

Issues and opportunities

- Global Smart Cities & Connected Communities Initiative and Think Tank
- ESG: Global Solutions

Education

- University of Pennsylvania Law School, 1974, JD
- University of Rochester, 1971, BA, *magna cum laude*, *Phi Beta Kappa*

Admissions and qualifications

- District of Columbia
- Georgia
- Pennsylvania
- Wisconsin