



Karen K. O'Neill

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1579 Silver Street, Hinesburg, Vermont 05461

Executive Profile

Energy industry executive accomplished in culture change, strategy development and human resource management

Skilled attorney experienced in regulatory compliance, employment law and mediation

Effective state and federal policy advocate

Trusted counselor to corporate and non-profit boards

Experience

Vermont Electric Power Company, Rutland, Vermont

2010-2016

Vice-President, General Counsel and Secretary

Served as in-house legal counsel responsible for: providing advice and counsel to President/CEO, protecting company's legal interests amid rapid change, maintaining comprehensive understanding of legal and policy issues affecting transforming electric utility industry, ensuring compliance with applicable laws and regulations, and maintaining company records. Also focused on strategic planning issues, policy analysis and external relations as part of five-person senior management team, oversaw company's human resource and NERC compliance functions, led its successful cultural transformation initiative and strategic planning exercises, and served as liaison and advisor to Governance Committee of Board of Directors. Accomplishments included:

- Significantly cutting legal department size and budget while maintaining quality of service
- Negotiating company's first-ever agreement with independent transmission developer that will provide payments totaling \$136 million dollars to benefit ratepayers if proposed project is developed
- Negotiating first-ever research and development contract with IBM to improve weather forecasting capabilities and utilization of renewable resources
- Guiding reconstitution of VELCO board and formation of its first Governance Committee after merger of company's largest owners
- Overseeing restructuring of compliance function to respond successfully to new requirements and challenges for protection of critical infrastructure information

Gravel & Shea PC, Burlington, Vermont

2007-2010

Shareholder/Partner

Assisted clients with advice, training and representation on variety of employment and labor relations issues.

Independent Consultant, Burlington, Vermont

2003-2007

Provided counsel, strategic planning, project management and other services to businesses and institutions with legal, regulatory, human resource and management needs.

Howard Center, Burlington, Vermont

2003-2015

Served as trustee of this large human services agency and member of board's executive, governance and personnel committees; president of Board of Trustees from 2011-2013.

Green Mountain Energy Company, Austin, Texas

1997-2003

Vice-President, New Markets

Created and implemented national legislative and regulatory agenda for start-up company selling cleaner and renewable electricity in restructured energy markets. As part of management team, built company that survived major contractions in competitive energy industry and attracted financial investment from major firms, including BP Amoco. Identified business opportunities and provided regulatory support and guidance for entry into multiple states and several lines of business. Recruited, developed and managed talented group of professionals for New Markets team. Successfully negotiated with multiple stakeholders to create set of uniform business rules for industry that led to establishment of National Energy Standards Board. Testified regarding electric restructuring before congressional committees, Federal Energy Regulatory Commission, state legislatures and utility commissions, and held leadership positions in variety of industry advocacy groups.

Green Mountain Power Corporation, Burlington, Vermont

1985-1997

Vice-President, Organization Development & Human Resources

Assistant Vice President, Organization Development & Human Resources

Assistant General Counsel

Corporate Attorney

Led company's human resource department and related initiatives, including successful company reorganization and downsizing. Served on management and business development teams that identified and developed opportunities in potential restructured energy markets that led to spin-out of Green Mountain Energy Company. Managed litigation and negotiated resolution of significant components of federal Superfund case and associated insurance claims. Litigated rate cases and handled variety of regulatory, corporate and litigation matters.

UNITED STATES DEPARTMENT OF JUSTICE, WASHINGTON, D.C.

1982-1984

Assistant Director, Office of Information Systems and Support, Executive Office for U.S. Attorneys

With Director, oversaw implementation of first automated case management system for U.S. Attorneys offices nationwide.

UNITED STATES ATTORNEYS OFFICE FOR DISTRICT OF COLUMBIA, WASHINGTON, D.C.

Deputy Executive Assistant United States Attorney

1981-1982

Assistant United States Attorney

1978-1981

As Deputy Executive Assistant, ran office's hiring program for new attorneys, oversaw administrative and human resource functions, and handled select appellate cases. As Assistant U.S. Attorney, prosecuted criminal cases and handled appeals in both local and federal courts in District of Columbia.

SUPERIOR COURT FOR THE DISTRICT OF COLUMBIA, WASHINGTON, D.C.

Law Clerk to Honorable Fred. B. Ugast

1977-1978

Education

National Law Center, George Washington University – J.D. 1977

University of Pennsylvania - B.A. cum laude with major in psychology – 1973