



Pamela J. Fields



## Contact

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## Education

Fordham University School of Law, J.D.,  
Dean's List, 1983

SUNY at New Paltz, B.A., Magna Cum Laude,  
Dean's List (Sociology), 1978

## Professional Affiliations

Association of Corporate Counsel  
Women General Counsel Network (WGCN)  
SHRM  
Board Membership, W.C. Fields Productions  
Board Membership, Community Bridges  
(Non-Profit)

## Bar Admissions

State Bar of California  
State Bar of New York

## Honors

Featured in Profile Magazine, "Pam Fields takes  
the lead in rebranding West Marine,"  
December 15, 2015

## Practice Areas

Business Law	Internal Audit Management
Business Litigation	International and Internal Investigations
Compliance (Regulatory)	Mergers and Acquisitions/Divestitures
Corporate – General	Policy Development/Drafting
Corporate Governance and Board Matters	Risk Management
Corporate – Legal Entity/Subsidiary Formation & Management	Securities Law
General Counsel Outsourced Services	Transactions (Agreements and Operational Documents)

## Experience

Pam Fields is Of Counsel to the firm. She has 30 plus years of experience working in the capacity as a senior legal executive with global publicly-traded companies in the technology and retail industries. Pam has a proven track record of providing strategic and operational leadership to legal teams, C Suite executives, business partners, and boards of directors.

Pam has a deep knowledge of and experience in corporate, securities, regulatory compliance, commercial (private and public sector), employment, risk management, intellectual property, litigation, internal audit, and asset protection functions. She is a results-driven, change-agile professional with experience in accelerating growth and re-engineering operations.

Before joining the firm, Pam held the position of Vice President, Deputy General Counsel and Assistant Corporate Secretary for Poly (formerly Plantronics and Polycom), a multinational publicly-traded (NYSE) technology /telecommunications company, and helped lead Poly's acquisition in August 2022 by HP Inc. Prior to her position at Poly, Pam was the Sr. Vice President, Chief Legal and Compliance Officer, and Corporate Secretary for a national publicly-traded (NASDAQ) retail company, West Marine, Inc. She also led West Marine's acquisition by private equity in 2017. Pam also provided legal consulting services in her own firm.

## Chief Legal Officer/Chief Compliance Officer/ Corporate Secretary Responsibilities

Pam led securities law compliance and SEC reporting, performed corporate governance and secretary functions, acted as a trusted advisor to both C-Suite executives and boards of directors, proactively monitored and implemented new SEC rules and proxy advisory firm guidelines, and managed global corporate subsidiary and affiliate regulatory matters.

## Chief Legal Officer/Chief Compliance Officer/ Corporate Secretary Responsibilities [ Continued ]

Pam provided advice and counsel on all aspects of global employment and benefits law, including making proactive recommendations on company policies and processes to ensure compliance with applicable US and foreign laws. She drafted and negotiated employment-related agreements, including executive compensation agreements, equity plans and award agreements, and oversaw investigations, discipline, and termination processes and procedures. Pam drafted all global termination processes and documents to ensure compliance with applicable law, including reductions-in-force, severance plans, and change of control/severance agreements.

Pam professionalized the business by implementing company-wide policies, procedures, and programs to enhance workflow and ensure legal compliance and good governance practices. She established and transformed the legal, risk management, internal audit and asset protection functions by re-engineering the functions to drive enterprise efficiencies and refocus efforts on high-risk matter. She designed and implemented global compliance and ethics programs, policies, procedures, and controls required for corporate legal compliance, including corporate governance programs, codes of conduct, corporate governance guidelines, insider trading policies, 10b5-1 trading policies, director conflict of interest policies, and Reg FD policies. She assessed known and anticipated risks to the organization and created/implemented legal strategies to respond to and mitigate such risks, including compliance with an FCPA remediation plan and management of an SEC investigation. Pam oversaw ESG initiatives and related internal control and disclosure procedures, as well as advised on legal matters surrounding data protection/privacy and cyber-security matters and provided education and training on compliance matters.

Pam managed each company's litigation portfolio, including determining and directing litigation counsel and providing strategic direction throughout all phases of the litigation, from pleadings and discovery through settlement. She engaged and managed outside counsel with the goal of early resolution and streamlining legal spending. In addition, Pam oversaw the company's strategy as it related to legal risk mitigation.

Pam oversaw and drafted a variety of complex commercial transactions, including private and public sector sales agreements, direct and indirect procurement agreements, services offerings, strategic alliance agreements, credit agreements, and intellectual property licensing agreements.

She also managed each company's strategic transactions, including stock and asset acquisitions and divestitures of business units.

Pam led the strategic and operational planning processes in the executive leadership team to align key initiatives with financial objectives. She guided all levels of employees through the legal dimensions of routine and complex business decision-making, and promptly solved everyday business problems with practical advice. Pam also managed the departmental budget aligned to fiscal goals.