



Katherine Hatton

Until her retirement in 2022, Katherine Hatton served as Vice President, General Counsel, and Secretary of the \$13 billion Robert Wood Johnson Foundation, the largest national philanthropy focused solely on health. In that role, she developed broad familiarity with regulatory issues, thought leaders, and policymakers in the field. Previously she served as Vice President and General Counsel of a significant newspaper and online company, where she gained a deep understanding of the media business.

Ms. Hatton joined the foundation, headquartered in Princeton, NJ, in 2004. As Secretary to the Board, she worked with the Chair of the Board and committee chairs to ensure that the Board followed best practices in governance, oversight, compliance, and risk management. In conjunction with the chair of the Audit Committee, she led the organization's enterprise risk management program. She also was the key advisor on governance decisions, including the selection, compensation, orientation, and evaluation of Board members.

As Vice President and General Counsel, she was responsible for managing all the foundation's legal work, developing staff policies and training in numerous areas that touched on law and compliance, and working with other managers to standardize the foundation's grantmaking while ensuring adherence to complex tax laws. Under Ms. Hatton's leadership, the legal team worked collaboratively with management and staff, devising elegant solutions to overcome obstacles to advancing the foundation's mission. As a member of the foundation's senior management committee, she participated in the creation, development, and execution of foundation-wide policies and strategies.

For 12 years prior to joining the Robert Wood Johnson Foundation, Ms. Hatton was Vice President and General Counsel of Philadelphia Newspapers, Inc. (PNI), publisher of *The Philadelphia Inquirer*, the *Philadelphia Daily News*, and *philly.com*. The company was the largest subsidiary of Knight Ridder, Inc., once a publicly traded company in the Fortune 300. She also served on PNI's Operating Committee. As General Counsel, Ms. Hatton managed PNI's legal matters, including litigation, as well as all issues of communications, general corporate, intellectual property, employment, labor, and environmental law. When the company faced a daunting number of defamation lawsuits, she developed innovative approaches to legal fee arrangements and newsroom training, resulting in reduced legal fees, increased predictability in litigation budgeting, and fewer new lawsuits.

Prior to joining the newspaper company, Ms. Hatton was a shareholder in the Philadelphia law firm now known as Kohn Swift & Graf, P.C. There she engaged in an active trial and appellate practice, working primarily with media clients. She began her career as a reporter for *The (Cleveland) Plain Dealer*.

Ms. Hatton is an alumna of the DirectWomen Board Institute, a program designed to prepare senior women lawyers for service on boards of directors. She has spoken on governance at the National Association of Corporate Directors' Annual Corporate Governance Conference and at the Georgetown University Law Center annual conference on representing tax-exempt organizations. In 2016, she was named General Counsel of the Year for New Jersey nonprofits and governmental organizations by NJBIZ and was inducted into the Bowling Green State University Academy of Distinguished Alumni. She was inducted into the Case Western Reserve University School of Law Society of Benchers, and served as its chair for two years. She also has received leadership awards from the New Jersey Women Lawyers Association and the Pennsylvania Newspaper Association.

Currently a director of the Public Interest Law Center and a member of the board of Healthy NewsWorks, Ms. Hatton long has been active in nonprofit organizations. She served as President of the Philadelphia Volunteer Lawyers for the Arts for three years, overseeing a successful effort to restore its financial viability. She also served as secretary of the Forum of Executive Women in Philadelphia. Additional board experience includes the advisory board of DirectWomen; the national Media Law Resource Center; the Pennsylvania Economy League; the Pennsylvania First Amendment Coalition; Women's Way; the Philadelphia Theatre Company; and the Fleisher Art Memorial.

Ms. Hatton received a law degree with honors from the Case Western Reserve University School of Law and a Master of Studies in Law degree from the Yale Law School. She graduated magna cum laude from Bowling Green State University with a B.A. in political science and a B.S. in journalism.