

SENIOR CORPORATE COUNSEL with strong management skills and broad international and U.S. experience in high technology as well as the consumer-product industry. Significant experience in litigation both as litigator with the U.S. Attorney's office (SDNY) and as a manager of litigation at two major corporations. Experienced in all aspects of doing business with the Federal Government, including government contract law and government relations. Proficient in negotiating and dealing with commercial agreements of all types.

THE DANCER COMPANY

1997 – Present

Assistant General Counsel, (1986 – Present)

Direct and advise on all legal matters for \$1.4 billion company and represent company before DOD. Staff –15.

- Faced with continuing problem to recover monies on contracts running at a loss due to changes in "specs," developed an in-house capability that simplified recovery process and increased returns.

Vice President & Group Counsel, (1983 – 1986)

Direct and advise on all legal matters for Aerospace Groups and represent company before DOD. Staff –15.

- Prevented prosecution by Justice Department contractor fraud, FCPA and antitrust violations. Accomplished by legal/factual arguments to U.S. Attorneys and establishment of prevention programs.
- Represented Dancer as legal/business manager in join venture with Mitsubishi and negotiated licensing, distribution and sales agency agreements in Japan. This significantly improved ROI, royalties and sales in Japan.
- Preserved company's relationship with DOD and avoided legal problems by convincing DOD that its recent requirements were not in accord with government "regs," and drafted a compromise document.
- Solved problems of multiple negotiations, royalty fees and contract terms with foreign companies by establishing and implementing uniform international licensing network.

Group Counsel, (1980 – 1983)

Direct and advise on all legal matters for Aerospace Group. Staff –12.

- Reorganized and re-staffed law department which significantly improved legal services quality and reduced costs by limiting use of outside counsel.
- Spearheaded efforts and convinced business aircraft manufacturers to supply company with data for manufacture of flight simulators. This enabled Dancer to enter a new business and for first time open industry to competition.
- Established joint venture with major aircraft manufacturer for training of pilots by negotiating and drafting agreement. This established Dancer's entry into training services market – a first.

Senior Corporate Counsel, (1977-1980)

Direct and advise on all legal matters for Consumer Products Group.

- Investigated and initiated meetings with U.S. Special Trade Rep to look into unlawful price cutting by Mexican industry through government subsidies. This forced Mexican Government to cease subsidies.
- Increased cash availability and financial performances by restructuring capital leases and direct ownership of company property. Accomplished by leasebacks, and drafting and negotiating all contracts, leases and financial agreements.
- Recovered \$500M in costs disallowed by Government by preparing and arguing case before ASBCA and the U.S. Court of Claims.
- Protected Dancer against nuclear liability risk on contracts and provided coverage by contract or insurance negotiated with plant operators on existing and future contracts.
- Settled with Consumer Product Safety Commission on such hazards as defects in gas meters, control switches and electrical hazards. Accomplished by persuading CPSC to accept company's plans of recall and redesign.

ASSISTANT U.S. ATTORNEY (CDNY)

1975 – 1977

Trial and appeal of civil cases for U.S. Central District of New York.

UNITED CHEM

1974 – 1975

Assistant Group Counsel

Accountable for legal matters of Metals Division.

KELLEY, DRYE & WARREN

1971 – 1974

Associate

Advised and represented large institutional clients on corporate, commercial and real estate matters.

EDUCATION

J.D. cum laude, 1971, Cardozo Law School. Graduated 2nd in class of 190.

M.A. honors, 1968, Fordham Graduate School.

B.A., 1963, Pomona College, Claremont, CA.

ADMISSIONS TO STATE AND FEDERAL BARS

Admitted: New York, Connecticut, District of Columbia

Admitted: Federal District Courts in N.Y. (CDNY, EDNY), U.S. Court of Appeals for Second Circuit, U.S. Court of Claims, U.S. Supreme Court

COMMUNITY LEGAL EXPERIENCE

General Counsel, Corporate Secretary, and Director of Holly Gardens Corporation, which managed 650-home community in Flushing, New York.

Member of Zoning Board of Appeals, Town of Westport, CT.