



Declaration of Candidacy

Candidates for election as Second Vice President, Secretary-Treasurer, or Director Elected Nationally must complete this form and submit it to the Chief Executive Officer at the principal headquarters of DRI by 5:00 PM (CDT) on July 1st of the year in which the election is held.

National Director Requirements - Directors Elected Nationally or by Region must be Individual Members of the Corporation admitted to the practice of law. Each such director must meet the following qualifications at the time of election: (a) The candidate shall have been a DRI member for a total of at least five (5) years, and (b) The candidate shall have been a member of at least one DRI substantive law committee for at least three (3) years, and (c) The candidate must have registered for and attended at least one (1) DRI Annual Meeting within the previous three (3) years, and, within the three (3) years prior to the final day of the Annual Meeting, the candidate must have 1) registered for and attended at least two (2) DRI seminars, or 2) registered for and attended one (1) DRI seminar and one (1) DRI Regional Meeting.

Please also see the DRI Board of Director and Officer Competencies, attached.

Position sought:

Second Vice President* Secretary- Treasurer National Director

*If you have declared your candidacy for Second Vice President and are not the successful candidate, will you consider the Secretary - Treasurer Officer position?

Yes No

Name Morgan Milner

Firm/Company Modern Woodmen of America

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How long have you been a member of DRI?

15 years

Areas of practice: Life Insurance and General Corporate

Please provide your employment history in chronological order beginning with the current position.

Modern Woodmen of America

Assistant General Counsel – 2021-present

Senior Counsel – 2019-2021

Counsel – 2015-2019

Upper Iowa University

Adjunct Instructor, Business Law – 2021-2022

Royal Neighbors of America

Assistant General Counsel – 2012-2014

Chittenden, Murday & Novotny LLC

Attorney – 2004-2012

AmeriCorps

VISTA Volunteer – 2000-2001

Please describe your previous involvement in DRI, including but not limited to, leadership positions held, projects contributed to, committee memberships, presentations given, and written materials authored. Special accomplishments should also be noted.

Corporate Counsel Committee: Steering Committee member / 3rd Vice Chair (2020), 2nd Vice Chair (2021), 1st Vice Chair (2022), Chair (2023-present).

Diversity Professional and Business Development Mentoring Program: Contributed to program launch and recruited from C3 membership; served as mentor since inception.

Written Materials:

In-House Counsel's Guide to Success: Tips from the Pros, Court & Counsel: The DRI Blog, Oct. 13, 2023.

COVID-19, Corporate Counsel and Civility, Professionalism Perspectives, May 8, 2020.

List any significant leadership commitment and involvement within the legal field other than DRI, including but not limited to other legal organizations.

Association of Fraternal Benefit Counsel: Secretary / Treasurer (2014 - 2022)

American Fraternal Alliance: Advocacy & Policy Committee (2021 - present); Chair, Regulatory Engagement Task Force (2016 - 2018)

Why do you wish to join the board of directors or become an officer and what skills, abilities and attributes identified in the Board of Director/Officer Competencies can you bring to the role?

DRI has been tremendously important to me throughout my career – both in private practice and as an in-house attorney. As a corporate attorney, I am particularly grateful to be part of an organization that provides me with an opportunity to learn (and earn CLE) from experts, to network with attorneys who may now or in the future represent my company, and to connect and engage with other corporate counsel on issues that cut across our practice areas. In the past several years, I have grown concerned that this value proposition is lost on many corporate attorneys and that DRI has struggled to include corporate attorneys in various aspects of the organization. I am seeking to join the board to be a voice for corporate counsel and to ensure this important component of the membership is effectively heard and included.

I will bring to this role experience and competencies gained not only through my years of service to DRI but also through other personal and professional opportunities. I have been fortunate to serve in leadership and supporting roles for several organizations including the Association of Fraternal Benefit Counsel and the American Fraternal Alliance. These roles have helped me develop the hard, soft, and strategic skills listed in the Board of Director/Officer Competencies piece. Moreover, in 2016 I was

privileged to be selected for, and to complete, an 18-month company-sponsored leadership program, which focused on many of the Board of Director/Officer Competencies. This opportunity included over 125 hours of highly interactive classroom instruction from Western Illinois University's College of Business and Technology and Dale Carnegie Training.

What suggestions would you make to move the organization forward?

- Build a stronger bond between the substantive law committees and their corporate counsel members: Ensure corporate counsel have a seat at the table when planning seminars; take steps to ensure SLCs are thinking about corporate counsel specifically when planning events; etc.
- Analyze barriers to engagement by corporate counsel and work to remove them.

Describe one transformational/defining experience in your professional life you have been involved with and what you learned from that experience.

In the fall of 2012, I moved from private practice to corporate practice. This was a transformational change as it demanded a major adaptation to my practice. Almost immediately, I was working on an expanded variety of legal matters and asked to take on new challenges. Much of the work was conducted in teams with my business partners, and speed and conciseness became significantly more important. Moreover, I needed to tailor my advice to the strategic needs of the business while seeking out innovative solutions when team conflicts developed. I learned the importance of flexibility, collaboration, trust, and resource management – skills that I continue to hone.

Describe the greatest challenges and opportunities that lie ahead for DRI over the next five+ years.

Corporate counsel membership is essential to DRI. Unfortunately, corporate counsel are under increasing pressure to limit outside involvement, travel, and expenditures. This trend accelerated during the COVID pandemic when companies realized that company travel (and related expenses) could safely be limited or eliminated. The result of this pressure means corporate counsel

are less likely to join new professional organizations and are more likely to drop existing memberships. This will be a tremendous challenge for DRI as reductions in corporate membership are problematic both in the immediate loss of the members and also the value that corporate counsel bring to other members.

This challenge also presents an opportunity. If DRI can situate itself as one of the “must have” memberships of corporate counsel, we can reasonably anticipate greater engagement from corporate counsel as these members will have fewer outside obligations or opportunities to network / earn CLE.

DRI strives to be governed by a diverse board of directors—in terms of race, ethnicity, age, gender, religion, sexual orientation, disability, location, and/or professional level, and other facts that enhance diversity and inclusion --- who can and will help advance DRI’s goals through the power of collaboration. In what ways have you demonstrated a commitment to Diversity, Equity and Inclusion in your work, and how will your DE&I experience inform your contributions as a Board member?

DE&I initiatives are strategically advantageous for organizations as they serve to improve - among other things - creativity, innovation, morale, and engagement. Moreover, in the legal profession particularly, DE&I initiatives can help expand opportunity to lawyers from communities who have historically been underrepresented in the profession. Recognizing these realities, I have participated in DRI’s Diversity Professional and Business Development Mentoring Program since its outset and strived to retain diverse outside counsel when possible.

Is there anything else you would like to add that has not already been previously stated?

I would be honored to serve DRI as a national director. If there is anything further I can provide in support of my candidacy, please do not hesitate to contact me.