

Kathy Fields Pogoes

*Experienced transaction expert, investor, counsel and
board member*

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Astute Executive and Strategic Partner who brings demonstrated success and experience that spans industries, company stages, geographies and regulatory environments. Proven ability to combine technology, financial, regulatory and legal expertise with excellent judgment and experience gained from decades of growing and supporting businesses. Known as a respected solution-oriented leader with unshakable integrity who quickly identifies opportunities and mitigates risk. Excellent business insight and understanding of stakeholder priorities and keen insights into governance and compliance, cybersecurity and technology. Experienced director qualified to serve on Technology/Cybersecurity/Information Security, Audit, Compensation, and Nominating and Governance Committees of boards seeking insight into the challenges and opportunities facing organizations in a constantly evolving technology and regulatory environment and boards looking for an experienced and collaborative executive with excellent communication skills.

Competencies that Deliver Value

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|----------------------------|--------------------------|--|
| ● Executive Leadership | ● Information Security | ● Equity Compensation |
| ● Capital Raising and IPOs | ● SEC Filings | ● Recruiting and Retaining Talent |
| ● Public and Private M&A | ● Regulatory Compliance | ● Intellectual Property Creation,
Ownership and Licensing |
| ● Audit and Review | ● Integration Strategies | |

Board Experience

- | | |
|---|----------------|
| Kognitiv
Provider of all-in-one collaborative commerce platform-as-a-service solution for leading global brands to build their own peer-to-peer trading networks | 2020 - Present |
| Swiftly
Cloud-based provider of data analytics software that helps public transit authorities and cities more efficiently manage their transportation networks | 2020 - Present |
| American Online Giving Foundation, Inc.
Public charity and a partner of the Benevity Community Impact Fund that connects charities with companies and individual donors | 2016 – Present |
| SpacelQ
Provider of Integrated Workplace Management System platform and cloud space optimization software (sold in 2021) | 2019 - 2021 |

Professional Experience

Strategic Compliance and Consulting Services, Boston MA & San Diego, CA <i>Consulting firm</i>	2022-Present
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PRINCIPAL

Provide strategic advice and transaction support to companies and investors as they execute on growth and liquidity opportunities. Also available for interim CCO and GC roles, as well as projects like litigation management and training.

Professional Experience (continued)

JMI Equity, San Diego, CA & Baltimore, MD

Growth equity firm focused on investing in leading software companies.

SENIOR ADVISOR

2022 – Present

GENERAL PARTNER, GC AND CCO

2013 – 2021

Partners with other executive leadership at the firm, deal teams and portfolio companies to support growth and operational initiatives, follow-on acquisitions and C-suite talent identification, recruitment and retention. Lead deal structuring and execution, as well as SEC registration, for growth equity firm focused on investing in leading software (SaaS) companies. Advised investment committee, selected and managed outside counsel and oversaw all legal and compliance activities for 50+ employee firm with more than \$6 billion of assets under management.

IU Ventures

2021 – Present

Growth equity firm focused on investing in leading software companies.

EXECUTIVE IN RESIDENCE

Supporting successful outcomes for IU founders

Goodwin Procter, LLP, Boston, MA & Menlo Park, CA

2005 – 2013

Global 50 law firm with more than 1,400 lawyers focusing on complex transactional work, high-stakes litigation and advisory services.

PARTNER – CORPORATE, PRIVATE EQUITY & TECHNOLOGY COMPANIES GROUPS

Co-founded new Silicon Valley office, driving recruiting, expansion initiatives and growth objectives. Represented public and private software and technology companies in broad range of cross-border mergers and acquisitions, dispositions and corporate finance transactions, as well as conducted regulatory filings for foreign investors. Grew office from 6 to 75+ attorneys.

Testa, Hurwitz & Thibault, LLP, Boston, MA

1991 – 2005

Former legal firm providing legal services to public and private technology corporations, venture capital investors and more.

PARTNER, BUSINESS PRACTICE GROUP

Promoted in 2000 as 1 of only 6 female equity partners and served as co-chair of the M&A practice. Championed diversity and inclusion efforts through development and oversight of externship program in partnership with Center for Women and Enterprise.

- **M&A Activities:** Led strategic initiatives and conducted numerous transactions for public and private companies and investors. Assisted portfolio companies carry out leadership transitions.
- **IPOs:** Represented issuers and underwriters in initial and follow-on public offerings and advised public companies on SEC reporting and other general corporate matters.

Education and Certification

Juris Doctorate (J.D.), Stanford University Law School, Stanford, CA

Law Review, Journal of International Law

Bachelor of Science, Business, Indiana University Kelley School of Business, Bloomington, IN

Eastman Kodak Scholarship; Graduated with highest distinction

Organizations & Recognition

Board Member, Friends of Downtown San Diego