



Shaw Industries Group, Inc.
Deputy General Counsel and Chief Compliance Officer
Confidential Position Specification

2023

HEIDRICK & STRUGGLES

Company and Team Overview



COMPANY

Shaw Industries Group, Inc.

OWNERSHIP

Wholly-owned subsidiary of Berkshire Hathaway (NYSE:BRK.A)

EMPLOYEES

~22,000

REVENUE

\$7 billion

WEBSITE

<https://shawinc.com/>

About Shaw Industries Group, Inc. and the Team

Shaw Industries is one of the world's largest, privately held, global flooring manufacturers. The company participates in virtually every category of flooring including carpet, resilient (with an emphasis on luxury vinyl tile), hardwood, laminate and ceramic floors. Shaw sells its residential lines to distributors and retailers in the U.S. and abroad, and its commercial products directly to end users and flooring subcontractors. Shaw is recognized for being a leading innovator in the industry with high quality, exceptional products. The company has a strong service focus, and the organization is dedicated to creating a better future for its customers, its people, the company and its communities; Shaw has partnerships with St. Jude and United Way, among others.

In 2001, Shaw began a new chapter in its long and varied history with the completion of its sale to Berkshire Hathaway Inc., the holding company of renowned investor Warren E. Buffett. Berkshire Hathaway is known for buying and holding businesses that have a dominant market share, strong management teams, and are capable of driving competitive advantage. With the move, Shaw ended its tenure as a public company

Today, with the leadership of Tim Baucom, CEO & President, Shaw is a full-service flooring company where its employees' daily efforts illustrate the commitment and determination to stay on top in an ever-changing and highly competitive marketplace. Shaw has been recognized by Forbes as one of the "Best Employers for Diversity", Newsweek Magazine recognized Shaw as "America's Greatest Workplaces for Diversity" in 2023, and Training Magazine has recognized Shaw consecutively for the past 16 years as a top 125 training organization.



Deputy General Counsel and Chief Compliance Officer

LOCATION

- Dalton, GA

REPORTS TO

- General Counsel, Jane Stahl; dotted line reporting to CEO & President, Tim Baucom

TEAM

- 4 compliance professionals

THE ROLE

The Deputy General Counsel and Chief Compliance Officer has broad governance and oversight responsibility throughout the enterprise for maintaining compliance with regulatory and legal obligations, Shaw's Code of Business Conduct, and related policies. This leader will serve as the Chief Compliance and Ethics Officer for the corporation; will enhance the design and execution of strategic and tactical programs to further reduce and manage the risk of violating laws and regulations applicable to Shaw; and will ensure that the Board of Directors, management, and employees understand and adhere to Shaw's Code of Business Conduct. This individual will be a key member of the leadership team and will play a critical role in the company's continued growth and success.



Deputy General Counsel and Chief Compliance Officer

SPECIFIC RESPONSIBILITIES:

- Provide legal advice and counsel to senior management, directors, employees and other stakeholders on compliance- and ethics-related matters.
- Oversee the establishment, implementation, and periodic reassessment of company-wide compliance standards and policies, as well as Shaw's compliance culture.
- Work closely with senior management to ensure that the company's values and culture promote a strong commitment to compliance.
- Oversee the operation of Shaw's compliance program that includes policies, procedures, and training programs to ensure that the company operates within all applicable laws and regulations. This includes but is not limited to:
 - Leading annual compliance risk assessments to evaluate compliance risks, mitigating measures, and opportunities for improvement;
 - Maintaining awareness of evolving regulatory standards and external developments relevant to Shaw's compliance risks and controls, and assessing the impact of these changes on the company's compliance program.
 - Supporting the development and implementation of business-led compliance programs and controls;
 - Overseeing the design and implementation of company-wide compliance training and certifications, and supporting the development and delivery of role-based compliance training, including but not limited to those relating to anticorruption, anti-money laundering, data privacy, and other relevant topics.
 - In coordination with Shaw's Internal Audit Group (IAG), designing and implementing monitoring and assurance activities to validate the effectiveness of compliance controls;
 - Leading investigations into potential compliance violations, ensuring that appropriate legal action is taken to remediate any issues.



Deputy General Counsel and Chief Compliance Officer

SPECIFIC RESPONSIBILITIES (CONT'D):

- Overseeing post-incident assessments following significant compliance and ethics incidents to identify opportunities for improvement;
- Overseeing the design and implementation of compliance programs directly managed by the Compliance & Ethics function, including compliance with policies relating to interactions with public officials and privacy;
- Coordinating with other functions, including Legal, the North American Electric Reliability Corporation (NERC) compliance team, CISS, and IT to support NERC and cybersecurity compliance;
- Overseeing, jointly with IAG, Shaw's anti-fraud program.
- Collaborating with the legal team to ensure that the company's legal and compliance programs are aligned and effectively integrated.
- Implement and enforce Shaw's Code of Business Conduct and PBPP, including through conducting and overseeing investigations.
- Report to executive management, Shaw's Board of Directors and its committees, and as appropriate the Boards of Directors of Shaw's operating companies, regarding the operation of the compliance program, significant compliance incidents, developments, and trends, and opportunities for improvement.
- Select, direct, develop, coach, and evaluate staff to create a high performing team.

Pivotal Experience & Expertise



Our client is seeking a highly motivated and experienced lawyer to serve as its Deputy General Counsel and Chief Compliance Officer. In addition to receiving a J.D. from an accredited US law school and being in good standing with a recognized bar association, the successful candidate will possess the following:

Deep Compliance Experience: 10-15 years of senior compliance experience, including in a range of compliance disciplines, ideally in a global organization. In-depth knowledge of relevant laws, regulations, and ethical standards, including experience with trade compliance, anti-corruption / FCPA, anti-money laundering, data privacy, and other relevant topics. High performing talent with the ability to potentially advance beyond this role in the future.

Industry Background: Experience working in the manufacturing and/or broader industrial sector or other relevant industries, as well as in organizations with a complex, global supply chain.

Leadership Experience: Demonstrated ability to lead a high-performing team including setting goals, developing strategies, and managing performance. Ability to effectively influence and motivate cross-functional teams.

Culture & Leadership Attributes



The successful candidate will also possess the following key cultural and leadership attributes:

Collaborative, Purpose-Driven Leader and Partner: A collaborative, engaging, relationship-focused leader and colleague who can work effectively throughout the organization. A servant leader; a player coach capable of leading by example while mentoring and developing others. An individual who models the mission of Shaw Industries, and possesses a passion for service, community and wellness of the individual and community. A commitment to ensuring Shaw Industries is a great place to work through effective employee communications and engagement; a visible supporter of diverse talent and perspectives.

Strong Presence & Communication: Excellent written and verbal communication skills, with the ability to present complex legal and compliance issues to senior management and to effectively work with and communicate across all levels of an organization. A level of gravitas and confidence to share one's ideas and push back respectfully when appropriate.

Results-Focused Orientation: An individual with a high level of initiative, and the capability to effectively manage multiple priorities in a fast-paced, global environment. Analytical thinker with the ability to define, navigate and solve complex problems, and who can excel in an environment with high expectations.

HEIDRICK & STRUGGLES



KEY HEIDRICK & STRUGGLES CONTACTS:

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