

Bart M. Schwartz*Chairman*

Mr. Schwartz has extensive experience as a trial lawyer, corporate advisor and CEO of a private company and a unit of a public company. For more than 30 years, Mr. Schwartz has managed complex investigations, prosecutions and security assessments, and provided sophisticated investigative services to a wide array of clients. He is currently the Chairman and CEO of SolutionPoint International, Inc. Mr. Schwartz was also recently appointed to the board of HMS Holdings Corp. (NASDAQ:HMSY) where he serves as the Chairperson of the Compliance Committee.

Earlier in his career, Mr. Schwartz served under United States Attorney Rudolph Giuliani as the Chief of the Criminal Division in the Southern District of New York. In that post, he had direct responsibility for overseeing prosecutions related to financial and business fraud, organized crime, and other types of white collar crime.

Among the assignments he has had over the years are:

- Appointed Independent Expert in December 2010 by the US Attorney for the Southern District of New York in its Non Prosecution Agreement with Deutsche Bank AG in a matter involving the bank's participation and implementation of fraudulent tax shelters;
- Appointed Receiver of the Madoff-related Merkin hedge funds, which includes making investment decisions, managing litigation and investor relations
- Selected by the CFTC and the Fraud Section of the Department of Justice to monitor BP trading activities;
- Retained by the United Arab Emirates to oversee compliance with MOUs between the United Arab Emirates and Bangladesh, Pakistan, Mauritania and Sudan relating to the repatriation and compensation of children from those countries who were involved in camel racing in the United Arab Emirates;
- Retained by Hewlett-Packard to conduct a worldwide review of their investigative practices and procedures;
- Engaged by a publicly traded utilities company to conduct a review of the corporation's compliance program and advise regarding best practices;
- Appointed monitor of DHL, an international logistics company, by the U.S. Department of Commerce for issues relating to OFAC violations;
- Elected, by investors, to the Board of Directors of the Bear Stearns High-Grade Structured Credit Strategies Enhanced Leverage (Overseas) Ltd. to conduct an independent investigation; now serving as Co-Counsel to the Receiver;



- Conducted independent investigation at Texaco into allegations of racial discrimination and destruction of documents in civil discovery;
- Appointed by Mayor Giuliani to chair a task force to conduct a top-to-bottom management review of the New York City Department of Buildings;
- Selected by the NY Metropolitan Transit Authority (MTA) to conduct a transparency assurance audit for the procurement of \$5 billion of new subway cars;
- Retained by the MTA in 2003 to build a compliance and ethics department and to study MTA procurement procedures;
- Served as a Monitor of a hedge fund;
- Appointed with the approval of the SEC to review Smith Barney's compliance with the settlement in the Independent Research case;
- Currently serving as the General Counsel of the Fortress Monitoring Group, which was selected by the Port Authority of New York & New Jersey as the integrity monitor for the construction of the Freedom Tower at Ground Zero.

Mr. Schwartz has had numerous court and other appointments to monitor the conduct of corporations in the concrete, construction, waste management and other industries. He has received assignments from or with the approval of the Securities and Exchange Commission, and the Department of Justice in Washington, D.C., the U.S Attorney's Office for the S.D.N.Y., the Manhattan District Attorney's office, the New York Organized Crime Task Force, the New York School Construction Authority, and the New York Department of Environmental Conservation. He has conducted asset searches for the Bankruptcy Court, Trustees and Board Special Committees, including most recently in the Adelphia case.

Mr. Schwartz was a partner in a New York law firm specializing in federal civil and white-collar litigation. He also served as a Deputy Special Prosecutor in the investigation of a Presidential Cabinet Officer.

He is a 1971 graduate of the New York University School of Law and a 1968 graduate of the University of Pittsburgh. He co-authored a chapter on investigations for West Publications in the treatise *Business and Commercial Litigation in Federal Courts*. Mr. Schwartz frequently speaks at law and other conferences. He has served as an expert witness.

In 1991 Mr. Schwartz founded and was CEO of Decision Strategies, an internationally recognized investigative and security firm, which was sold to SPX (NYSE:SPW) in 2001. He continued as CEO until 2003, when he resigned to start his new venture. He has conducted many domestic and international investigations, including internal investigations and inquiries relating to HR matters, compliance issues, the Foreign Corrupt Practices Act, fraud, asset searching and due diligence.

AN OVERVIEW OF TRUSTEESHIPS, IPSIGS, MONITORSHIPS AND RELATED ENGAGEMENTS

- **Deutsche Bank AG:** In December 2010, as part of a Non Prosecution Agreement relating to Deutsche Bank's involvement in the implementation of fraudulent tax shelters, Mr. Schwartz was appointed as Independent Expert by the United States Attorney's Office for the Southern District of New York. In this capacity Mr. Schwartz will review and monitor Deutsche Bank's compliance program and, in particular, measures undertaken to achieve compliance with the U.S. federal income tax laws and to prevent and detect misconduct relating to products and transactions susceptible to abuse on behalf of high net worth individuals.
- **BP:** In October 2007, Mr. Schwartz was appointed, by the Federal Court in Chicago on the recommendation of the Commodities Futures Trading Commission and the United States Department of Justice, as the Independent Monitor of BP in accordance with BP's Consent Order and Deferred Prosecution Agreement.
- **Hewlett-Packard:** In 2006, Mr. Schwartz was retained to conduct a compliance review of all investigative procedures, guidelines and practices in the United States and worldwide. He has been responsible for establishing and instituting "best practices" at HP. As part of the settlement, the California Court accepted the Attorney General's recommendation to name Mr. Schwartz as the "Qualified Authority" to report to the Court on HP's compliance with the consent decree.
- **United Arab Emirates and UNICEF:** Mr. Schwartz was selected by the United Arab Emirates to Monitor four treaties to repatriate and compensate boys who were trafficked from Bangladesh, Mauritania, Pakistan and Sudan to the UAE to be camel jockeys. He worked in each country and set up tribunals in each which operated under rules of practice which he wrote and developed. He trained the hearing officers in special sessions in Abu Dhabi and, under directions from the Ministry of the Interior of the UAE, he met with and reported to the United States Department of State on the progress of the project. Throughout the engagement he also worked with UNICEF, local Imams, government officials and community leaders.
- **Merkin-Madoff:** Appointed by the Court in New York on the recommendation of the office of the New York State Attorney General as Receiver of the Merkin hedge funds. Involves investor relations, managing the portfolio of non-Madoff investments, bringing and defending litigation and meeting with portfolio managers.
- **Bear Stearns:** Mr. Schwartz was elected by investors, in November 2007, to the Board of Directors of the Bear Stearns High-Grade Structured Credit Strategies Enhanced Leverage (Overseas) Ltd. fund to work with FTI Capital Advisors, LLC in managing an independent investigation into the fund, which is one of two sub-prime mortgage funds that collapsed in August 2007. Thereafter, Mr. Schwartz was retained by the Liquidator in the Caymans as co-counsel for the Funds seeking recovery for the losses.



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- **DHL:** Selected in 2009 to Monitor regarding OFAC issues and report audit results to the Department of Commerce.
- **Ritchie Capital:** Appointed in 2008 by the Securities and Exchange Commission to be Fund Administrator in a settlement of a late trading case.
- **Publicly Traded Energy & Utilities Holding Company:** Engaged to conduct a review of the corporation's business ethics and compliance program and to advise regarding best practices.
- **Durus:** Mr. Schwartz served as the Independent Monitor of a hedge fund. In this capacity he established controls and protocols to ensure that the fund manager and trader operate within guidelines set by the Board of Directors and investors. He also established independent lines of communication with the prime brokers of the fund to provide the Board and investors with up to the minute reliable information. Mr. Schwartz maintained Durus as a viable entity to the benefit of the investors.
- **Freedom Tower or Fortress Monitoring Group:** In addition to his private practice, he is serving as General Counsel of FMG, a joint venture consisting of engineers, forensic accountants, investigators and lawyers, which in July 2007 was designated as the Integrity Monitor for the construction of the Freedom Tower by the Port Authority of New York & New Jersey.
- **Smith Barney:** In May, 2005, the SEC, NASD and the New York State Attorney General's office selected Mr. Schwartz to serve as the Independent Examiner of Smith Barney to review and assess Smith Barney's compliance with the consent decree in the research analyst/investment bank settlement. Using a small team Mr. Schwartz reviewed all the relevant procedures and policies and delivered a full report on time in October, 2006 with recommendations to the regulators.
- **Public Healthcare Services Company:** In 2006 and 2007 assisted a large healthcare services company in settling Medicare and Medicaid reimbursement related issues.
- **Metropolitan Transportation Authority (MTA):** In 2003 and 2004, Mr. Schwartz conducted a wide-ranging review of the MTA's integrity, compliance and procurement policies and practices. This was not an investigation of particular conduct, but instead a self-imposed review by the MTA to strengthen its governance practices. Mr. Schwartz worked closely with the most senior staff of the MTA and each of its agencies and the MTA Inspector General and Auditor General. Work included auditing, interviewing, examining systems of other agencies and the private sector, revising procedures and policies and writing new ones, and streamlining and strengthening certain lines of report. In the end, a report was delivered to the Board of the MTA at a well attended public meeting on January 29, 2004. Recommendations included changes in the enforcement of the Minority Hiring programs, purchasing improvements,



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changes in the bid process and the creation of a vehicle to enhance cooperation among the agencies within the MTA. At Mr. Schwartz's recommendation, the MTA created two new high level headquarters positions – Chief of Procurement and Chief of Integrity.

- **Construction Firm, New York:** In August, 2008, selected as Minority/Women Business Enterprise (“M/WBE”) monitor for a New York based construction company. Created an MWBE program for the firm including drafting the program’s policy documents, designing protocols for the recruitment and selection of MWBE certified vendors and advising on implementation.
- **US Subsidiary of an International Corporation:** In 2008 drafted M/WBE guidelines and created an M/WBE plan for an international corporation’s US subsidiary.
- **Simpson & Brown:** In 2004, Mr. Schwartz was selected by the New York City Department of Investigation as a twenty-four month IPSIG for Simpson & Brown, a marine construction firm. He was asked to establish a compliance program and monitor all activities of Simpson & Brown by reviewing and analyzing all books, records, computer files and documents created in the course of the firm’s business and to monitor and investigate the operations and conduct of all Simpson Brown personnel. He implemented a strict compliance program, ethics guidelines and a hotline number. Simpson & Brown was able to recently bid on a new Port Authority contract based upon the successful monitoring program.
- **Durable Medical Equipment Provider:** Mr. Schwartz was appointed by the federal government to operate and liquidate a business. He succeeded in stabilizing the business and then selling it.
- **Hirsch Weinig:** When the government indicted the two main partners of this law firm for money laundering and drug-related crimes, Mr. Schwartz was asked by the authorities to monitor the search to ensure that innocent clients and lawyers in the firm were protected. He also became the de facto Trustee of the firm and oversaw its financial dissolution, including paying off debts, collecting receivables, negotiating out of a substantial lease, etc.
- **New York City Department of Buildings (DOB):** After a major corruption scandal, Mr. Schwartz was appointed by Mayor Giuliani as the unpaid head of a blue ribbon task force to conduct a top-to-bottom management review of the DOB, including a look at its integrity-related programs. In connection with that assignment, Mr. Schwartz chaired public hearings and oversaw the submission of a final report, which made far reaching recommendations for management changes at the DOB. Mr. Schwartz was the only non-City member of this task force, which was comprised primarily of senior New York City officials.
- **Downe:** Selected by the Securities and Exchange Commission’s New York Office with the agreement of defense counsel in this major insider trading case to husband the assets of Mr. Downe and to resolve various disputes between the parties as to the interpretation of their settlement agreement.



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- **World Trade Center:** When Mr. Schwartz was CEO of Decision Strategies he organized a team for FEMA and NYC to monitor the conduct of companies hired by the authorities to clean up one quadrant of the World Trade Center site. This engagement resulted in a net savings to the City.
- **Pharmaceutical Company:** A major pharmaceutical company recently asked Mr. Schwartz to review its extensive investigative program in connection with a broad range of litigation. Mr. Schwartz analyzed the program and completely overhauled it. He made significant process changes and established new protocols for the lawyers and investigators. His work resulted in a drastic reduction in costs and more effective pre-trial preparation. He accomplished this without diminishing the spirit or morale of the lawyers or investigators.
- **Miami Heat Arena:** While at Decision Strategies, Mr. Schwartz had responsibility for Monitoring the construction of the basketball arena in Miami for the County. Although the arena was privately funded, the County was responsible for maintenance and had an obvious interest in ensuring quality construction, compliance with environmental laws and the honest delivery of products and services. A multidisciplinary team worked with the construction manager and County officials, including participation in construction meetings as well as private briefings and reports for the client.
- **Quadrozzi:** Mr. Schwartz monitored the conduct of a concrete company and eventually uncovered a scheme which was reported to the United States Attorney's office for appropriate action.
- **Chiarella:** Appointed by the court upon the recommendation of the Securities and Exchange Commission and the United States Attorney's Office and defense counsel to administer the pay-out fund in this groundbreaking insider trading criminal prosecution. Mr. Schwartz identified claimants through advertising and other means, established criteria and deadlines for claims to be made and paid the claims. During the course of this engagement Mr. Schwartz concluded that the Court Order too narrowly defined the claimant pool and he sought and obtained a modification of the Order to expand the claimant pool.
- **Confidential:** In this matter Mr. Schwartz served as the IPSIG over a manufacturing company and also administered a bank account funded by the monitored company for the purpose of financially supporting an undercover operation of the New York State Organized Crime Task Force.
- **Harlem Boys Choir:** Assisted the NYC Department of Education pro bono when governance issues arose.