



## PRACTICE SUMMARY

Beth Whitsett has practiced law for thirty years in California and Utah. Her practice focuses on commercial transactions, mergers and acquisitions, and corporate compliance. She also provides advice to employers concerning employment law. For the past fifteen years, she has represented a number of international clients and has assisted them with multinational business transactions and development of codes of conduct and associated internal policies and procedures for global businesses.

## ELIZABETH A. WHITSETT

### FABIAN & CLENDENIN

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### AREAS OF PRACTICE:

- Employment
- Business & Corporate

## PROFESSIONAL

- Rated AV by Martindale Hubbell
- Adjunct Professor of Law, University of Utah S.J. Quinney College of Law: Commercial Documents, Securities Regulations, Representing Small Businesses and Not-For-Profit Organizations
- Bar Examiner, Utah State Bar
- Member, American Bar Association
- Member, Editorial Board, Utah Bar Journal
- Of Counsel Attorney, Fabian & Clendenin, 2003-Present
- Deputy General Counsel (2000-2002), Associate General Counsel (1993-2000), Huntsman Corporation, Salt Lake City, Utah
- Attorney and Shareholder (1984-1993), Associate Attorney (1981-1983), VanCott Bagley Cornwall & McCarthy, Salt Lake City, Utah
- Associate Attorney, Jones Day Reavis & Pogue, Los Angeles, California, 1978-1981
- Admitted to Utah State Bar, 1981; and California State Bar, 1978

## EDUCATION

- J.D., University of Southern California Law School; Order of the Coif
- M.A.T., Yale University, Biology

- B.A. Stanford University, Biological Sciences

## PUBLICATIONS & PRESENTATIONS

- Presenter at various continuing legal education seminars and workshops
- Author, ECONOMIC Ventures, a monthly column published in Utah Enterprise, 2003-2004
- Lecturer and Discussion Leader, Utah Law Related Education Mentor Program

## COMMUNITY SERVICE

- Member, Board of Directors, Voices for Utah Children
- Member, Utah Symphony Chorus
- Past member, Salt Lake City Green Team, 2003-2004
- Past member, PTSA Board, Wasatch Junior High School
- Past member, Parent Advisory Board, JCC Elementary School
- Past chair, Board of Trustees, Law-Related Education Project, Inc.
- Past member, Board of Trustees, Tutor Trainer and Reading Tutor, Literacy Action Center
- Past member, Governor's Bio Medical Task Force, Genetic Engineering Subcommittee
- Past member, Board of Trustees, Salt Lake Foundation
- Past member, Board of Trustees, Holladay United Church of Christ

## REPRESENTATIVE PROJECTS

- **COMMERCIAL TRANSACTION** - Beth represents businesses in diverse manufacturing, sales, marketing and consulting industries, including medical devices, agrochemicals, computer software and records management. She works with clients to develop, negotiate and draft a wide variety of commercial documents including supply agreements, distribution agreements, manufacturing and formulation agreements, research and development agreements, leases, licenses, financing agreements and related documentation. She also works with her clients in connection with preparation for shareholder and director meetings, annual corporate reporting, and formation and maintenance of legal entities. She represents companies doing business in Latin America, Asia, Europe and Australia as well as North America, several of which are headquartered or have facilities located outside the United States.

- **MERGERS AND ACQUISITIONS** - Mergers and acquisitions represent a substantial part of Beth's practice. She has assisted clients with disposition and acquisition of major assets, including subsidiary companies, product lines and physical assets. She recently worked with a client on the disposition of an international business through an auction process that entailed, among other things, developing and implementing a global electronic data room. She has worked on stock and asset M&A transactions, offerings of equity and debt securities and financing transactions.
- **CORPORATE COMPLIANCE** - Beth has worked with a number of companies, both domestic and international, to develop and implement Codes of Conduct and associated compliance programs. This work involves assessing and complying with applicable legal requirements as well as identifying and harmonizing the corporate culture of the company. Development of a Code of Conduct requires intense work with management of the client company in order to ensure corporate ownership of the Code and associated program, and development of rollout and training procedures for employees at all levels. Once a Code is developed, implementation programs and policies, guidelines and procedures must be adopted and activated, along with internal processes for auditing compliance with the program once it is in place.

Related to this work is assisting, and in some cases managing, internal investigations with respect to noncompliant conduct, as well as assisting in managing external investigations initiated by government or regulatory agencies. Finally, her work in this area often extends to development and implementation of records management and internal decision/authorization systems assuring compliance with legal requirements and internal oversight requirements.

- **EMPLOYMENT** - Beth works with a number of clients on various employment matters, including employment contracts and offer letters, employee benefits plans, and general legal support to the human resources function. She works with clients in connection with problem employees and terminations, as well as assisting in developing and maintaining lawful and efficient employment records, hiring and promotion practices, and related matters.