



**Commonwealth of Virginia  
State Council of Higher Education**

**Response to RFP 245-110420**

*Marching Toward Inclusive Excellence:  
An Equity Audit and Investigation of  
Virginia Military Institute*

**November 20, 2020**

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Roscoe C. Howard Jr.  
Barnes & Thornburg LLP  
1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623  
(202) 371-6378

November 20, 2020

Jennifer Brooks  
SCHEV Procurement Specialist  
State Council of Higher Education  
Procurement Office 10<sup>th</sup> Floor  
James Monroe Building  
101 North 14<sup>th</sup> Street  
Richmond, VA 23219

Re: RFP 245-110420 Letter of Introduction

Dear Ms. Brooks:

Barnes & Thornburg is honored to be considered for this critically important project. Our proposed Special Investigation Team provides the Commonwealth and its coordinating body, the State Council of Higher Education for Virginia (SCHEV), with an elite team of practitioners. Our team features former federal prosecutors, diversity and inclusion analysts, higher education specialists, social science experts, and former Army officers, including the former Chief of Operations of the United States Military Academy at West Point. We understand the unique environment in which VMI operates, including service academy culture, traditions, and expectations.

As you will see in the pages that follow, we have precisely the experience this critical project demands. We also included the exact work plan that we propose to implement, down to the level of specific tasks and dates.

To provide the full set of resources this investigation and audit of VMI requires, we will team with Ernst & Young (EY) to provide targeted data analysis and logistical consulting. EY, in conjunction with our in-house Ph.D. social scientists, will deliver exactly the intelligence and peer analysis necessary to achieve this project's stated objectives.

Our commitment to excellence and service, along with our competitive fee structure, will provide exceptional value. Barnes & Thornburg is known for its efficient cost structure and high level of client service. This project will be staffed with an experienced team led by a fully involved relationship partner – Roscoe Howard, a former United States Attorney and the head of our firm's Racial Justice Committee – who will keep your team informed every step of the way, always with an eye on controlling costs.

We would appreciate the opportunity to speak with you further about this opportunity and how Barnes & Thornburg can help provide solutions for your needs. Should you have any questions or need additional information, please contact me directly at 202-371-6378. I confirm acceptance of the terms and conditions of the solicitation and am authorized on behalf of the firm to bind Barnes & Thornburg to all commitments made in the proposal and negotiations.

Very truly yours,



Roscoe C. Howard Jr.

# Executive Summary

Barnes & Thornburg is honored to be considered for this critical project.

SCHEV and VMI need an interdisciplinary team that understands the distinct culture, policies, and traditions that make VMI unique. You also need a team that has been here before and knows what it's doing – how to investigate, how to get to the real facts, opinions, and attitudes from interviewees, and how to craft strategies to solve serious institutional and cultural challenges. It's our job to help VMI diagnose, address, and resolve any problems, and to help VMI achieve its historic mission – providing a superb education and preparing citizen-soldiers for a lifetime of leadership and success.

Our aim is to act as a strategic partner, working with SCHEV to help VMI uphold the values it has embodied throughout its storied history – service, integrity, fairness, hard work – while ensuring that VMI achieves a culture of inclusive excellence. We see this investigation and audit as an opportunity not only to identify areas of improvement, but also to underscore the institution's commitment to diversity, equity, and inclusion and chart a clear course for the future.

At Barnes & Thornburg, our experienced team lives and works by the values that have guided our firm for decades. For our clients, that means delivering value above and beyond the expected, a relentless focus on efficiency and cost-effectiveness, and a dedication to developing diverse, talented teams.

## Addressing VMI's Key Challenges

We understand that the most pressing challenges you face include:

- Identifying potential civil rights violations or immediate threats of racial violence
- Determining possible equity gaps in VMI's culture, policies, practices, and traditions
- Understanding VMI's performance compared to other Virginia higher education institutions
- Assessing any necessary reforms or interventions to VMI's institutional policies and creating measurable performance benchmarks

Our highly skilled investigations team brings a solid understanding of the issues and challenges you face, including assessing risk and navigating the broader legal and fiscal implications, and will focus on providing creative solutions. Our higher education team, which includes current and former trustees and general counsel, is nationally recognized for its commitment to helping colleges and universities fulfill the mission of higher education, so we understand what it takes to navigate the demands of the myriad constituencies that make up a modern higher education community. Our group also understands the unique attributes of a military education – that is why our team features three service-academy graduates, including West Point's former Chief of Operations, Col. Steven Merkel.

## Our Approach

To tackle the high-stakes, sensitive investigation set forth in the RFP, neither a law firm nor a consultant can effectively handle it all on its own. That is why we tapped Ernst & Young (EY), one of the largest and most well-respected professional services networks in the world, to team with us. Barnes & Thornburg is uniquely positioned to work effectively with EY because, unlike most law firms, we have Ph.D. social scientists on our roster who are experts in group decision making and group culture. Together, our specialty knowledge, methodology, and project management skills can help VMI resolve identified issues, while creating a sustainable path forward.

We propose that Barnes & Thornburg attorneys take the lead investigative role, with EY supporting with state-of-the-art data and analysis resources and logistical consulting. We provide the detail on our proposed approach in this RFP response. We understand the investment it will take and are committed to being transparent and communicative throughout the process.

## Why Barnes & Thornburg Is the Right Choice for VMI

Our team has multiple strengths that translate into measurable, lasting value for VMI, including:

- **Rare combination of interdisciplinary knowledge, depth, and cost-effectiveness.** Our firm has a long tradition of excellence in investigation and compliance matters and is home to one of the most experienced teams of attorneys in the country. Our legal know-how is backed by a dedication to delivering legal services efficiently – we keep our costs low and pass the savings on to our clients. Further, our legal team is complemented by our team of experts in data analysis and social science methodology.
- **Commitment to diversity and inclusion.** We have doubled down on our commitment to foster diverse teams and create a truly inclusive and empowering culture at the firm. You will see that our proposed team reflects that commitment. Diversity and inclusion are deliberately woven into our firm's strategic plan, which impacts everything from recruitment to expansion to talent development. Our diversity and inclusion efforts are spearheaded by our full-time Firm Diversity Partner, Dawn Rosemond, whom we have included on our team to help VMI develop and implement best practices. In addition, our collaboration with EY's People Advisory and Culture Team provides VMI with access to their expertise in this area, as well as their proprietary Culture Fitness Diagnostic (CFD) tool, which will support the equity assessment and analyze potential gaps in VMI's culture, policies, practices, and traditions.
- **Understanding of military service and traditions.** We built our proposed team specifically to help VMI. We understand military institutions because we've been there. Not only have members of our team graduated from elite military academies, they have *run* them. We know what is at stake for VMI, and we understand and respect its values of service and tradition. Our work will honor those values and will leave VMI with the tools to preserve them while achieving excellence in equity and inclusion.
- **Track record of serving higher education and military institutions.** The lawyers in our interdisciplinary Higher Education Practice Group regularly counsel scores of colleges and universities of all sizes and stripes, as their leaders work within an increasingly complex legal environment under rigorous cost constraints. We understand the enormous scrutiny under which our clients must operate as they deal with matters that can become highly publicized, with potentially devastating effects upon public and private supporters. SCHEV can rest assured that the Barnes & Thornburg team has the resources and knowledge to tackle any need that arises.
- **Exceptional, tailored client service.** SCHEV can expect a service approach tailored to VMI and the challenges it faces. We will take the time to consult with you and VMI leadership to fully understand SCHEV's and VMI's goals. We will communicate clearly and regularly. And we will work with you to prepare the budget necessary to deliver on the critical objectives for VMI's future. Open, honest, frequent communication is at the heart of building a meaningful relationship. We will provide a collaborative experience, and we place a high priority on client feedback to ensure we are exceeding your expectations.
- **Competitive pricing and innovative solutions.** Our attorneys are trained in the latest legal project management techniques, providing a systematic approach to budgeting and matter management to ensure we deliver matters at the expected price. Our BT ValueWorks platform helps us partner with clients like SCHEV to add value, reduce costs, and promote efficiency and cost certainty. From a dedicated client service team that brings "the voice of the client" to the firm, to proprietary technology tools to improve collaboration, to transparent reporting and best-in-class processes and training, our tools and resources can provide unique advantages.

## Next Steps

As shown throughout this proposal, Barnes & Thornburg offers deep, relevant, interdisciplinary experience to support VMI with its special investigation needs. In the following pages, we address the specific topics covered in your recent request.

Our team understands what is at stake for VMI and we offer the relevant experience to provide prompt, effective guidance every step of the way. We hope to have the opportunity to partner with SCHEV and VMI on this important matter.



# Qualifications

a. **Experience in providing the goods and/or services described herein.**

## **Barnes & Thornburg Team Experience with Similar Investigations**

Barnes & Thornburg's team has regularly dealt with investigations that include sensitive issues and people who want to report problems while remaining anonymous. Our seasoned team's experience ranges from meeting with anonymous inside tipsters in criminal cases to addressing concerns raised with the more than 90 U.S. Attorneys in the U.S. Department of Justice.

### **Power Five University Investigation**

Barnes & Thornburg represented a director of athletic training/assistant athletic director of a Power Five university against simultaneous district attorney, attorney general, university, and professional certification board investigations related to the death of a student athlete. Barnes & Thornburg's team conducted its own investigation, prepared and represented the client in attorney general and university investigative interviews, and advocated for the client to reach favorable conclusions. The firm further successfully avoided any civil lawsuit against the client brought by the family of the deceased student athlete.

### **City of Cincinnati**

In 2001, following the death or injury in police custody of several African-American citizens in Cincinnati, Ohio, protestors took to the streets and began protesting police violence. The violence escalated and some members of the protest groups surrounded and attacked one of the Cincinnati Police Department's precincts. Cincinnati Police were able to stop the attacks on the police precinct, but protests and some violence throughout the city continued, as protestors continued to demand an investigation into allegations of a "pattern and practice" of police brutality by the Cincinnati Police Department. The Mayor of Cincinnati requested the U.S. Department of Justice (DOJ), Civil Rights Division, to open a pattern and practice investigation. The DOJ opened that investigation and the Mayor and Cincinnati City Council retained team member Billy Martin to serve as lead counsel. He supervised a team of lawyers and investigators as we conducted an exhaustive review of Cincinnati Police Department's policies procedures and years of police records. He met with nearly all community groups and activists and prepared an exhaustive report leading to substantial changes in Cincinnati Police Department Policies and Procedures.

### **University of Cincinnati**

Retained by the University of Cincinnati and the family of a deceased victim to serve as lead Mediator of a wrongful death case involving a member of the University Police Department. An on-duty shooting of an unarmed African-American, non-student, off campus made nationwide news and resulted in a multi-million dollar claim by the decedent's family. Team member Billy Martin was retained to review all investigative reports and position papers by the University and the decedent's family and then conduct a mediation in an attempt to settle the wrongful death claims. Following mediation, he was able to help the parties settle and resolve this dispute.

### **Division I State University Investigation**

Barnes & Thornburg led an investigation of the athletic compliance and sports-medicine apparatus of a Division I state university. This was a time-sensitive, short-turnaround project that required us to interview all stakeholders in the university's athletic-compliance sphere: the athletic director, the relevant academic dean, the general counsel, the compliance director, the graduate athletic-training instructors, graduate students, and student athletes. Our team conducted many on-campus and remote interviews, including follow-ups. We retained a subject matter expert to provide critical guidance. We prepared a detailed report, which included our interview findings, and our analysis of the university's performance against legal and industry standards. Our findings included many shortcomings and breaches. We prepared specific recommendations to remedy these issues, to secure buy-in from all stakeholders, and to achieve excellence in athletic compliance. Our findings and recommendations were well received and we assisted the university in implementing them. The university did an excellent job in following through and continues to report that compliance, student-athlete health, and morale have improved tremendously.



### **Ivy League Student Sexual Assault Allegations**

Our team successfully advised and defended a male student at an Ivy League school involved in a Title IX proceeding related to allegations of sexual assault against a female student on campus.

### **Military Preparatory Academy Counsel**

Barnes & Thornburg serves as outside general counsel for one of the nation's foremost service preparatory schools, Culver Military Academy. Our work has included advising the school on many sensitive issues over the years, including hazing and discipline.

We also represented Howe Military Academy in a series of cases alleging various hazing, sexual assault, and child abuse offenses brought with the stated intent of closing the school. Our team settled or defeated all of the charges.

### **Private School Federal Criminal Investigation**

A Barnes & Thornburg investigative team conducted a comprehensive internal investigation for a nationally recognized private PreK-12 school resulting from allegations of misconduct by a former teacher and the former headmaster, and also represented the school in connection with a federal criminal investigation. Our team handled all aspects of the investigation, including conducting a variety of interviews of teachers, administrators, Board members, and other individuals, performing in-depth document review, setting up a mechanism for anonymous reporting, helping the school engage a compliance monitor, preparing a comprehensive report, and reporting to and cooperating with government investigators. The criminal investigation was resolved successfully through a deferred prosecution agreement.

### **National Sorority Criminal Investigation**

Barnes & Thornburg conducted an internal investigation and provided advice during subsequent criminal investigation to national sorority regarding allegations of fraud and hazing related to sorority member's claim of having cancer and related charity fundraising events.

### **Corporate Sexual Harassment and Assault Investigations**

The firm represented a company and its employees during multiple criminal investigations by a State Attorney General and District Attorney's Office as well as a SEC investigation related to allegations that the majority shareholder and owner had sexually harassed, sexually assaulted, and raped women who worked for him or with him in exchange for career advancement. The case initially involved a dozen women and then quickly increased to over 80 women over the span of 20 years, with allegations that many other employees in the Company were complicit in the behaviors and/or refused to speak out.

### **University of Virginia Student Murder Case**

Barnes & Thornburg defended the former head coach of the University of Virginia men's lacrosse program and advised the University of Virginia in the front-page case of the murder of women's lacrosse player Yeardley Love by men's lacrosse player George Huguely. The victim's mother had sued the coach personally for a large sum of money. Based on our counsel, we were able to get the suit dropped after he met with her personally to listen to her concerns and acknowledge her grief.

### **U.S. Olympics Sexual Abuse Allegations**

Barnes & Thornburg is currently representing a former nationally recognized U.S. speed skater in a civil lawsuit alleging she was sexually abused as a 15-year old by her former teammate, who was, at the time, 33 years old and an Olympic medal winner. The case involves allegations that the corporate defendants, including U.S. Speed Skating and the U.S. Olympic & Paralympic Committee, were aware of prior abuse by the same individual against several other young women that occurred over a span of nearly 30 years. Additional details can be found here:

<https://www.washingtonpost.com/sports/2020/07/30/bridie-farrell-lawsuit-speedskating-abuse/>

### **Investigation into Congress Member Misconduct**

Barnes & Thornburg was retained by the U.S. House of Representatives as outside counsel to the House Ethics Committee to assist the Committee in conducting a comprehensive investigation into allegations of wrongdoing by a sitting member of Congress. Following numerous interviews of members of Congress and staff, and a review of years of records, we authored a report to Congress that the Committee accepted resolving the allegations.

### **Civil Rights Investigation of Global Retailer**

The firm represented one of America's largest retail department stores during a civil rights investigation filed by African-American and Latino shoppers in New York City. Following a front-page article in the *New York Times*, this retail department store was accused by civil rights attorneys of discriminating against African-American and Latino shoppers. The department store denied the allegations and retained Barnes & Thornburg as lead counsel to conduct a thorough investigation into the allegations and to lead efforts meeting with the Mayor of New York and National Civil Rights organizations. We were able to assist this client in demonstrating that these charges were not substantiated and ultimately resolved the allegations against the store.

### **Barnes & Thornburg Team Monitorship Experience**

Barnes & Thornburg's team members have served as monitors and independent consultants in sensitive, high-profile cases throughout the country.

As the independent monitor, our attorney teams help foster the relationship between the company and government. Specifically, our attorneys assess and monitor the company's compliance with the agreement's terms and focus on and reduce the risk of recurrence of the company's misconduct through an evaluation of the company's compliance program and efforts to monitor company activities. Additionally, we have experience acting as a self-imposed monitor when a client believes an investigation to be imminent.

Ongoing/recent monitoring roles have included:

#### **Zhongxing Telecommunications Equipment Corporation (ZTE)**

Barnes & Thornburg partner and proposed VMI Team Lead Roscoe C. Howard Jr. was appointed by the U.S. Department of Commerce to serve as the Special Compliance Coordinator for Zhongxing Telecommunications Equipment Corporation, of Shenzhen, China and ZTE Kangxun Telecommunications Ltd. of Hi-New Shenzhen, China (collectively, ZTE). The engagement stems from the historic settlement between the Department of Commerce and ZTE that includes a \$1.761 billion fine, a 10-year probationary period, and the installation of the coordinator to conduct regular and comprehensive compliance supervision by a team answerable to the Bureau of Industry and Security.

#### **Olympus Corp of the Americas**

Barnes & Thornburg partner Larry Mackey was selected by the U.S. Department of Justice to serve as an independent monitor of Olympus Corp. of the Americas to oversee two deferred prosecution agreements. Olympus, the largest distributor of endoscopes and related equipment in the U.S., was charged with a violation of federal anti-kickback laws in the sale of its medical devices, as well as the Foreign Corrupt Practices Act in the sale of those devices by an Olympus subsidiary in Latin America. To resolve the civil and criminal allegations, Olympus agreed to pay a fine and implement a number of compliance measures that were assessed by Barnes & Thornburg over a period of three years.

#### **Guaranteed Returns (GR)**

GR is in the business of managing the return of pharmaceutical products for healthcare providers and pharmacies, in exchange for a fee based on a percentage of the return value. It is alleged that GR, under the direction of its former chief executive officer, diverted payments due and owing to its customers, to internal GR accounts. These customers included the federal government. In October 2014, GR and three of GR's executives were indicted in the United States District Court for the Eastern District of Pennsylvania on various fraud charges. In an effort to re-establish their business with the Defense Logistics Agency, GR agreed to appoint Roscoe C. Howard, Jr. as their independent corporate monitor to review, evaluate and provide reports on their business policies and procedures.

## Ernst & Young Team Experience

### Public VA-based Research University: Assessment and Benchmarking of Organizational Structures and Decision-Making Processes

- The university engaged EY to assess the leadership structure and to make recommendations regarding potential changes to reporting structures and roles/responsibilities.
- EY conducted a benchmarking analysis against 20 peer institutions to compare the university's reporting structure (at the President/Provost/COO levels).
- The benchmarking analysis highlighted the unusually high number of direct reports to the President among the comparison group; as a result, we identified opportunities for the university to change the reporting structures, which had evolved incrementally over time, and to reduce the number of direct reports to the President.
- EY benchmarked 50+ functions at peer institutions to classify peers into one of three distinct models of organization and advised on the risks and benefits of each, which in turned informed recommendations to change existing organizational structure.
- EY also conducted interviews with representatives at peer institutions to determine leading practices related to collaborative decision-making between academic and administrative units.

### Major Public Research University: Investigation Into Cultural Issues

- EY supported counsel with investigatory services in the wake of specific allegations against a University leader as well as allegations of a culture of sexual harassment.
- Performed eDiscovery services including creation and maintenance of necessary databases, collection and review of electronic and paper documents and records, and collection of information to support interviews.
- Developed targeted questions for culture surveys and provided forward-looking recommendations that allowed for periodic measurement by the University and its partners.

### VA-based Liberal Arts College: Strategic Opportunities for Growth

- The client had been experiencing years of declining enrollment and financial pressure and engaged EY-Parthenon to assess its financial situation and help define strategic options for the future.
- EY began by assessing the current performance of the College which included benchmarking the College against three sets of institutions:
  - Higher education institutions in VA
  - Peer liberal arts colleges across the country
  - Institutions with similar percentages of first-generation students
- Benchmarking included analysis of:
  - Enrollment funnel strength (application volume, acceptance rate, yield and enrollment over time)
  - Student outcomes (retention rates and graduation rates)
  - Student supports (e.g., advising, counseling ratios)
  - Financial health (revenue and expenses per student FTE)
- The study also included primary research with 10+ higher education institutions to identify leading practices and emerging strategies. This led to a recommended a set of 10+ transformational strategies as well as an evaluation framework to help leadership prioritize these options.
- The work culminated in prioritization of three revenue-generating strategic options and two cost efficiency opportunities. We developed findings including net financial impact estimates for each opportunity as well as high level implementation plans, and helped socialize findings with stakeholders, including the Board of Visitors.

### **Higher Education Regulatory Entity: Broad-based Investigations Partner**

- EY performed a wide range of confidential investigations regarding financial records at a higher education regulatory entity.
- Worked with client to identify scope and objectives of investigations into various matters pertaining to potential regulatory violations and design work plans to effectively align with each case.
- Identified, preserved, and collected relevant data across multiple client and external stakeholders, including with assistance from dedicated data management professionals.
- Leveraged data analytics alongside traditional investigatory techniques such as interviews, due diligence, and document review to navigate and summarize complex and disparate data, allows for quick identification of areas warranting further review.
- Summarized findings and proposed recommendations to address identified risks and enhance client's ability to effectively prevent, detect, and address similar future conduct.

### **Public VA-based Research University: Analysis of Tuition Rates and Differentiated Tuition Models in VA**

- EY was engaged by the University to conduct a landscape analysis of tuition rates in key discipline areas at the undergraduate level.
- Compiled publicly available information on tuition rates and fees, for peer universities and by disciplines (as available).
- Compared the client's tuition and fees structure to other universities and identified opportunities for adjusting tuition and fees.
- Developed several case studies of differentiated (by discipline) tuition models around the country and shared these with our client as examples of what could be implemented in our client's context, with appropriate modifications.

### **Public Liberal Arts College: Assessment of Fraudulent Vendor Activity**

- EY assisted a private liberal arts college in an assessment of fraudulent vendor activity at its UK subsidiary following an internal investigation
- In addition to reviewing the procedures undertaken in the prior investigation and providing recommendations on additional procedures, EY performed a comprehensive review of the organization's risks and controls related to the procure-to-pay process and employee screening and hiring in an effort to mitigate the associated risks
- Using vendor and accounts payable system data, EY performed data analytics on the subsidiary's vendors to identify indications of potential fraudulent schemes, based on knowledge of recent events and other potential fraud risk indicators

### **Midwest Public University System: Online Strategy**

- EY was engaged to help design a strategy to significantly expand online learning capabilities, with the goal of attracting incremental fully online, working adult students to the system.
- In Phase 1 of the engagement, EY worked with a task force comprised of representatives from the System and individual campuses to develop a strategic growth plan.
- Key activities included:
  - In-depth study of current online learning capabilities benchmarked against industry leading practices
  - Market study to assess demand for online learning in the client's state and surrounding states
  - Framework to evaluate strategic growth options (e.g., internal build, partner with third party, acquire existing online operation)

- In Phase 2, EY developed a detailed operating plan including a high-level organizational structure, go-to-market strategy, and a financial model.
- In Phase 3, EY provided implementation support to execute on the operating model from Phase 2.

### **Top Tier Private Research University: Career Outcomes Assessment and Strategic Employer Engagement**

- The University was seeking to improve student career readiness and preparation and first destination career outcomes (placements) through a strategic approach to employer engagement.
- As part of leading practice assessment and recommendations development, EY conducted the following activities:
  - Survey of current undergraduate and graduate students and recent alumni of the university
  - Survey of students and alumni of peer institutions to benchmark perceptions and satisfaction levels with career services offerings, as well as the role of faculty and peer mentors in career readiness and preparation
  - Interviews with peer institutions to identify best practices for engaging students, faculty, staff, and employers
  - Interviews with current and prospective employers to identify opportunities to strengthen engagement with industry
- EY developed a final report with recommended strategies to help students develop the necessary skills and experiences to enter the marketplace, and to deepen the level of target employer engagement to increase student and alumni employment opportunities.

### **Large Public University: Student Sentiment Analysis**

- EY has been working collaboratively with higher education institutions as they rethink their strategies and operating models and methods of engaging with key constituents.
- A result of this collaboration, EY's Student Sentiment Analysis Solution, uses a persona-based approach to support the development of comprehensive, anonymous electronic surveys designed to capture the current sentiment and experience of students, parents, faculty, and administrators around key themes, including Diversity and Inclusion, Academics, and COVID-19. After administering the electronic survey, we work with the institution's leaders to analyze the results, identifying specific pain points and challenges that their stakeholders are facing. We then combine operational data from the institution with survey data to target immediate and high-impact actions to address those pain points.
- At one higher education institution, EY identified a collection of issues involving observed and experienced discrimination among students. Using the operational and survey data, leaders were able to engage with groups of students, faculty and staff to validate, develop a plan, and establish the means by which to measure progress. Schools have found that regardless of the issue, the combination of asking, acting, and measuring results has helped to increase trust among stakeholders while addressing pain points as they emerge.

**b. Names, qualifications, previous accomplishments and related experience of key personnel to be assigned to the project. Resumes should be included.**

Roscoe Howard will serve as the Relationship Partner for VMI. His primary responsibility is to ensure your satisfaction by making sure VMI's objectives and goals are met in the most efficient way possible.

As Relationship Partner, Roscoe will stay up-to-date on your strategic drivers, budget parameters, and ever-changing environment. He will be available to your team 24/7 to discuss any concerns you may have. Roscoe will be sure to assign the appropriate resources so VMI receives prompt, effective assistance. As demonstrated below, he has assembled a top-notch team of attorneys, consultants, and military experts to lead this investigation.

Full resumes for our proposed team are included in **Exhibit 1 – Team Biographies**.

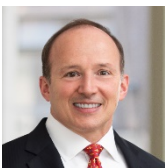
## Barnes & Thornburg Team



**Roscoe C. Howard, Jr.**  
**Relationship Partner**  
**Managing Partner, Washington, D.C., Office**

Roscoe is the managing partner of the firm's Washington, D.C., office. He focuses on white collar criminal matters, criminal and civil litigation, corporate compliance, and ethics. Having tried more than 100 cases as a federal prosecutor, Roscoe delivers proven skill in handling investigations initiated by local, state, federal, and international law enforcement agencies to include the DOJ, SEC, DEA, and FBI. Roscoe also served on the Culver Military Academy Board of Trustees for 10 years, where he oversaw the school's strategic goals and mission, as well as helped to establish policies. In 2003, Culver Military Academy presented Roscoe with its "Man of the Year" Award. Roscoe's related experience includes:

- Advised University of Virginia Men's Lacrosse Head Coach Dom Starsia after one of his players, George Huguely, murdered his girlfriend, Yeardley Love on the women's lacrosse team, during the subsequent criminal investigation, trial, and wrongful death civil lawsuits against University of Virginia, Dom Starsia, assistant head coach, and UVA director of athletics Craig Littlepage alleging gross negligence.
- Successfully advised and defended a male student at Harvard involved in a Title XI proceeding related to allegations of sexual assault against a female student on campus.
- As a Former Member of the NCAA Division I Committee on Infractions (independent administrative body), conducted hearings and reviews to determine infractions involving NCAA member institutions and their employees.
- Appointed by the U.S. Department of Commerce to serve as the Special Compliance Coordinator (SCC) for Zhongxing Telecommunications Equipment Corporation, of Shenzhen, China and ZTE Kangxun Telecommunications Ltd. of Hi-New Shenzhen, China (collectively, ZTE), the fourth largest telecommunication company in the world.



**Steven Merkel**  
**Chief Operating Officer**  
**Indianapolis, IN**

Steve is the firm's chief operating officer, responsible for the day-to-day operations of the firm and its offices. He will provide a military perspective and understanding of the culture, traditions, and expectations of a U.S. military service academy. Steve is the former Chief of Operations of the U.S. Military Academy at West Point, where he was responsible for coordinating, synchronizing, and supervising all Academy-wide



operations and missions, including the academic, military, athletic, and character development programs.

Steve's military experience includes deployment in support of Operation Iraqi Freedom and to Afghanistan as Chief Operating Officer for the Multinational Security Task Force, which was composed of 15 international partners and non-governmental organizations such as NATO. Additional roles include serving as brigade commander at the U.S. Military Academy and chief of operations for the U.S. First Army. He is a retired U.S. Army Colonel and earned a B.S. from the U.S. Military Academy and master's degrees from the U.S. Army Staff College and the U.S. Naval War College.



**William "Billy" R. Martin**  
**Partner**  
**Washington, D.C.**

Billy is one of the top trial attorneys in the U.S., representing corporations and leading individuals in politics, sports, and entertainment. He has tried more than 150 jury trials across the country. In addition to his high-profile litigation cases, Billy has substantial experience with internal investigations and has worked extensively with integrity and compliance monitors in a number of industries. He has also been retained by the U.S. House of Representatives to serve as outside counsel during an investigation of a sitting member of Congress by the House of Ethics Committee. Prior to entering private practice, Billy served as a local and federal prosecutor in Cincinnati, Ohio, from 1976 to 1980. He then was appointed as special attorney in the Organized Crime-Strike Force in San Francisco. Following that appointment, he served as Assistant United States Attorney in Washington, D.C., before being promoted to Executive Assistant for the U.S. Attorney for the District of Columbia. Billy's related experience includes:

- Represented a global retailer in a civil rights investigation filed by African-American and Latino shoppers in New York City, alleging discrimination. Served as lead counsel in the investigation into the allegations and led efforts meeting with the Mayor of New York and National Civil Rights organizations. We were able to ultimately demonstrate that the charges were not substantiated and resolved the allegations against the store.
- Retained by the City of Cincinnati as lead counsel in an investigation and review of Cincinnati Police Department policies and procedures after a 2001 incident involving the detention/arrest and death or injury in police custody of several African-American citizens in Cincinnati, Ohio. The resulting report led to substantial changes in department policies and procedures.
- Served as the lead mediator in a wrongful death case of an unarmed African-American by a member of the Cincinnati University Police Department. Reviewed all investigative reports and position papers by the University and the decedent's family and conducted a mediation in an attempt to settle the wrongful death claims. Following mediation, we were able to help the parties settle and resolve this dispute.



**Michael A. Battle**  
**Partner**  
**Washington, D.C.**

Mike is a former prosecutor and judge, providing him with an understanding of their perspectives, and allowing him to design compelling arguments that have the best chance of defending his clients and mitigating their exposure to prosecution. He defends organizations and individuals faced with high-stakes investigations and claims. Mike is the former director of the U.S. Department of Justice's Executive Office for U.S. Attorneys, where he oversaw all 93 U.S. attorneys and acted as a liaison with other federal agencies. He also sat on the Attorney General's Subcommittee on Civil

Rights, U.S. Sentencing Guidelines and White Collar Fraud, as well as helped create a U.S. task force to prosecute fraud in the aftermath of Hurricane Katrina. Mike was also the U.S. attorney for the Western District of New York (2002-2005) and one of the first three federal defenders in the Western District of New York. He was also a judge in Erie County, NY. Mike's related experience includes:

- Investigated violations of Federal Hate Crimes as a U.S. Attorney.
- Assisted with the implementation of changes in diversity policies and practices across the board at Ithaca College.
- Served on the Attorney General's Advisory Committee and the Civil Rights Subcommittee.
- Represented a company and its employees during multiple criminal investigations, a U.S. Attorney, State Attorney General's and District Attorney's Office criminal investigation, and a SEC investigation related to allegations that the majority shareholder and owner had sexually harassed, assaulted, and raped women who worked for him or with him, in exchange for career advancement. The case involved initially a dozen women and then quickly increased to over 80 women over the span of 20 years, with allegations that many other employees in the Company were complicit in the behaviors and/or refused to speak out.
- Performed an internal investigation for a multinational corporation in response to potential violations of the Foreign Corrupt Practices Act and the New York State Charities Law.
- Successfully represented numerous witnesses in U.S. government criminal and administrative investigations.
- Successfully resolved allegations of U.S. Disadvantaged Business Enterprise Act violations against an international transportation design company.
- While U.S. Attorney for the Western District of New York, led the successful prosecution of Americans charged with violations of U.S. federal criminal law for providing material support and resources to known terrorist organizations. This investigation and prosecution took place approximately one year after the devastating impact and events of September 11, 2001, in New York City, Washington, D.C., and Pennsylvania.



**Michelle N. Bradford**  
**Partner**  
**Washington, D.C.**

As a former federal and local prosecutor, Michelle has extensive experience interviewing witnesses from diverse backgrounds and professions. Over the course of her career, Michelle has interviewed thousands of witnesses and has prepared witnesses for testimony in contested proceedings, with law enforcement officers, and before administrative bodies. As a government attorney, Michelle interviewed witnesses in cases ranging from race discrimination and harassment, violent crimes, as well as financial crimes and healthcare investigations. In private practice, Michelle has represented witnesses in criminal investigations, grand jury proceedings, and Title IX investigations. She is often called upon by clients to assist in interviews of difficult witnesses or interviews involving sensitive topics. Michelle is thoroughly familiar with the best practices for conducting internal investigations, including providing appropriate warnings and ensuring that the investigation is protected from disclosure.

Michelle is a former Assistant U.S. Attorney in the Criminal Division, where she tried nearly 30 felony jury trials, more than two dozen felony and misdemeanor bench trials, and prosecuted cases involving healthcare fraud, bribery and kickback statutes, criminal conflict of interest, false statements, and other financial crimes. She also provided training to law enforcement agents on best practices when conducting civilian



interviews. Prior to joining the Criminal Division, Michelle served as an AUSA in the Civil section of the U.S. Attorney's Office. There, she routinely investigated and defended federal agencies in matters arising under Title VII of the Civil Rights Act of 1964 involving claims of racial, gender, disability, and age discrimination. Her related experience includes:

- Serves as an investigator in the largest-scale federal corporate compliance monitorship in history.
- Currently leading an internal investigation on behalf of a healthcare company into allegations of false billing, which has involved interviews of corporate executives, managers, and hourly employees.
- Successfully advised and defended a male student at Howard University in a Title IX investigation involving allegations that he sexually assaulted a female student.
- Member of a corporate monitorship team, conducting multiple interviews of foreign witnesses in internal investigations into potential export control law violations as well as compliance issues.
- Represented corporate employees in sensitive interviews with local and federal law enforcement agencies and has prepared individuals for testimony at arbitration proceedings, before grand juries, and at trials.



**Kathleen L. Matsoukas**  
**Partner**  
**Chair, White Collar and Investigations Practice Group**  
**Indianapolis, IN**

Katie leads the firm's White Collar and Investigations practice and concentrates her own practice on internal investigations, government investigations, monitorships, and white collar criminal defense. She has worked on behalf of organizations, including universities, colleges, and primary and secondary schools, to conduct internal investigations, advise on compliance issues, and interface with government regulators on both criminal and civil matters. Katie works with these clients to navigate serious matters from beginning to end, and to assist in improving processes and procedures in order to ensure "best in show" compliance in the future. Confidentiality is of absolute importance in the investigations and reviews Katie conducts, and she has utilized various methods to ensure confidentiality and allow for transparency of communications including anonymous surveys, hotlines, and special email inboxes. Katie is the founder and leader of the Indianapolis Chapter of the Women's White Collar Defense Association (WWCDA), which provides connections to a vast network of experienced white collar litigators across the globe. Her related experience includes:

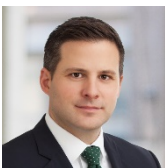
- Managed the day-to-day operations of a three-year corporate compliance monitorship for a large U.S. medical device manufacturer and distributor, pursuant to the company's deferred prosecution agreements with the U.S. government.
- Defended a private school in a criminal investigation involving misconduct by a former teacher and former administrator.
- Conducted complex internal investigations for organizations in a variety of industries, including the healthcare, automotive, consumer product, education, and not-for-profit industries.
- Advised universities, colleges, and primary and secondary schools on various compliance matters.
- Currently serves as an investigator in the largest-scale federal corporate compliance monitorship in history.



**Meena T. Sinfelt**  
**Partner**  
**Co-Chair, Compliance Practice Group**  
**Washington, D.C.**

Meena co-chairs the firm's Compliance Practice Group, where she assists clients in developing robust compliance programs and advises clients in response to whistleblower claims or government inquiries. Her white collar criminal defense practice concentrates on counseling clients involved in government investigations by the Department of Justice, Department of State, Department of Treasury, Congressional inquiries, the Inspector General for various federal agencies, and Attorneys General. Meena has experience conducting internal investigations for large corporations, advising on compliance issues, and dealing with sensitive and complex issues that require confidentiality and transparency simultaneously. She is an experienced litigator with real life knowhow when it comes to interviewing different types of witnesses, preparing witnesses for trial, handling sensitive matters, and setting up and maintaining an internal whistleblower hotline. Meena's related experience includes:

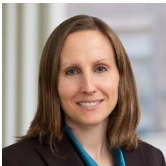
- Advised University of Virginia Men's Lacrosse Head Coach Dom Starsia after one of his players, George Huguely, murdered his girlfriend, Yeardley Love on the women's lacrosse team, during the subsequent criminal investigation, trial, and wrongful death civil lawsuits against University of Virginia, Dom Starsia, assistant head coach, and UVA director of athletics Craig Littlepage alleging gross negligence.
- Successfully advised and defended a male student at Harvard involved in a Title IX proceeding related to allegations of sexual assault against a female student on campus.
- Conducted internal investigation and provided advice during subsequent criminal investigation to national sorority regarding allegations of fraud and hazing related to sorority member's claim of having cancer and related charity fundraising events.
- Represented a company and its employees during multiple criminal investigations, a State Attorney General's and District Attorney's Office criminal investigation, and a SEC investigation related to allegations that the majority shareholder and owner had sexually harassed, sexually assaulted, and raped women who worked for him or with him, in exchange for career advancement. The case involved initially involved a dozen women and then quickly increased to over 80 women over the span of 20 years, with allegations that many other employees in the Company were complicit in the behaviors and/or refused to speak out.
- Leader of the Global Investigations Team for the ZTE Monitorship, which has 80 investigative team members, including 12 former federal agents, approximately 35 active investigations, and two whistleblower hotlines.



**Christopher J. Bayh**  
**Partner**  
**Vice Chair, Higher Education Practice Group**  
**Indianapolis, IN**

As Vice Chair of the firm's Higher Education Practice Group, Chris regularly litigates, investigates, and advises colleges and universities on a wide range of subjects, including crisis management and school administration matters. From his work in counseling institutions of all sizes, and from his life experience as a Big Ten student-athlete, Chris understands the critical role of institutional culture. Chris also has extensive investigations and crisis-management experience beyond higher education, including compliance investigations in banking, federal contracting, national security, and telecommunications. His related experience includes:

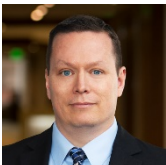
- Advised over 40 colleges and universities on compliance matters.
- Led and completed an investigation and assessment of a mid-size public university's athletics and sports medicine infrastructure.
- First-chair litigated a major lawsuit in federal court for a large, Big Ten university, obtaining a decisive final judgment for the university.
- First-chair litigated a major administrative appeal on federal regulatory compliance before the Department of Education (decision pending).
- Currently serves as an investigator in the largest-scale federal corporate compliance monitorship in history.



**Jessica M. Lindemann**  
**Partner**  
**Co-Chair, Financial and Regulatory Practice Group**  
**Indianapolis, IN**

Jess co-chairs the firm's Financial and Regulatory Practice Group, where she regularly represents clients in complex regulatory investigations and litigation. She is also a member of the Higher Education Practice Group, and in that capacity she represents colleges and universities in high-stakes litigation. Earlier in her career, Jess served as an assistant attorney general for the Commonwealth of Massachusetts in the Civil Rights Division, where she investigated discrimination complaints and litigated civil rights cases. Among other responsibilities, she represented public colleges in connection with civil rights issues. In private practice, she has remained active in civil rights pro bono work. Jess's related experience includes:

- Investigated and litigated various civil rights complaints.
- Conducted complex investigations for organizations in a variety of industries.
- Represented interests of public colleges and universities in connection with constitutional and civil rights issues.



**Aaron D. Lindstrom**  
**Of Counsel**  
**Grand Rapids, MI**

Aaron is an experienced appellate attorney and co-chair of the firm's Appeals and Critical Motions Practice Group. He served as the Michigan Solicitor General for five years and has represented clients in complex litigation at all levels of the state and federal courts, including in 13 cases on the merits at the U.S. Supreme Court, twice presenting oral argument. He has been counsel of record on over 90 U.S. Supreme Court briefs.

Before law school, Aaron attained the rank of captain in the U.S. Army while assigned to the Second Squadron, Third Armored Cavalry Regiment, in Fort Carson, Colorado. He held a top-secret clearance and served in the regiment as an armor officer for five years. He is a graduate of the United States Military Academy and also attended the United States Air Force Academy for a semester as a part of the Service Academy Exchange Program. His related experience includes:

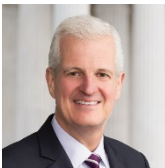
- Serving as the report writing lead for the firm's major investigations.
- Currently assisting a federal agency in a significant federal corporate compliance monitorship.



**Timothy J. Maher**  
**Partner**  
**South Bend, IN**

Tim is an experienced investigator and litigator, who is particularly versed in addressing the needs of service academies. For nearly 20 years, Tim has served as the outside general counsel for Culver Military Academy, one of the nation's foremost service preparatory schools. His related experience includes:

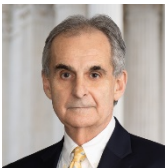
- Advised Culver in many sensitive issues over the years, including hazing and discipline.
- Represented Howe Military School in a series of cases alleging various hazing, sexual assault, and child abuse offenses brought with the stated intent of closing the school – Tim settled or defeated all of the charges.



**Steve Pederson**  
**Sports Management Advisor**  
**Washington, D.C.**

Steve is an industry adviser who works with colleges and universities across the U.S. and internationally. He provides 35 years' experience as a leader in higher education and athletics, with nearly 20 years as athletic director at the University of Pittsburgh and the University of Nebraska. He is uniquely qualified to bring real-world experience to VMI. Steve follows the principle that integrity is intentional – a positive culture takes planning and hard work. His record speaks for itself. Having served as an NCAA Division I university athletics director for nearly 20 years, and a college football recruiting coordinator for 15 years, Steve never once had a program investigated or sanctioned by the NCAA for rules violations. His related experience includes:

- Management leadership in re-shaping the culture at a Division I university athletics program after a significant history of NCAA rules violations among staff and widespread criminal behavior among student-athletes.
- Took corrective measures to address a historic culture of criminal behavior and gender insensitivity at a Division I university athletics program, resulting in a dramatic shift in culture.



**Ellis T. "Skip" Prince**  
**Of Counsel**  
**Washington, D.C.**

Skip leads a team of higher education attorneys and professionals at Barnes & Thornburg, focused principally on the firm's university and professional athletics group. His services emanate out of a commitment to higher education generally, recognizing athletics as a significant tool in developing future civic leaders, professionals, educators, and parents.

The group's focus is on consultation to university leadership, including all facets of academics both generally and as they are applied to student athletes, their integration into the school's mission of education, and their post-graduate commitment to the institution. The practice brings decades of front-line management experience to institutions of higher education, providing guidance to colleges and universities in the monitoring, maintenance, and protection of their institutional integrity and essential educational mission; the administration and oversight of their athletic departments; and the development of best practices in assuring the health, wellness and future of the student-athletes pursuing excellence in their athletic programs. His experience includes:

- Assumed the position of Senior Advisor to University of Texas' William (Bill) Powers after a term as Senior Executive Associate Commissioner, a position he held for

nearly two years until the retirement of President Powers. He worked with Bill and University leadership in integrating the institution's strategic planning, branding, and communications. Powers was President of the American Association of Universities, and with Skip developed a "Project Mortarboard" campaign designed to include athletics in an overall commitment by higher education to institutional integrity and excellence across all departments and activities.

- Undertook a review of the demographics, financial status, alumni and donor community, and regional support, in an analysis of the propriety of athletics at a Division I NCAA university. The study focused on how to integrate athletics into the university brand, regional economy, and welfare of in-state and out-of-state student athletes and non-student athletes.



**Adeyemi O. Adenrele**  
**Associate**  
**Washington, D.C.**

Adey concentrates his practice on white collar criminal defense, internal investigations, and corporate compliance matters. Adey represents clients in investigations by city, state, and federal government agencies such as the U.S. Department of Justice (DOJ), the Securities and Exchange Commission, the Food and Drug Administration, various inspectors general, and inquiries into public officials. These investigations are primarily related to the Foreign Corrupt Practices Act, the False Claims Act, various fraud and bribery statutes, antitrust matters, and international export regulations. Adey's related experience includes:

- Represented college football lead trainer of a Big Ten university against simultaneous state prosecutor, attorney general, and professional certification board investigations related to the death of a student athlete.
- Currently leading an investigation related to corporate compliance matters into one of the largest telecommunications entities worldwide.
- Currently defending the subsidiary of a global food services entity against a Department of Justice investigation into alleged criminal fraud.
- Defending a Maryland government contractor in an ongoing investigation by the Maryland U.S. Attorney's Office into alleged bribery and offered gratuities.



**Dawn R. Rosemond**  
**Firm Diversity Partner**  
**Fort Wayne, IN**

Dawn is a longstanding litigation partner and also serves as Barnes & Thornburg's Firm Diversity Partner. In this latter role, Dawn is charged with activating the firm's longstanding commitment to diversity, inclusion, and equity. Through the creation and implementation of deliberate programming and strategic initiatives, Dawn leads the charge for cultivating and maintaining an environment that boldly promotes the training, sponsorship, empowerment, and promotion of all firm talent, regardless of background. She is also routinely tapped by clients and other corporate partners to consult, mentor, and provide training relative to their respective diversity, inclusion, and equity commitments. Dawn is a national speaker on leadership and personal development and a deliberate mentor. At her core, Dawn is moved by pointing people to their greatness and believes that doing so is the best way to elevate individual and collective consciousness and ultimately change a culture.



**Wendy Masiello**  
**Independent Consultant**  
**Washington, D.C.**

Wendy has extensive experience in the government contracting space, and is a connector. Wendy understands the needs of the military, defense, and government agencies as well as how the industrial private sector interacts with the federal government. She enjoys helping clients find ways to pursue new opportunities and identify where gaps may exist.

Wendy's experience includes:

- Former director of the Defense Contract Management Agency (DCMA) and former Deputy Assistant Secretary for contracting and acquisition for the U.S. Air Force.
- As head of the DCMA from 2014 to 2017, she led 11,900 civilian and military personnel who executed worldwide contract management responsibilities, covering more than 20,000 contractors and \$2 trillion in contract value.
- Among Wendy's active duty assignments while in the Air Force was the commander of an air base wing and, from July 2005 through January 2006, she also deployed to Iraq as principal assistant for contracting forces in Iraq/Afghanistan.



**Dennis P. Stolle, Ph.D., J.D.**  
**Partner**  
**Indianapolis, IN**

Dr. Stolle is a lawyer and a legal psychologist. His life's work has focused on applying the science of psychology in legal contexts, such as regulatory compliance, jury trials, witness testimony, and judicial decision making. His go-to research methods include focus groups, online surveys, in-depth structured interviews, and analysis of archival data. Over the course of his 22-year career, Dennis has personally interviewed more than 4,000 focus group participants. He is the founder and president of the firm's jury science consultancy, ThemeVision LLC, and he is the inventor of ThemeTesting<sup>®</sup>, a proprietary focus group methodology used by ThemeVision and the firm.

Dennis received his law degree and his Ph.D. in social and personality psychology from the University of Nebraska's Law/Psychology Joint Degree Program, which is regarded as the premier program in the world for the study of legal psychology. Dennis has published extensively on the subjects of emotions, cognitive biases, and decision making. He is the author of a book on legal psychology, multiple law review articles, and many peer-reviewed social science journal articles. Dennis' related experience includes:

- Multiple projects in which he designed and led survey and focus group research on public perceptions of discrimination claims asserted in litigation.
- ZTE monitorship team member, where his primary focus is on interviewing and data analytics.
- Leading survey and focus group research on public perceptions of pharmaceutical pricing policies and regulations across multiple geographic areas.
- Survey and archival research on public perceptions of tenure in connection with wrongful termination claims asserted against Ashland University.



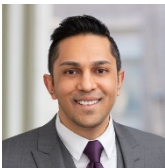


**Dennis Devine. Ph.D., M.J.**  
**Consultant**  
**Indianapolis, IN**

Dr. Devine is a data-oriented social scientist who conducts quantitative and qualitative research, including surveys, focus groups, in-depth individual interviews, archival analysis, and other methods. Before joining the firm, Dennis served as a tenured professor in the Department of Psychology at Indiana University-Purdue University Indianapolis for over 20 years. During that time, he developed research expertise in small group behavior, organizational change, and the social dynamics of organizational decision making. He also taught undergraduate and graduate courses that covered diversity at group and organization levels, and organizational climate and culture. During his final years at IUPUI, he helped design and implement a new doctoral degree program in Applied Social & Organizational Psychology that features diversity and inclusion as explicit program values.

Dennis received his Ph.D. in Industrial and Organizational Psychology from Michigan State University, one of the top I/O programs in the country, and he is the author of a book on the science of jury decision making. Dennis' related experience includes:

- Development of behavioral profiles of directors of a corporate board in connection with the company's assessment of thought diversity.
- Survey and archival research on public perceptions of tenure in connection with wrongful termination claims asserted against Ashland University.
- Development of survey instruments designed to assess organizational culture and the impact of mentoring on professional development within an AmLaw 100 law firm.



**Amit Patel**  
**Consultant**  
**Indianapolis, IN**

Amit is a lawyer and a social scientist. Amit has experience facilitating focus groups, conducting mock trials, performing statistical analysis, and publishing venue reports based on archival data. He has written articles on a variety of topics relating to cognitive biases, persuasion, and the psychology of decision making.

Amit earned his J.D. from Texas Tech University, followed by a master's degree in social psychology from the University of Nevada, Reno. Amit's related experience includes:

- ZTE monitorship team member, where his primary focus is on interviewing and ongoing assessment of compliance issues.
- Conducting focus groups, surveys, and data analysis across multiple different, high-profile, and often emotionally-charged litigation matters for the purpose of preparing jury trial strategies.

**c. Describe the qualifications and experience of any partners and/or subcontractors that your firm intends to utilize and portions of work they will be performing.**

Barnes & Thornburg is teaming with Ernst & Young (EY) to provide critical data and analysis and logistical consulting services, as outlined in our proposed approach. EY team members are outlined below, with related project experience. Full biographies can be accessed in **Exhibit 1 – Team Biographies**.

### Ernst & Young Team



**Ed Herbst**  
**Forensics Lead**

Based in Washington, D.C., Ed focuses on client service in the area of forensic investigations and compliance and has led numerous sensitive internal investigations. Prior to EY he was an FBI Agent for nearly 27 years leading both national security programs and criminal investigations. During his FBI service he rose to the Senior Executive Service as the Director of the Foreign Terrorist Tracking Task Force (FTTTF).

Ed has led teams on numerous internal investigations to obtain fact-based evidence to support Boards of Directors, Senior Management and Counsel to properly understand and resolve issues. Ed has led investigative teams that uncovered and documented diversions, thefts and other acts of malfeasance and provided financial and accounting guidance on the impact of those activities. Ed supported outside counsel in documenting the internal control processes as they evolved over a ten-year period for presentation to the DOJ and SEC.



**Kasia Lundy**  
**Higher Education Lead**

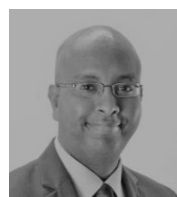
Based in Boston, MA, Kasia is a leader in the firm's Education practice. In her 16 years with EY-Parthenon, Kasia has worked across multiple industries with a focus on strategic planning, growth strategy, and organizational effectiveness. She also worked for six years in higher education as Chief of Staff to three Harvard University presidents (2003-2009). In this role, she oversaw the operations of seven units reporting to the President's Office and was responsible for driving strategic initiatives university-wide on behalf of the president and provost.

Since rejoining EY-Parthenon in 2009, Kasia has focused on education sector engagements in both K-12 and higher education. Her higher education engagements have included strategic planning, governance and organization structure design, revenue generating strategies (online strategies, program development, alternative revenues), academic outcome improvement strategies, operational efficiency improvement strategies, and mergers and acquisitions support (target identification, due diligence, programmatic and financial analysis, negotiation support, and integration support).



**Sean Jackson**  
**Higher Education**

Sean is based in Virginia and aligned with EY's Government and Public Sector Education Pillar and our Parthenon practice where he focuses on providing insights and guidance to higher education leaders. Prior to EY Sean led a successful 30-month/\$60M project to transform and automate the HR and payroll functions at a large, public R1 university and academic medical center. He and his team worked with academic and healthcare leaders to develop the strategy, execute the project and stabilize operations after launch.



**Liban Jama**  
**Forensics**

Liban is a Principal in EY's Forensic and Integrity Services practice and the Investigations & Compliance Leader for the Americas. Liban is a former U.S. federal investigator with nearly 20 years of investigative, regulatory, and advisory experience.

Liban advises clients in highly sensitive, large-scale, multi-party investigations and related regulatory enforcement actions. He manages matters involving allegations of securities and commodities fraud, export control violations, foreign bribery, false claims, government contract fraud,



price-fixing, cyber breaches and insider trading. He assists clients in performing corruption and compliance risk assessments, designing, building and evaluating compliance programs, including policies, controls, training and monitoring mechanisms. Liban is a leader in EY's Forensics Higher Education Practice and has spoken extensively on topics including anti-money laundering ("AML"), financial fraud, anti-corruption, cryptocurrency, FCPA, environmental social governance policies and a wide range of other compliance-related issues.

Earlier in his career, Liban spent ten years at the SEC, starting in the Enforcement Division where he was responsible for handling a broad range of the SEC's domestic and international enforcement matters, including investigations of accounting and disclosure fraud, insider trading and illicit payments under the Foreign Corrupt Practices Act ("FCPA"). While at the SEC, Liban served both as legal counsel to SEC Commissioner Luis Aguilar and as a senior advisor to SEC Chair Mary Jo White. Liban began his career as an attorney at Arnold & Porter in Washington, D.C.



**Barb Lambert**  
**Forensics**

Barb is a Partner in EY's Forensic & Integrity Services practice. Barb has over 18 years of experience leading complex matters related to compliance investigations that include large scale fact-gathering and other integrity-related support services. Barb's engagements have related to both the private and public sector and have involved matters around the globe in locations ranging across South America, Africa, Asia and Europe.

Her experience includes supporting clients in the design and operation of forensic review approaches that address risk at a global scale. This work includes considerations such as managing the integration of multiple disparate sources of structured and non-structured data, addressing varied foreign language needs, overseeing project teams towards targeted deadlines and providing for changing scope and scale as needed. Barb's project experiences also include leading a cross-functional business and technology team that designed a monitoring platform for a Fortune 200 company. This platform specifically focused on monitoring potential risks pertaining to behaviors observed across the organization's operations in over 30 countries. Barb also led a global team on a large scale matter that utilized over three trillion rows of structured data in the analysis of various third party risk considerations.



**Bill Colbert**  
**Commonwealth of Virginia Account Lead**

Bill is the lead Partner responsible for our work across the Commonwealth of Virginia, including the public and private Higher Education institutions within the Commonwealth.

Bill has spent much of his 30+ year career working with clients in the Government & Public Sector, Industrial Products, Aerospace & Defense, Technology and Media sectors, where he has helped companies establish shared service functions, implement core business systems, establish cost management processes and systems, carve out businesses, set up new entities, implement job costing systems and processes, and reduce operating and back-office costs.

He is currently a Transformation Advisory Partner with EY's Consulting practice, where he helps organizations successfully navigate difficult business transformations by leveraging technology, process improvement and a thoughtful approach to the impact of change on a client's workforce.



**Dan Allyn**  
**Military Subject Matter Lead**

Dan joined EY in August 2018 and serves as a consultant with the Government and Public Sector, focused on the Army account and delivering effective solutions to the Army's toughest current and future challenges. Dan culminated over 36 years of military service with duty as the 35th Vice Chief of Staff of the Army from 2014-2017. He is a native of Berwick, Maine, and was commissioned a 2LT of Infantry in 1981 upon graduation from the United States Military Academy.

He commanded at every level in our Army from platoon to MACOM level, including command in combat at the platoon, company, Brigade Combat Team and Division level. He began his career as a Platoon Leader in 2nd Battalion, 508th PIR, 82nd Airborne Division, and served two subsequent tours with the 82nd Airborne, culminating as Battalion Commander, 1-325th AIR. Dan served three tours of duty with

the 75th Ranger Regiment, including Company Commander, C/1-75 during Operation Just Cause in Panama, and Battalion Commander of 3rd Ranger Battalion. He led 3rd BCT, 3ID during the initial invasion of Iraq in 2003. Dan served as Chief of Staff, Deputy Commanding General and Commanding General, XVIII Airborne Corps and Fort Bragg, including duty as the Chief of Staff, Multi-National Corps-Iraq in 2008-2009, and Deputy Commander of Operation Unified Response, the Earthquake Response and Recovery in Haiti in 2010. He commanded 1st Cavalry Division, including duty as CG, CJTF-1 in eastern Afghanistan from 2011-2012. GEN Allyn's final Army Command was with US Army Forces Command at Ft Bragg, NC, 2013-2014.



**Erica Ford**  
**People Advisory and Culture Lead**

Erica is the Sector Leader for the People Advisory Services (PAS) practice within EY Americas Government & Public Sector (GPS). In this role, Erica focuses on driving the growth and visibility of GPS PAS in the market and oversees a practice comprised of EY professionals focused on human capital strategy. She is deeply experienced designing and implementing large organizational transformations for federal, state, and local governments. Her focus in doing so is building the organization and its employees' confidence and resilience throughout transformation. Erica's related experience includes:

- Leading the Department of the Navy (DON)'s implementation of a human capital transformation of its civilian workforce that is focused on modernizing antiquated systems and processes, and tools that are fragmented, slow, and unreliable in comparison to private sector organizations of large size with similarly complex workforces. To sustain the modernization, she is conducting several workforce assessments to determine behavioral and systematic changes needed to evolve the DON's civilian culture to one of relentless collaboration; creating an inspirational, customer-focused work experience; and delivering the work environment, processes, and technologies that are expected by an evolving workforce.
- Served as engagement manager and lead architect of solution that saved U.S. Postal Service (USPS) more than \$65M on health benefits expenses via a primarily digital behavioral and culture change campaign directed to 400,000+ employees. Involved significant data analytics to not only identify focus areas for the solution, but to also evaluate results and benefits realization via a wide variety of dashboards.
- Drove to-be culture design and change management strategy that facilitated the stand-up of a brand-new finance Shared Services Center for Marine Corps Community Services. Facilitated the successful adoption of the Center and its new ways of working to more than 200 employees and hundreds of external customers and other stakeholders at more than 15 installations in the United States and two locations in Japan.
- Facilitated transformative leadership coaching for executives exploring new operating models for key departments at the Consumer Finance Protection Bureau.
- Oversaw creation of a talent development program for high-performing individuals supporting the Air Traffic Organization at the Federal Aviation Administration. The program was tailored to each individual and was focused on development through experiences that will enhance soft skills such as communication, collaboration, and innovation. Involved the development of a competency model, establishment of a network of coaches, mentors, and supervisors to provide on-the-job coaching, and conducting a pilot to examine program components and make changes as necessary before broader deployment.



**Dionne Tyus**  
**People Advisory and Culture**

Dionne has over 15 years of experience supporting various human capital areas and currently leads EY's purpose, culture, and leadership solution for its government practice. In addition to her culture transformation specialty, Dionne is deeply experienced in change management, communications management, training, workforce readiness, organizational culture, and diversity, equity and inclusion. Her unique experiences and skillsets provide her with the ability to use a mix of the most relevant best practices from corporate, government, and education sectors to best serve client needs. Dionne's related experience includes:

- Leading change management efforts to support the expansion of digital anti-racism and non-violence training courses with The Martin Luther King Jr. Center (The King Center).
- Leading organizational culture shifts for talent management in K-12 local education agencies (LEAs); working in partnership with key local universities to outline curriculums with a focus on educational leadership.
- Leading change, training, and communication efforts to support financial and risk management shifts in organizational culture for Finance and HR organizations across federal government agencies, including the Department of Housing and Urban Development and the U.S. Coast Guard.
- Leading change management and communications efforts in support of organizational culture shifts for audit readiness and financial management; supporting various Commands and CONUS Army installations with change management, training, and communications needs.
- Leading change management and training initiatives for large transformational initiatives for Quaker, Tropicana and Gatorade (QTG), The Home Depot, and Frito Lay.



**Joe DeVleming**  
**Forensics**

Joe is a Washington, D.C.-based Senior Manager in the Forensic & Integrity Services practice of Ernst & Young LLP (EY Forensics). Joe has over ten years of anti-fraud and investigatory experience serving both private and public sector clients and has conducted investigations, compliance reviews and assessments, and anti-fraud program evaluations and implementations. He has helped clients and their counsel to uncover and investigate fraud schemes perpetrated by a litany of internal and external actors. He has also managed several large-scale anti-fraud program design and implementation projects – often at a global scale – where he has managed the integration of multiple disparate sources of structured and unstructured data, overseen project teams towards targeted deadlines, and navigated changing scope and scale requirements over the course of evolving projects.

Joe’s experience in the higher education sector includes multiple internal investigations at a major private research university, where he has worked for several years with the university CFO and CAO to assess risk across varied areas of the university’s operations, including endowment funds and a 501(c)3 relationship. Joe’s work involves direct outreach to external auditors and other entities within the university with oversight over the entities and operational areas in question. Through Joe’s work, the university has identified numerous risk areas pertaining to fiduciary mismanagement at the entities under review, including hundreds of thousands of dollars in fee and employee compensation anomalies.



**Jourdan Sutton**  
**Higher Education**

Jourdan is a Senior Director with EY-Parthenon and has provided strategy consulting services to higher education and private equity clients since 2015. Jourdan’s efforts have helped his clients navigate economic and political uncertainty to achieve sustainable growth. Jourdan’s functional expertise includes strategic restructuring, growth strategy, strategic planning, economic impact forecasting, post-merger integration, and comprehensive transformation planning. Prior to joining EY-Parthenon, Jourdan worked in corporate restructuring and business valuation where he helped both public and private sector clients restructure their organizations and/or launch new programs across the healthcare, urban development, and education sectors

- d. **provide a brief overview of your firm’s history and current financial status that may include financial statements, bank references, and any other information that is relevant to your firm’s financial ability and solvency.**

Barnes & Thornburg was formed in 1982 by the merger of two well-established Indiana firms, and has grown into one of the 100 largest firms in the U.S., with 19 offices across the country in Washington, DC; Atlanta; California; Chicago; Dallas; Delaware; Indiana; Michigan; Minneapolis; New York City; Ohio; Raleigh; Salt Lake City; and Wilmington, DE.

Outlined below is selected financial data for the firm, as published in the *American Lawyer* annual financial survey of the country’s Largest Law Firms. As a privately held partnership, Barnes & Thornburg does not release its financial information to external parties; however, we do make public certain key financial statistics as shown here.

**Barnes & Thornburg Financial Results 2017-2019**

Calendar Year Ended 12/31	2017	2018	2019
Ranking based on Gross Revenue	90	93	83
Gross Revenue	\$395,000,000	\$406,000,000	\$466,740,000
Revenue Per Lawyer	\$745,000	\$730,000	\$803,000
Operating Income	\$211,000,000	\$209,000,000	\$243,503,000
Profits per Equity Partner	\$905,000	\$880,000	\$1,001,000
Average Compensation all Partners	\$685,000	\$660,000	\$748,000
Number of Lawyers	529	557	581
Number of Equity Partners	233	238	243

- e. **Describe your business structure to include the relationship between any parent company and subsidiaries, if applicable to your firm.**

Barnes & Thornburg is a limited liability partnership and has no parent company.

- f. **Provide a comprehensive list of clients (private and governmental) for which you have provided similar goods and services. Provide phone number, fax number, and email address of a minimum of three that the Commonwealth may contact as references.**

Company: U.S. Department of Commerce, Bureau of Industry and Security  
 Contact: Rich Ashooh, Former Assistant Secretary, Department of Commerce – Export Administration  
 Phone: (603) 714-1262  
 Email: richashooh@icloud.com  
 Dates of Service: 2018-Present

Company: Olympus Corporation of the Americas  
 Contact: Thomas M. Glavin, Chief Compliance Officer of the Americas  
 Phone: (484) 896-5453  
 Email: Thomas.glavin@olympus.com  
 Dates of Service: 2016-2019

Company: Air New Zealand  
 Contact: John Blair, Retired General Counsel  
 Phone: (011) 642-174-7466

Email: johnblair@aerospaceinspections.com

Dates of Service: 2007-2016

Company: Culver Military Academy

Contact: Dr. Doug Bird, Head of Schools

Phone: (574) 842-8180

Email: doug.bird@culver.org

Dates of Service: 20+ years

- g. Describe your firm's availability to start work immediately upon award, dedicate staff until completion of the project. Describe any other contracts/commitments that your firm has that may interfere with the dedication to and timely completion of the project.**

Barnes & Thornburg and EY are able to start work immediately upon award, utilizing the staff included in this proposal. There are no other commitments that may interfere with the dedication to or timely completion of the project.



# Statement of Needs Response

Offerors must provide specific, detailed plans for providing the proposed goods and services including the following, detailed by the Statement of Needs section.

- a) **Provide details of all proposed goods and services including specific detailed descriptions how each requirement of the Statement of Needs will be accomplished. Simply stating that a task will be performed or goods provided without describing the methodology will not be satisfactory for the evaluation committee to determine if and how well a requirement is going to be accomplished.**
- b) **Discuss any additional goods or services offered for consideration not mentioned in the Statement of Needs that will improve the product and quality of the project. (Clearly identify these tasks, etc. as "additional" products or services offered to improve the project and clarify the costs associated to the additional work/services in the pricing proposal.**
- c) **Provide a detailed timeline with milestones for completion of measurable increments of work, delivery of deliverables/reports, invoicing, and completion of overall project.**
- d) **Identify all expectations of the Commonwealth.**
- e) **Clearly identify all deliverables.**

In our experience, the best way to help clients understand our methodology is to *show* them exactly what we plan to do. Any firm can tell you the basics of what they would do; we give you the playbook. Over the following pages, we provide our proposed Work Plan. This Work Plan is the very same tool that we use to conduct and complete successful investigations. In short, it has a proven track record of success.

The Work Plan:

- i. explains how we will organize our team and allocate our resources;
- ii. details our objectives for the project, following the guidance you provided in the RFP, while adding our experience with similar projects that have achieved excellent outcomes;
- iii. provides a detailed table that lays out the specific tasks to be accomplished, the dates by which they will be accomplished, which team members will be assigned to which task, and other important details;
- iv. will include a detailed log of what we do and what we find – documents we collect, and the results of the interviews, focus groups, and surveys conducted; and
- v. will summarize our final work product.

Of course, we welcome feedback on this, and will work with you fine-tune the Work Plan and tailor it to your schedules and objectives.

In considering this, it is important to understand three things. First, we have our team in place right now. We can mobilize and put the plan into action within minutes of an award announcement. Second, we will prioritize communication in order to keep you informed and to receive your input and guidance. And third, the Work Plan is how we stay accountable, and how you can know that we are achieving the objectives we promise here.

We ask that you please review the following Work Plan, and we would appreciate the opportunity to have a dialogue to discuss how we can tailor it further to reflect those elements of our investigation that are specific to VMI's objectives and needs.



*DRAFT  
Privileged and Confidential  
Attorney-Client Communication  
Attorney Work Product*

**PROPOSED INVESTIGATION WORK PLAN**

**Marching Toward Inclusive Excellence:**

**An Equity Audit and Investigation of Virginia Military Institute**

*Last updated: November 20, 2020*

Barnes & Thornburg LLP (“B&T”) has been engaged by the State Council of Higher Education for Virginia (“SCHEV”) to conduct an equity audit and investigation (the “Investigation”) of Virginia Military Institute (“VMI”) pursuant to the proposal submitted on November 17, 2020 (the “Proposal”).

B&T will lead the Special Investigation Team (“SIT”) on this engagement. The SIT includes those B&T attorneys included in the Proposal, those individuals included as supporting members to accomplish various tasks, including individuals from ThemeVision and EY-Parthenon, and other B&T attorneys that may be added to the team as required to complete the objectives below in a timely and effective manner (collectively the “SIT”).

Below, we will address:

- I. An overview of the engagement, including the organization of the investigation and analysis work;
- II. The investigation objectives;
- III. A plan that details the specific tasks to be accomplished and the target dates by which they will be accomplished;
- IV. A detailed log of the data and documents collected;
- V. A detailed log of the interviews, focus groups, and surveys conducted; and
- VI. A summary of our final work product.

We will consult closely with SCHEV or its designees throughout this process, and will update and amend this work plan as circumstances may dictate, through discussion and agreement with SCHEV. The individual teams outlined below may also develop their own, more specific work plans and schedules which we will share with SCHEV.

**I. OVERVIEW OF TEAM APPROACH**

The SIT will be divided into five task-specific teams:

- 1) Core Team
- 2) Cadet Team
- 3) Faculty and Administrators Team
- 4) Alumni Team
- 5) Research and Analysis Team

The Core Team will have responsibility for overall management of the Investigation and compilation of each report. The next three teams will focus on one of three subsets of individuals within the VMI community: current cadets, faculty and administration, and alumni. The Research and Analysis Team will consist of individuals from ThemeVision, EY-Parthenon, and B&T attorneys and administrators with experience allowing them to provide counsel and assistance, as necessary, in (1) implementation and analysis of diversity and inclusion initiatives and education and (2) military academies.

**Also, your RFP noted the critical aspects of confidentiality and protecting participants from backlash. Our Research and Analysis Team has that covered. They are experienced in doing exactly that: keeping opinions anonymous, protecting participants, and getting to the honest, unvarnished facts and opinions.**



## II. INVESTIGATION OBJECTIVES

The objectives of the Investigation, as directed by the engagement, are as follows, with a note on which Team will take the lead role in addressing each objective:

<b>Objective 1: Identify any civil rights violations or immediate threats of racial violence by addressing the following guiding questions:</b>		
1	Is there a culture of racial intolerance at VMI? If so, what measures are necessary to address that culture and correct it across all institutional dimensions?	Core Team, in conjunction with the other four teams
2	Are there current or former cadets or alumni who have experiences related to civil rights violations and/or explicit threats of racial violence? If so, what are those complaints, how were those complaints handled, were there issues of retaliation, and how should these issues be addressed, both proactively and reactively?	Alumni Team
<b>Objective 2: Conduct an equity audit to identify possible equity gaps in VMI's culture, policies, practices, and traditions by addressing the following guiding questions:</b>		
1	What are the current cadets' perceptions of VMI across all dimensions of diversity?	Cadet Team
2	What are the perceptions of VMI by alumni from underrepresented groups when they were cadets?	Alumni Team
3	What are the perceptions of VMI by alumni from underrepresented groups now?	Alumni Team
4	Do alumni from underrepresented groups report perceptions of student achievement access to success after graduation?	Alumni Team
5	Are VMI's current efforts at Diversity, Equity and Inclusion (DE&I) effective?	Faculty and Administration Team
6	Are VMI's admissions and financial aid policies implemented to promote and effectuate racial equity?	Faculty and Administration Team
7	Are the graduation and retention rates for underrepresented groups disparate from those who are not represented in such groups?	Faculty and Administration Team
8	Is there a disparate approach to enforcement of discipline or punishment attributable to racial animus or lack of sensitivity to racial animus?	Faculty and Administration Team
9	Is the composition of cadet corps, faculty, staff, and administration personnel reflective of the racial and gender demographics of Virginia?	Faculty and Administration Team
10	Do cadets of color perceive the policies, traditions, and culture of VMI to be racially insensitive?	Cadet Team, Alumni Team

11	Are hiring, retention, compensation, and promotion practices for faculty and staff fair and equitable for those in underrepresented communities?	Faculty and Administration Team
12	Are internal funding decisions and distributions of state funds equitably dispersed across departments, divisions, campus organizations, and other institutional entities?	Faculty and Administration Team
13	Are there campus infrastructure or traditions that appear to be divisive?	All Teams
<p><b>Objective 3: The SIT should examine VMI across multiple dimensions as compared to other Virginia Institutions of Higher Education and to the extent possible, other military academies by addressing the following guiding questions:</b></p>		
1	Given publicly available data about Virginia higher education (including but not limited to, institutional access/success, recruitment, graduation, and student, faculty, and staff diversity) from the State Council of Higher Education, or other sources such as the Department of Human Resource Management, how are Virginia institutions of higher education summarized generally?	Core Team, with assistance from Research and Analysis Team
2	Given publicly available data and the SIT's findings and recommendations, how does VMI compare to other Virginia Institutions of Higher Education?	Core Team, with assistance from Research and Analysis Team
<p><b>Objective 4: The SIT will provide a comprehensive recommendation and an assessment plan for any necessary reforms, including any recommended changes to VMI's institutional policies, proposed legislation, or budgetary recommendations. These recommendations and the assessment plan should be formulated by addressing the following guiding questions:</b></p>		
1	Given any findings of civil rights violations, racial intolerance, and/or inequity across any institutional dimensions, what measures, reforms, or interventions are recommended to address and correct any identified equity implications? What resources or partnerships are available on the local, state, or national level to sustain any recommended interventions? What would be the fiscal impacts for implementing these resources or partnerships?	Core Team, with assistance from other teams
2	Are there other broad areas of inequity identified during the investigation that are not referenced in objectives 1-4 that should be considered for intervention? If so, what are those recommended interventions?	Core Team, with assistance from other teams
3	What are the measurable benchmarks and recommended timelines by which VMI can be assessed over a continuum that spans the next 10-20 years?	Core Team, with assistance from other teams

**III. PROPOSED HIGH-LEVEL INVESTIGATIVE ACTION ITEMS AND TIMING**

Timeline	Objective	Team Assignment	Status
<b>PHASE I:</b> <b>Investigation with Preliminary Findings and Recommendations Due December 31, 2020</b>			
Week of 11/23/2020	Create one or more specialized, online survey instrument(s) to be used by the Teams to gather information confidentially and anonymously to address the questions set forth above in Objectives 1 and 2	Research and Analysis Team, with assistance and input from other teams	
	Create separate email address/inbox for submission of tips, reports, and comments from general public, and develop a plan to publicize this tool	Research and Analysis Team, with assistance and input from other teams	
	Prepare for cadet interviews: <ul style="list-style-type: none"> <li>• Collect demographic and population information</li> <li>• Develop a roster of prospective current cadet interviewees and interview plan (plan will take into account limitations imposed by current COVID-19 pandemic)</li> <li>• Develop interview outlines</li> </ul>	Cadet Team	
	Prepare for faculty and administration interviews: <ul style="list-style-type: none"> <li>• Collect staff listings, organizational charts, and other demographic information</li> <li>• Develop roster of prospective interviewees and interview plan (plan will take into account limitations imposed by current COVID-19 pandemic)</li> <li>• Develop interview outlines</li> </ul>	Faculty and Administration Team	
	Prepare for alumni interviews: <ul style="list-style-type: none"> <li>• Collect alumni list and other demographic information</li> <li>• Develop roster of prospective interviewees and interview plan (plan will take into account limitations imposed by current COVID-19 pandemic)</li> <li>• Develop interview outlines</li> </ul>	Alumni Team	

Timeline	Objective	Team Assignment	Status
	Assemble list of documents to obtain from VMI, including: <ul style="list-style-type: none"> <li>• Policies and procedures</li> <li>• Incident reports and other investigative documents</li> <li>• Personnel files</li> <li>• Financial documents relevant to funding and expenditures</li> <li>• Statistical information, including on transfer and graduation rates and recruitment</li> <li>• Other books and records relevant to achieving the objectives set forth above</li> </ul>	Core Team, Faculty and Administration Team	
Week of 11/30/2020	Commence online surveys	Research and Analysis Team	
	Commence current cadet interviews	Cadet Team	
	Commence faculty and administration interviews	Faculty and Administration Team	
	Commence alumni interviews	Alumni Team	
	Review and analyze applicable policies, procedures, and other relevant documents	Faculty and Administration Team	
Week of 12/07/2020	Continue interviews and other data collection, including survey results	All Teams	
	Synthesize and organize data received	Core Team	
Week of 12/14/2021	Continue interviews and other data collection and analysis	All Teams	
Week of 12/21/2021	Continue interviews and other data collection and analysis and begin drafting Preliminary Report	All Teams	
Week of 12/28/2021	Draft Preliminary Report	Core Team	
12/31/2021	Submission of Preliminary Report	Core Team	

**PHASE II:  
Continuing Investigation and Review with Interim Report Due February 10, 2021**

Week of 01/04/2021	Collect feedback from SCHEV on preliminary report and additional tasks/questions to address	Core Team	
Week of 01/11/2021	<ul style="list-style-type: none"> <li>• Continue to monitor email inbox and other contact points throughout Phase II</li> <li>• Targeted follow-up interviews and focus groups, to be determined based on findings in Phase I</li> <li>• Peer-institution research, interviews, and site visits</li> </ul>	Core Team	
Week of 01/18/2021	<ul style="list-style-type: none"> <li>• Continued follow-up interviews</li> <li>• Peer-institution research, interviews and site visits</li> <li>• Other projects TBD, based on consultation with SCHEV</li> </ul>	All Teams	
Week of 01/25/2021	<ul style="list-style-type: none"> <li>• Continued follow-up interviews</li> <li>• Peer institution research, interviews, and site visits</li> <li>• Other projects TBD, based on consultation with SCHEV</li> </ul>	All Teams	
Week of 02/01/2021	<ul style="list-style-type: none"> <li>• Continued follow-up interviews</li> <li>• Peer-institution research, interviews, and site visits</li> <li>• Other projects TBD, based on consultation with SCHEV</li> <li>• Draft Interim Report</li> </ul>	All Teams	
Week of 02/05/2021	Draft Interim Report	Core Team	
02/10/2021	Submission of Interim Report	Core Team	

<b>PHASE III: Final Report with All Findings and Recommendations Due June 1, 2021</b>			
02/15/2021	Collect feedback from SCHEV on Interim Report and additional tasks/questions to address		
02/10/2021 – 06/01/2021	<ul style="list-style-type: none"> <li>• Prepare recommendations for improvements and remedial measures, and plan for long-term institutional excellence and leadership</li> <li>• Final follow-up surveys, focus groups, and interviews as needed, in consultation with SCHEV</li> <li>• Final peer-institution research, as determined in consultation with SCHEV</li> <li>• Additional tasks TBD</li> </ul>		
06/01/2021	Submission of Final Report		

#### IV. DATA AND DOCUMENT TRACKER

Request Number	Date	Specific Request	Source	Status

#### V. INTERVIEW TRACKER

Date of Interview	Interviewee	Relevance	Status

## VI. FINAL WORK PRODUCT

The SIT will deliver its Investigation findings in periodic written reports per the timeline outlined above. During the Investigation, the SIT will also provide regular verbal status reports and updates as agreed.

As part of our work plan, we will conduct a culture fitness diagnostic, and a data -driven assessment. Additional information and examples are outlined below.

### Culture Fitness Diagnostic

The Barnes & Thornburg team has extensive experience in helping clients create a culture that aligns with the purpose of their organization. To support the execution of the equity audit and identify possible equity gaps in VMI’s culture, policies, practices, and traditions, Barnes & Thornburg’s team will use EY’s Culture Fitness Diagnostic (CFD) tool.

The CFD is a mobile tool that identifies current culture health and how to best shift it to meet organizational culture priorities. It will be used to capture insights into VMI’s current culture, desired culture, and prioritized gaps to close from the perspective of the individuals who are most impacted. Specifically, the tool will assess leadership alignment, identify traits to keep, stop, and start, quantify the size and business impact of culture shift, and identify how to motivate people and what leaders can do to create a movement.

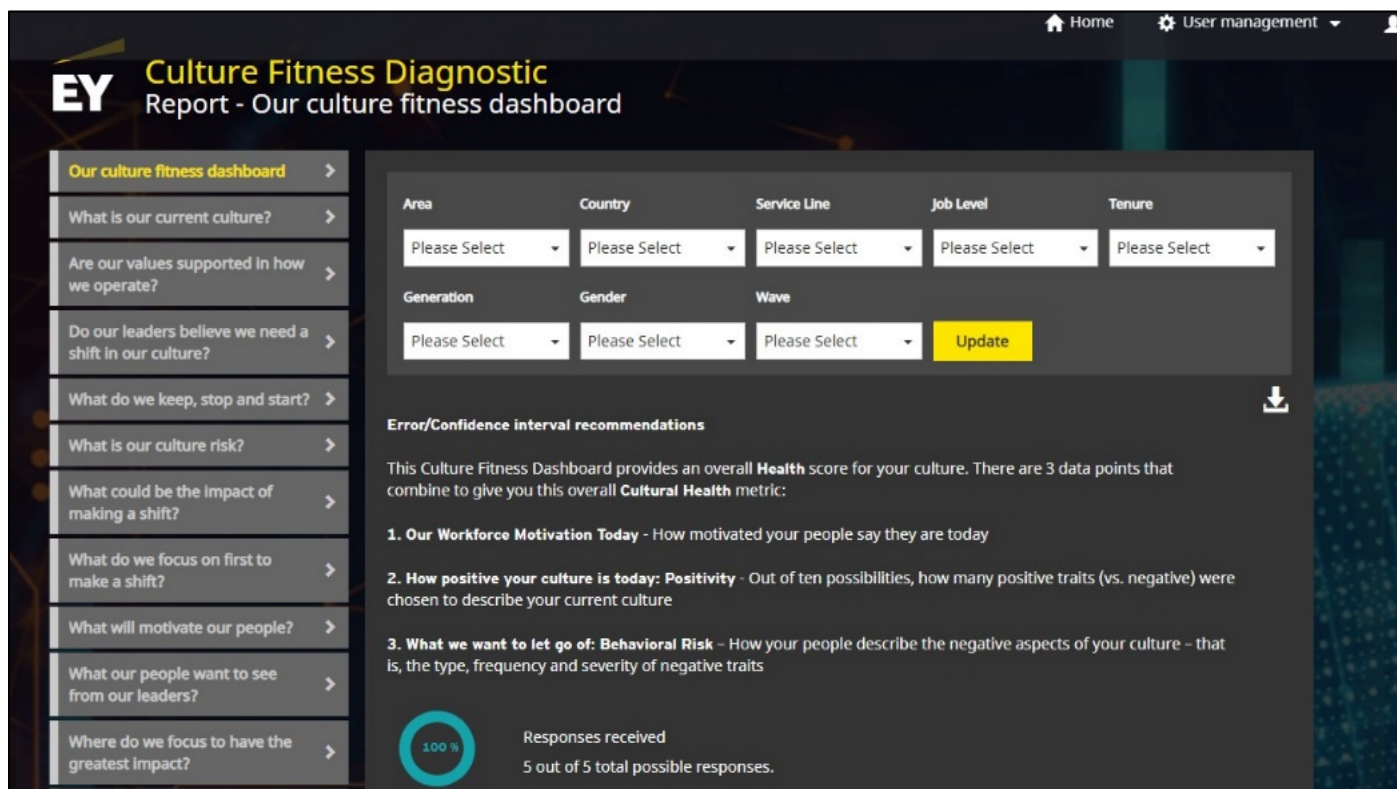
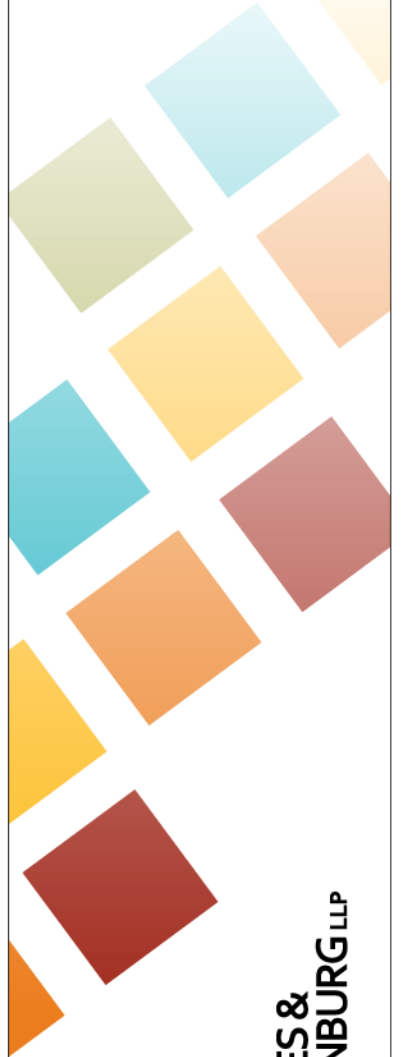


Figure 1: Culture Fitness Diagnostic Dashboard

The CFD sets up targeted behavioral change by identifying from-to behaviors, change motivators, influential people, and the right levers to pull. The CFD will go beyond analyzing VMI’s culture today by showing where to go, how to get there, and measurable shifts over time.

#### Scope Review

- 5 weeks total time for both assessments with 4 resources
- Includes Culture Fitness Diagnostic administration
- Communications (sharing the findings, prioritizing changes and supporting communication to SCHEV, VMI leadership)





# Price Proposal

Offerors must provide a price proposal with a detailed break out of pricing separate from the technical proposal.

DELIVERABLE	PROPOSED COST
December 31, 2020 – Special Investigation Team submits preliminary findings and recommendations	\$ <u>275,000</u>
February 5, 2021– Deadline for Special Investigation Team’s interim report with its findings and recommendations	\$ <u>335,000</u>
June 1, 2021 – Deadline for Special Investigation Team’s final report with its findings and recommendations. The Special Investigator Team is encouraged to provide the final report by or before this date.	\$ <u>390,000</u>
SERVICES	TOTAL COST
Investigate the complex culture, policies, and traditions at VMI. In conducting an investigation and equity audit.	\$ <u>1,000,000.00</u>

Please note that the above proposed costs are inclusive of both Barnes and Thornburg and Ernst & Young’s collective legal and consulting fees. Our critical assumptions in creating this proposal are detailed herein.

- All third-party, non-professional fee expenses, such as travel, lodging, survey fees, etc., are not included in the total proposed cost. The total proposed cost is only for Barnes & Thornburg and Ernst & Young fees.
- While much of the work can be conducted remotely, we assume that some on-site meetings and travel will be required. For example, we assume that some interviews and presentations to VMI representatives at the end of each juncture in the investigation will require an on-site presence.
- Approximately 30% of the project will be conducted by the Ernst & Young team and 70% of the work will be conducted by Barnes & Thornburg professionals.
- The proposed cost includes professional fees for the specific activities described in the proposed investigation methodology work plan. Additional work would be billed on an hourly rate basis of the labor category appropriate to the functional responsibilities to the work performed, regardless of the title/position of the professional performing the work.



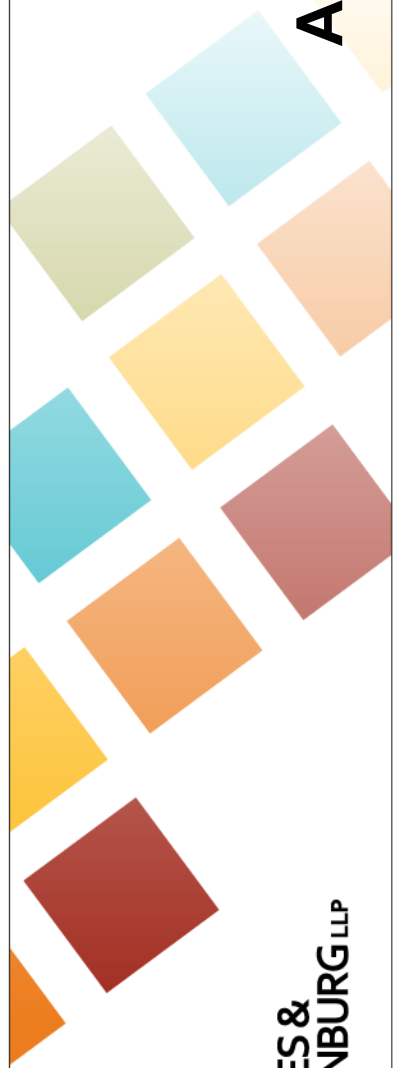
## Invoicing

**Clarify invoicing/payment expectations. Progress payments will be allowed but should be associated with deliverables and/or measurable increments of work performed. At least 15% of the total price shall be retained until after acceptance by the agency. The invoices must refer to the milestone completed and must be accompanied by documentation verifying completion of that milestone. Progress payments will be allowed but should be associated with measurable increments of work performed.**

Per the RFP and our proposal, our review will take place in three phases, concluding December 31, 2020, February 5, 2021, and June 1, 2021. We propose that we invoice SCHEV shortly after the conclusion of each phase, with each invoice covering our work for that concluded phase. We propose that these invoices be paid within 45 days of SCHEV's receipt of each invoice, unless otherwise agreed upon by both SCHEV and Barnes & Thornburg.



# Acknowledgement



# Acknowledgement

In compliance with this invitation for bid and to all the conditions imposed therein, the undersigned offers and agrees to furnish the goods/services at the bid price(s) indicated. I certify that I am authorized to sign this bid.

\* Name of Firm Barnes & Thornburg LLP

\* Date: November 20, 2020

\* Street: 1717 Pennsylvania Avenue NW Ste 500

\* State/Province: Washington, DC

\* ZIP Code: 20006-4623

\* Phone: 202-371-6378

\* Email Address: roscoe.howard@btlaw.com



\* Authorized Signature: \_\_\_\_\_

\* Printed Name & Title: Roscoe Howard, Partner

\* DUNS: 08927-2157

\* Vendor ID: \*pending



## ATTACHMENT A - VENDOR DATA SHEET

The following information is required as part of the offeror's response to this solicitation.

1. Qualification: The offeror must have the capability and capacity in all respects to satisfy fully all of the contractual requirements.

2. Offeror's Primary Contact:

Name: Roscoe Howard Phone: 202-371-6378 Email: roscoe.howard@btlaw.com

3. Years in Business: Indicate the length of time offeror has been in business providing this type of good or service:

38 Years \_\_\_\_\_ Months

4. eVA Vendor ID or DUNS Number: 08927-2157

5. Indicate below a listing of at least four (4) current or recent accounts, either commercial or governmental, that the offeror is servicing, has serviced, or has provided similar goods/services. Include the length of service and the name, address, and telephone number of the point of contact.

A. Company: U.S. Department of Commerce, Bureau of Industry and Security  
 Contact: Rich Ashooh, Former Assistant Secretary, Department of Commerce – Export Administration  
 Phone: (603) 714-1262  
 Email: richashooh@icloud.com  
 Dates of Service: 2018-Present \$ Value: DND

B. Company: Olympus Corporation of the Americas  
 Contact: Thomas M. Glavin, Chief Compliance Officer of the Americas  
 Phone: (484) 896-5453 Email: Thomas.glavin@olympus.com  
 Dates of Service: 2016-2019 \$ Value: DND

C. Company: Air New Zealand  
 Contact: John Blair, Retired General Counsel  
 Phone: (011) 642-174-7466 Email: johnblair@aerospaceinspections.com  
 Dates of Service: 2007-2016 \$ Value: DND

D. Company: Culver Military Academy  
 Contact: Dr. Doug Bird, Head of Schools  
 Phone: (574) 842-8180 Email: doug.bird@culver.org  
 Dates of Service: 20+ years \$ Value: DND

I certify the accuracy of this information.

Signed: 

Title: Partner Date: 11/20/2020



## ATTACHMENT B - SMALL BUSINESS SUBCONTRACTING PLAN

It is the goal of the Commonwealth that over 42% of its purchases be made from small businesses. All potential offerors are required to submit the subcontractor plan by one of the following methods with their response:

- A. Complete the subcontractor plan as specified in the electronic response; or
- B. Download the “paper response” form, complete the subcontractor plan section, and submit as an attachment with the response.

**Small Business:** “Small business (including micro)” means a business which holds a certification as such by the Virginia Department of Small Business and Supplier Diversity (DSBSD) on the due date for proposals. This shall also include DSBSD-certified women- owned and minority-owned businesses and businesses with DSBSD service disabled veteran owned status when they also hold a DSBSD certification as a small business on the proposal due date. Currently, DSBSD offers small business certification and micro business designation to firms that qualify.

Certification applications are available through DSBSD online at [www.SBSD.virginia.gov](http://www.SBSD.virginia.gov) (Customer Service).

Details regarding our subcontractor are included in the online response. Due to the compressed timeline, Barnes & Thornburg does not have a certified DSBSD partner for this response. Our proposed team embodies the firm’s commitment to diversity and inclusion, reflecting a diverse group of lead and supporting attorneys, all qualified and well-suited for this project..

## ATTACHMENT C - PROPRIETARY INFORMATION IDENTIFICATION

Trade secrets or proprietary information submitted by an offeror shall not be subject to public disclosure under the *Virginia Freedom of Information Act*; however, the offeror must invoke the protections of § 2.2-4342F of the *Code of Virginia*, in writing, either before or at the time the data or other material is submitted. The written notice must specifically identify the data or materials to be protected including the section of the proposal in which it is contained and the page number(s), and state the reasons why protection is necessary. The proprietary or trade secret material submitted in the original and all copies of the proposal must be identified by some distinct method such as highlighting or underlining and must indicate only the specific words, figures, or paragraphs that constitute trade secret or proprietary information. In addition, a summary of proprietary information submitted shall be submitted on this form. The classification of an entire proposal document, line item prices, and/or total proposal prices as proprietary or trade secrets is not acceptable. If, after being given reasonable time, the offeror refuses to withdraw such a classification designation, the proposal will be rejected.

Name of offeror: Barnes & Thornburg LLP invokes the protections of § 2.2-4342F of the *Code of Virginia* for the following portions of my proposal submitted on November 17, 2020.

Signature: \_\_\_\_\_



Title: \_\_\_\_\_

Partner

DATA/MATERIAL TO BE PROTECTED	SECTION NO., & PAGE NO.	REASON WHY PROTECTION IS NECESSARY
Offeror Experience	Pages 4-9	Sensitive client-related information

## ATTACHMENT D - STATE CORPORATION COMMISSION FORM

Offerors are required to return this form with their proposal.

**Virginia State Corporation Commission (SCC) registration information: The offeror:**

is a corporation or other business entity with the following SCC identification number:

\_\_\_\_\_

-OR-

is not a corporation, limited liability company, limited partnership, registered limited liability partnership, or business trust

-OR-

is an out-of-state business entity that does not regularly and continuously maintain as part of its ordinary and customary business any employees, agents, offices, facilities, or inventories in Virginia (not counting any employees or agents in Virginia who merely solicit orders that require acceptance outside Virginia before they become contracts, and not counting any incidental presence of the offeror in Virginia that is needed in order to assemble, maintain, and repair goods in accordance with the contracts by which such goods were sold and shipped into Virginia from offeror's out-of-state location)

-OR-

is an out-of-state business entity that is including with this proposal an opinion of legal counsel which accurately and completely discloses the undersigned offeror's current contacts with Virginia and describes why those contacts do not constitute the transaction of business in Virginia within the meaning of § 13.1-757 or other similar provisions in Titles 13.1 or 50 of the *Code of Virginia*.

**\*\*NOTE\*\*** >> Check the following box if you have not completed any of the foregoing options but currently have pending before the SCC an application for authority to transact business in the Commonwealth of Virginia and wish to be considered for a waiver to allow you to submit the SCC identification number after the due date for proposals (the Commonwealth reserves the right to determine in its sole discretion whether to allow such waiver):

Signature:  Date: 11/20/20

Name: Roscoe Howard

Title: Partner

Name of Firm: Barnes & Thornburg LLP





# Exhibit 1 – Team Biographies





## Roscoe C. Howard, Jr.

### Partner

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-371-6378  
F 202-289-1330  
roscoe.howard@btlaw.com

### EDUCATION

Brown University, A.B.  
University of Virginia School of  
Law, J.D.

### BAR ADMISSIONS

District of Columbia  
Virginia

### COURT ADMISSIONS

U.S. Court of Appeals for the  
District of Columbia Circuit  
U.S. Court of Appeals for the  
Fourth Circuit  
U.S. District Court for the District  
of Columbia  
U.S. District Court for the Eastern  
District of Virginia  
Virginia Supreme Court

### PRACTICES

Litigation  
White Collar and Investigations  
Investigations and Compliance  
Anti-Corruption Compliance and  
Defense  
Compliance and Monitorships  
University and Professional  
Athletics

**Roscoe Howard is the managing partner of the Washington, D.C., office. He focuses on white collar criminal matters, criminal and civil litigation, corporate compliance and ethics. Having tried more than 100 cases as a federal prosecutor, Roscoe delivers proven skill in handling investigations initiated by local, state, federal and international law enforcement agencies to include the DOJ, SEC, DEA and FBI.**

Roscoe brings seasoned experience to companies facing investigations, whether criminal, regulatory, congressional, internal, or by other parties or commissions. His guidance directs productive decision-making and facilitates resolution.

Roscoe knows how to negotiate with government agencies and advocate both in and out of the courtroom. His extensive experience at trial on both sides of the aisle when it comes to white collar crime is enhanced by his honed people skills. A direct communicator able to grasp the big picture, Roscoe remains dedicated to assessing his client's position accurately in order to mount the right defense.

Roscoe served as the U.S. Attorney for the District of Columbia from 2001-2004, by appointment of President George W. Bush. During his appointment, he served on the Attorney General's Advisory Committee. He has twice served as associate independent counsel, and was an Assistant U.S. Attorney in the Eastern District of Virginia, from 1987-1989 in the Alexandria Office and from 1989-1991 in the Richmond Office, where he handled both business fraud, consumer fraud and credit card fraud cases, narcotics cases, obstruction of justice cases, bank robberies, as well as public corruption cases.

Roscoe served as the Richmond Coordinator for the Organized Crime Drug Enforcement Task Force (OCDETF). He also served as Chief of The Lorton Task Force in Alexandria, which investigated and prosecuted violent crimes arising at a local prison located on federal property in Northern Virginia. In addition, Roscoe has argued numerous times before the U.S. Court of Appeals for the Fourth Circuit in Richmond on appeals of cases that he prosecuted in Alexandria and Richmond.

As a federal prosecutor, Roscoe handled criminal cases involving narcotics trafficking, homicides, fraud and public corruption, as well as dozens of trials and numerous grand jury investigations. He has also argued appeals before the U.S. Court of Appeals for the Fourth Circuit and served as the Organized Crime Drug Enforcement Task Force coordinator while in Richmond and chief of the task force that prosecuted cases arising from a local prison.



## **Steven Merkel**

### **Chief Operating Officer**

11 S. Meridian Street  
Indianapolis, IN 46204-3535

P 317-236-1313  
F 317-231-7433  
steven.merkel@btlaw.com

### **EDUCATION**

M.A., International Studies  
U.S. Naval War College

B.S., Aerospace Engineering  
U.S. Military Academy at West  
Point

A retired U.S. Army colonel, Steve served a long and distinguished military career. Most recently, he served as chief of operations of the U.S. Military Academy at West Point. Earlier operational roles held by Steve include brigade commander at the U.S. Military Academy; chief of operations for a multinational security force in Kabul, Afghanistan; and chief of operations for the U.S. First Army.

Steve earned his B.S. from the U.S. Military Academy and master's degrees from the U.S. Army Staff College and the U.S. Naval War College.





## William "Billy" R. Martin

### Partner

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-371-6363  
F 202-289-1330  
billy.martin@btlaw.com

### EDUCATION

University of Cincinnati College  
of Law, J.D.

Howard University

### BAR ADMISSIONS

District of Columbia

Ohio

### COURT ADMISSIONS

U.S. Bankruptcy Court for the  
Southern District of Ohio

U.S. Court of Appeals for the  
Third, Fourth, Sixth, and Ninth  
Circuits

U.S. District Court for the District  
of Columbia

U.S. District Court for the District  
of Maryland

U.S. District Court for the  
Northern District of Ohio

U.S. Supreme Court

### PRACTICES

Litigation

White Collar and Investigations

Commercial Litigation

Monitorships

**William R. (Billy) Martin is a partner in the Washington, D.C., office of Barnes & Thornburg. As one of the top trial attorneys in the U.S., Billy represents corporations and leading individuals in politics, higher education, sports and entertainment, and has tried more than 150 jury trials across the country. He is a member of the firm's Litigation Department and the White Collar Practice Group.**

Previously named as one of the country's '50 Most Influential Minority Attorneys' by The National Law Journal, Billy has substantial experience with internal investigations, and has worked extensively with integrity and compliance monitors in a number of industries. His practice also includes the representation of corporations in complex civil litigation and white collar criminal matters, in state and federal courts and in administrative hearings and arbitrations

Prior to entering private practice, Billy served as a local and federal prosecutor in Cincinnati, Ohio, from 1976 to 1980. He then was appointed as special attorney in the Organized Crime-Strike Force in San Francisco. Following that appointment, he served as Assistant United States Attorney in Washington, D.C., before being promoted to Executive Assistant for the U.S. Attorney for the District of Columbia.

He is a member of the American Arbitration Association and has experience representing parties in arbitration and mediation proceedings in private disputes. He also has served as outside counsel to the U.S. House of Representatives Committee on Ethics related to its investigation of a sitting member of Congress.

Billy also is a member of the American Bar Association, American Bar Foundation, National Bar Association and the Washington Bar Association, of which he is a past-president.

Billy has received several honors during his illustrious legal career. Among them are being named to the American Trial Lawyers Association's Top 100 Trial Lawyers list, Best Lawyers in America, D.C. Bar Association's Legend of the Bar, and featured as a 'Top Lawyer' in Washingtonian Magazine, Black Enterprise Magazine and Ebony Magazine. He also has been selected for inclusion in the Washington, D.C., Super Lawyers from 2007-2011 and 2013-2019.



## Michael A. Battle

### Partner

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-371-6350  
F 202-289-1330  
mbattle@btlaw.com

### EDUCATION

SUNY Buffalo Law School, J.D.  
Ithaca College, B.A., cum laude

### BAR ADMISSIONS

District of Columbia  
New York

### COURT ADMISSIONS

U.S. Court of Appeals for the  
Second Circuit  
U.S. District Court for the Eastern  
District of New York  
U.S. District Court for the  
Southern District of New York  
U.S. District Court for the  
Western District of New York  
U.S. Supreme Court

### PRACTICES

White Collar and Investigations  
Litigation  
Investigations and Compliance  
Anti-Corruption Compliance and  
Defense  
Native American Law and Policy  
Compliance and Monitorships  
Monitorships

**Criminal defense lawyer and civil litigator Michael Battle is focused on white collar criminal matters. Having previously served as a prosecutor and judge himself, Michael understands their perspectives and designs compelling arguments that have the best chance of defending his clients and mitigating their exposure to prosecution.**

After leaving public service for private practice, Michael has counseled numerous clients on cases involving the Foreign Corrupt Practices Act (FCPA), healthcare fraud, the False Claims Act (FCA), and disadvantaged business regulatory violations, among others. A proven advocate with keen instinct for effectual negotiation, Michael has defended businesses and individuals faced with high-stakes investigations and claims by drawing upon his broad and multi-dimensional understanding of how government agencies prioritize policy and enforcement objectives.

Prior to joining the firm, Michael held several distinguished public service posts. He served as director of the U.S. Department of Justice's Executive Office for U.S. Attorneys, where he oversaw all 93 U.S. attorneys and acted as a liaison with other federal agencies. He also sat on the Attorney General's Subcommittee on Civil Rights, U.S. Sentencing Guidelines and White Collar Fraud, and helped create a U.S. task force to prosecute fraud in the aftermath of Hurricane Katrina. Michael also was U.S. attorney for the Western District of New York (2002-2005) and was one of the first three federal defenders in the Western District of New York. Notably, Michael spent six years as a judge on the Erie County (New York) Family Court bench, during which he decided hundreds of family law cases.

Michael's first-hand experience and credibility as a prosecutor gives him insight into what is important to prosecutors and how they think, and the policies and decisions around what types of criminal activity they may pursue. As a result, Michael is able to position his clients as favorably as possible, anticipating what the opposition will do next and using that knowledge to leverage his client's position.

Having also served as a judge for a number of years, Michael believes in the importance of fact versus argument, which serves as his compass when representing clients faced with even the most precarious challenges and potentially devastating consequences. Michael knows how to identify and analyze all the facts of a case to create a comprehensive and multi-dimensional defense strategy.



## Michelle N. Bradford

### Partner

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-408-6922  
F 202-289-1330  
MBradford@btlaw.com

### EDUCATION

Georgetown University Law  
Center, J.D., 2000

Barnard College, B.A., political  
science and government, 1997

### BAR ADMISSIONS

District of Columbia  
New York

### CLERKSHIPS

Honorable Reggie B. Walton,  
U.S. District Court for the District  
of Columbia

### COURT ADMISSIONS

U.S. Supreme Court  
U.S. District Court for the District  
of Columbia

### PRACTICES

Litigation  
White Collar and Investigations  
Financial and Regulatory  
Litigation

**Having spent over a decade as a prosecutor in the criminal and civil divisions of the U.S. Attorney's Office for the District of Columbia, Michelle Bradford uses her extensive knowledge and skill, coupled with her profound determination and sharp wit, to defend clients in white collar criminal and complex civil litigation matters.**

Michelle brings considerable value to clients facing complex litigation by thoroughly and efficiently reviewing issues, identifying the heart of a matter and determining the appropriate path for a successful outcome – be it trial, arbitration, mediation or settlement. She also has extensive experience preparing witnesses for trial, grand jury appearances, depositions and interviews with law enforcement.

Outside the courtroom, Michelle serves as investigative counsel to companies conducting internal investigations, and she defends individuals and companies in multifaceted government investigations and proceedings relating to complex financial fraud, healthcare fraud and matters concerning the Foreign Corrupt Practices Act, the False Claims Act and the Anti-Kickback Statute. She has also represented individuals in Title IX investigations.

While at the U.S. Attorney's Office Criminal Division, Michelle tried nearly 30 felony jury trials, more than two dozen felony and misdemeanor bench trials, and prosecuted cases involving healthcare fraud, bribery and kickback statutes, criminal conflict of interest, false statements, and other financial crimes.

Michelle began her career in private practice, working in the New York office of an international law firm, as well as with a regional law firm in Washington, D.C. For the former, she defended clients in class actions and labor and employment investigations and litigation, and for the latter, she represented clients in the areas of white collar criminal defense and securities litigation.

Michelle is an appointed member of the Criminal Justice Act panel, representing indigent defendants in federal cases, for the United States District Court for the District of Columbia.

With a dogged focus on presenting the facts of a case in a compelling matter to judge, jury, or other factfinder, Michelle is known for her steadfast decorum, retaining composure under intense pressure, and unwavering commitment to ensuring that her clients obtain a favorable outcome.



## Kathleen L. Matsoukas

### Partner

11 S. Meridian Street  
Indianapolis, IN 46204-3535

P 317-231-7332  
F 317-231-7433  
kathleen.matsoukas@btlaw.com

### EDUCATION

University of Virginia School of Law, J.D., editorial board of Virginia Law Review, quarterfinalist in William Minor Lile Moot Court Competition

University of Notre Dame, B.A., magna cum laude, government and international relations

### BAR ADMISSIONS

Illinois  
Indiana  
New York

### COURT ADMISSIONS

U.S. Court of Appeals for the Seventh Circuit  
U.S. District Court for the Northern District of Illinois  
U.S. District Court for the Southern District of Indiana  
U.S. District Court for the Southern District of New York

### PRACTICES

Litigation  
White Collar and Investigations  
Anti-Corruption Compliance and Defense  
Investigations and Compliance  
Compliance and Monitorships

**Katie Matsoukas concentrates her practice on white collar criminal defense, government and internal investigations, corporate monitorships and general commercial litigation. Katie seeks to eliminate, minimize or mitigate her client's criminal exposure by offering not just legal guidance, but also practical assistance in managing the ancillary issues often involved in criminal proceedings.**

As chair of the firm's White Collar and Investigations practice, Katie represents clients that include both corporations and individuals under investigation by government agencies, including the Department of Justice (DOJ), Securities and Exchange Commission (SEC), Office of the Inspector General (OIG) and other state attorneys general. Katie works with such clients to navigate serious inquiries and claims from beginning to end. She is appreciated by clients and colleagues alike for developing smart strategies when dealing with agency professionals, as well as for her sensitivity to helping clients manage the stress associated with government investigations and proceedings.

Katie has resolved disputes covering a wide range of topics, including anti-corruption laws and regulations such as the Foreign Corrupt Practices Act (FCPA), the Anti-Kickback Statute, healthcare fraud, market manipulation and insider trading, public corruption, tax fraud, high-value contract disputes, creditors' rights, and other complex commercial litigation cases. She also has experience representing individuals and entities in sports and entertainment and assisting them in managing transactions and disputes.

Katie also has experience with monitorships. Notably, Katie managed the attorney team assisting partner Larry Mackey, the independent corporate compliance monitor for a large U.S. medical device manufacturer and distributor, pursuant to the company's deferred prosecution agreements with the U.S. government.

Katie's clients come from diverse industries and throughout the country, including the financial services, healthcare, sports, entertainment, technology, real estate, construction, food and beverage, transportation, dietary supplements and not-for-profit industries. She strives to serve as a catalyst for forging productive relationships between her clients and agency representatives. She focuses on creating an atmosphere of trust and respect in order to serve her client's best interest in the face of even the most difficult or potentially devastating scenarios.





## Meena T. Sinfelt

### Partner

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-371-6368  
F 202-289-1330  
meena.sinfelt@btlaw.com

### EDUCATION

University of Dayton School of Law, J.D.

Carnegie Mellon University, B.S.

### BAR ADMISSIONS

District of Columbia

Ohio

### COURT ADMISSIONS

U.S. Court of Appeals for the Second Circuit

U.S. District Court for the District of Columbia

U.S. District Court for the Southern District of Ohio

### PRACTICES

White Collar and Investigations Litigation

Antitrust and Competition Law  
eDiscovery and Knowledge Management

Investigations and Compliance

Anti-Corruption Compliance and Defense

Compliance and Monitorships  
Monitorships

**Clients appreciate Meena Sinfelt’s direct communication style and creative approach to devising a formidable defense in the face of difficult circumstances. She is dedicated to providing the most effective defense to businesses and individuals facing internal investigations and complex criminal or antitrust matters, and also provides proactive corporate compliance counseling.**

Meena advises clients involved in government investigations by the Department of Justice (DOJ), Department of State, Department of Treasury, Congressional inquiries, the Inspector General for various federal agencies, qui tam actions, FCPA matters, and tort and contract disputes. She also counsels clients on the Foreign Corrupt Practices Act (FCPA), Office of Foreign Assets Control (OFAC) and international export regulations and antitrust compliance matters. Meena is experienced in conducting internal investigations and witness preparation for grand jury appearances, federal agency proffers and depositions. She is skilled in handling cross-border electronic discovery issues and has managed virtually all phases of discovery for criminal and civil matters.

Meena is a member of the core team assisting the Special Compliance Coordinator appointed by the U.S. Department of Commerce to monitor, assess and report on the U.S. export control compliance of Zhongxing Telecommunications Equipment Corporation, of Shenzhen, China, and ZTE Kangxun Telecommunications Ltd. of Hi-New Shenzhen, China (collectively, ZTE).

With a detail-oriented approach, Meena represents corporations and individuals in government prosecutions by the Antitrust Section of DOJ concerning allegations of horizontal price fixing and customer allocation. In the civil litigation arena, Meena defends corporations facing allegations of price fixing, customer allocation, exclusive contracts and attempted monopolization brought under the Sherman Act. Meena was appointed and served as co-liaison counsel for all defendants in the Air Cargo Shipping Antitrust Litigation, pending in the Eastern District of New York under the federal multidistrict litigation (MDL) procedures.

Meena is passionate about the law and her clients, and is personally invested in defending their rights. Meena is valued for her multidimensional assessment of her client’s position, ability to communicate the risks associated with their situation, and for helping to devise strategies that offer them a veritable defense.



## Christopher J. Bayh

### Partner

11 S. Meridian Street  
Indianapolis, IN 46204-3535

P 317-231-7449  
F 317-231-7433  
chris.bayh@btlaw.com

### EDUCATION

Washington University in St. Louis School of Law, J.D., cum laude, 2009

Indiana University, B.A., high distinction, 2004

### BAR ADMISSIONS

District of Columbia  
Illinois  
Indiana

### COURT ADMISSIONS

U.S. Court of Appeals for the District of Columbia Circuit  
U.S. Court of Appeals for the Eleventh Circuit  
U.S. Court of Appeals for the Seventh Circuit  
U.S. District Court for the District of Columbia  
U.S. District Court for the Northern District of Illinois  
U.S. District Court for the Northern District of Indiana  
U.S. District Court for the Southern District of Indiana

### PRACTICES

Commercial Litigation  
Government Litigation  
Appeals and Critical Motions

**Christopher Bayh is a partner in the firm's Indianapolis and Washington, D.C., offices. He is a member of the Litigation Department and the Government Services and Finance Department.**

Since 2017, Chris has been named to the Indiana Super Lawyers 'Rising Stars' list for his work in business litigation. In 2018, he was honored with the Indiana Lawyer's 'Leadership In Law: Up and Coming Lawyer' award.

#### Business Litigation

Chris focuses his practice in representing clients in complex commercial disputes, serving as trial counsel in federal court, state court, arbitration tribunals, and administrative proceedings. His experience in business litigation spans a wide range of claims, including breach of contract, construction, corporate fraud, tortious interference, and unfair competition.

#### Higher Education

Chris works with colleges and universities of all sizes, ranging from small colleges with enrollment in the low hundreds to major state universities with enrollment over 40,000. He represents and counsels these clients in diverse areas of law. These include civil defense, investigation and enforcement actions, financial responsibility, Title IV student financial aid litigation and compliance, and Title IX litigation and compliance.

#### Appeals

Chris has significant appellate experience, including a federal appellate clerkship and cases before state and federal appellate courts. He is a member of the firm's Appellate and Critical Motions Practice Group, is active in the Central Indiana appellate bar, and regularly lectures on appellate practice.

#### Government and Constitutional Litigation

Chris advises both private and public entities in many areas of government business, such as contractual relationships, regulatory compliance, and investigation and enforcement actions. He also brings and defends constitutional challenges to federal, state, and local laws and regulations. His constitutional experience includes litigation of the Commerce Clause, due process, equal protection, full faith and credit, federal preemption, sovereign immunity, abstention, comity, habeas relief, the First, Fifth, Sixth, Eighth, Tenth, Eleventh, and Fourteenth Amendments, and related state constitutional provisions.



## Jessica M. Lindemann

### Partner

11 S. Meridian Street  
Indianapolis, IN 46204-3535

P 317-231-7441  
F 317-231-7433  
jessica.lindemann@btlaw.com

### EDUCATION

Indiana University-Bloomington,  
B.S., 2005

Harvard Law School, J.D.,  
magna cum laude, 2008

### BAR ADMISSIONS

Indiana

Massachusetts

### COURT ADMISSIONS

U.S. Court of Appeals for the  
Federal Circuit

U.S. Court of Appeals for the  
First Circuit

U.S. Court of Appeals for the  
Seventh Circuit

U.S. District Court for the District  
of Massachusetts

U.S. District Court for the  
Northern District of Indiana

U.S. District Court for the  
Southern District of Indiana

### PRACTICES

Litigation

Financial and Regulatory  
Litigation

Corporate

Consumer Class Action Defense

**Jessica M. Lindemann is a partner in Barnes & Thornburg's Indianapolis office and is a member of the firm's Litigation Department.**

Jessica has successfully represented clients in a range of commercial business disputes. Her recent practice has focused on contract rights, trade secret claims, product liability defense, antitrust claims, and shareholder litigation. She has been involved in cases at all stages nationwide in both state and federal courts.

Since 2016, Jessica has been named on the Rising Stars list by Indiana Super Lawyers for her work in business litigation, appellate, securities litigation and general litigation matters.

Prior to joining Barnes & Thornburg, Jessica served as an associate in the Securities Litigation Department of Ropes & Gray LLP, where her practice focused on shareholder litigation, investigations by government and self-regulatory organizations, and general commercial business matters. Jessica also has an active pro bono practice and was part of a team that successfully represented an inmate at trial on a constitutional issue before a federal district court. In addition, she has served as an Assistant Attorney General in the Civil Rights Division of the Massachusetts Attorney General's Office, where she was part of a team that secured a major constitutional victory for the Commonwealth.

Jessica earned her J.D., magna cum laude, from Harvard Law School in 2008, where she was notes editor of the Harvard Law Review. Following graduation from law school, she clerked for the Honorable Michael Boudin on the United States Court of Appeals for the First Circuit.

Jessica earned her B.S. with highest distinction from Indiana University Bloomington in 2005, where she was a collegiate cyclist and winner of the Little 500.

In addition to being admitted to practice in Indiana and Massachusetts, Jessica is also admitted to practice before the U.S. Court of Appeals for the First, Seventh and Federal Circuits; U.S. District Court for the Northern and Southern Districts of Indiana; and the U.S. District Court for the District of Massachusetts.





## Aaron D. Lindstrom

### Of Counsel

171 Monroe Avenue N.W. Suite 1000  
Grand Rapids, MI 49503-2694

P 616-742-3931  
F 616-742-3999  
Aaron.Lindstrom@btlaw.com

### EDUCATION

University of Chicago Law School, J.D., articles editor of Chicago Journal of International Law, national symposium board editor of Harvard Journal of Law & Public Policy, 2004

United States Military Academy at West Point, B.S., Superintendent's Award, Phi Kappa Phi, one semester at the U.S. Air Force Academy on the Service Academy Exchange Program, computer science, 1996

### BAR ADMISSIONS

Michigan

### COURT ADMISSIONS

U.S. Supreme Court

U.S. Court of Appeals for the Sixth Circuit

U.S. Court of Appeals for the Seventh Circuit

U.S. Court of Appeals for the Ninth Circuit

U.S. Court of Appeals for the Tenth Circuit

U.S. Court of Appeals for the D.C. Circuit

U.S. District Court for the Western District of Michigan

U.S. District Court for the Eastern District of Michigan

**As the former Michigan Solicitor General, Aaron Lindstrom is an experienced appellate attorney whose strength and skills in the courtroom are a result of his years as chief appellate lawyer for the state of Michigan, as an attorney in private practice, and as a U.S. Army officer.**

Aaron has successfully represented a wide range of clients – states, countries, Fortune 100 companies, law firms, and individuals – in cases of great significance, spanning numerous areas of law, including administrative, constitutional, contract, criminal, environmental, and tax.

Specifically, he has represented clients in complex litigation at all levels of the state and federal courts, including in 13 cases on the merits at the U.S. Supreme Court, twice presenting oral argument. He has been counsel of record on over 90 U.S. Supreme Court briefs. He has also argued 15 times before the Michigan Supreme Court, argued en banc three times before the Sixth Circuit, and represented clients before the Ninth, Tenth, and D.C. Circuits, the Michigan Court of Appeals, and various state and federal trial courts.

Empirical studies of U.S. Supreme Court advocates have recognized Aaron for his success in persuading the Court to [grant certiorari](#), for his win rate when representing amicus curiae [before the Court](#), and for the [quality of his writing](#).

Aaron's writing has also garnered three Best Brief Awards from the National Association of Attorneys General (for U.S. Supreme Court briefs) and two Distinguished Brief Awards from the Western Michigan University-Cooley Law Review (for Michigan Supreme Court briefs). And he has been invited to speak at various law schools, including Stanford, the University of Chicago, and the University of Michigan, at the Sixth Circuit's Appellate Practice Institute, and to various public-interest organizations.

Before joining the firm, Aaron served as Michigan's Solicitor General for five years; as the state's chief appellate lawyer, he represented the State of Michigan and its agencies and oversaw appellate matters for the Michigan Department of Attorney General. Before that, he practiced law in the Grand Rapids office of a Michigan law firm and in the Washington, D.C., office of a global AmLaw 20 firm.

Prior to law school, Aaron attained the rank of captain in the U.S. Army while assigned to the Second Squadron, Third Armored Cavalry Regiment, in Fort Carson, Colorado. He held a top-secret clearance and served in the regiment as an armor officer for five years.



## Timothy J. Maher

### Partner

700 1st Source Bank Center 100  
N. Michigan Street  
South Bend, IN 46601-1632

P 574-237-1232  
F 574-237-1125  
tim.maher@btlaw.com

### EDUCATION

Notre Dame Law School, J.D.

Concannon Programme of  
International Law in London

Cornell College, B.S.S., Special  
Studies in History, Politics and  
English

### BAR ADMISSIONS

Illinois (Inactive)

Indiana

Missouri

### COURT ADMISSIONS

U.S. Court of Appeals for the  
District of Columbia Circuit

U.S. Court of Appeals for the  
Fifth Circuit

U.S. Court of Appeals for the  
Seventh Circuit

### PRACTICES

Litigation

Insurance Recovery and  
Counseling

Commercial Litigation

UCC Litigation

Contract Litigation

Aviation and Unmanned Aerial  
Vehicles

Entrepreneurial and Emerging  
Companies

**Tim Maher brings a wealth of experience in aviation matters, complex litigation and private education issues. He has earned a reputation as an engaging and effective advocate. An active listener and trusted adviser, Tim frequently serves as a sounding board to colleagues on both legal and trial strategy issues.**

Tim's advocacy skills in commercial dispute resolution are broad. He is particularly valued by clients for his ability to consider and analyze problems from their point of view. Tim is committed to finding legal solutions and managing litigation in a way that causes the least amount of disruption to his clients and their businesses. His common sense approach to strategy development and down-to-earth communication style allow him to connect with judges and juries alike.

Tim's aviation work includes claims involving investigations, accidents, injuries and deaths. His clients include aircraft owners, operators and pilots. Tim has a unique understanding of the regulatory and investigative issues in aviation and has helped clients to develop better practices and procedures to mitigate risk and respond to scrutiny.

For nearly two decades, Tim has served as outside general counsel to the Culver Academies. In this capacity, Tim has worked on matters ranging from commercial contracts to student discipline, premises liability and personal injury matters.

Approachable and able to establish rapport with practically everyone he meets, Tim seeks reasonable compromise where it can be found. The pursuit of justice permeates Tim's representation of his clients. To achieve that end, Tim remains dedicated to creating an atmosphere of candor with clients and opponents alike so that matters can be analyzed and resolved objectively for his clients.



## Steve Pederson

### Sports Management Advisor

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-831-6712  
F 202-289-1330  
spederson@btlaw.com

### EDUCATION

University of Nebraska-Lincoln,  
B.A., business administration

### PRACTICES

Litigation

### INDUSTRIES

Education

Colleges and Universities

University and Professional  
Athletics

Sports

**Having spent nearly 20 years as athletic director at the University of Pittsburgh and the University of Nebraska, Steve Pederson is uniquely qualified to bring real-world experience to college and university athletics programs. Included on his resume are guiding Pitt into the Atlantic Coast Conference (ACC) and restoring the Pitt program to national prominence.**

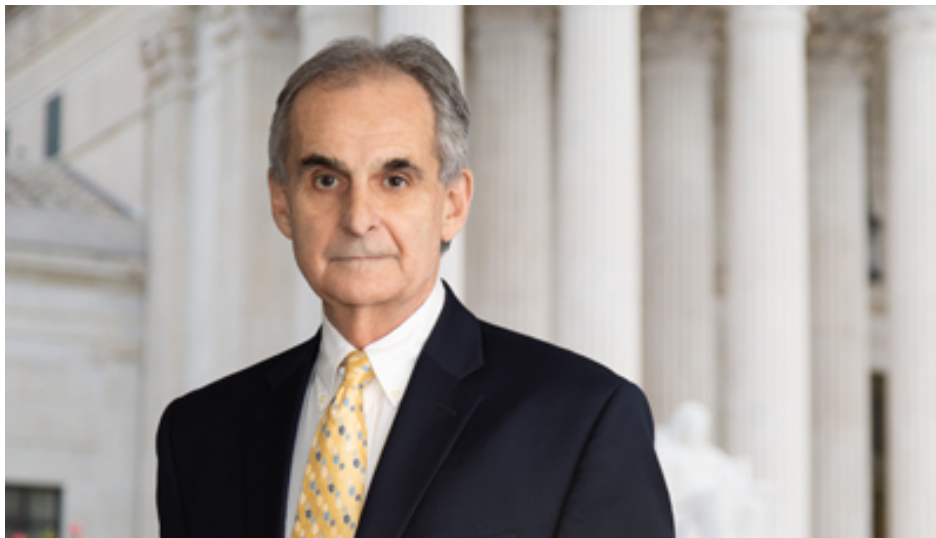
Steve is an industry adviser who works with colleges and universities in their pursuit of excellence in athletics.

As a member of the firm's university and professional athletics group, Steve provides assistance to collegiate athletics departments and other sports organizations, professional and amateur, throughout the United States and internationally. The group brings a unique focus and service to institutions of higher education in monitoring, maintaining and protecting their institutional integrity and essential educational mission; in the oversight of their athletic departments; and in the development of best practices in assuring the health, wellness and future of student-athletes.

At the University of Pittsburgh, in particular, he implemented a number of changes that led the program through a period of growth and accomplishment, including securing corporate sponsorships, raising ticket sales and attendance, and building new state-of-the-art training and event venues without incurring any debt. At Nebraska, Steve led efforts toward significant facilities construction, resulting in new football facilities and strength, sports medicine and indoor facilities for baseball, softball, soccer and sand volleyball, as well as a new office complex for women's volleyball, gymnastics and the rifle team.

Steve also was instrumental in providing leadership in three major collegiate conferences, the ACC, the Big East and the Big 12, having served as chair of the NCAA Football Issues Committee. He began his career as a football recruiting coordinator, recruiting No. 1 ranked classes for the University of Nebraska, Ohio State and Tennessee.

Steve is a published author and a frequent guest speaker. Outside of his practice, Steve enjoy spending time with his wife, his children, their spouses, and his grandchildren.



## Ellis T. "Skip" Prince

### Of Counsel

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-831-6711  
F 202-289-1330  
skip.prince@btlaw.com

### EDUCATION

University of Virginia School of Law, J.D., 1977

Yale University, B.A., political science and anthropology, Yale Scholar, National Merit Scholar, Rhodes Scholar Finalist, political science and anthropology, 1974

### BAR ADMISSIONS

Massachusetts

### PRACTICES

Litigation

### INDUSTRIES

Education

Colleges and Universities

University and Professional Athletics

Sports

**Calling the right play is just as important as deciding on a starting lineup. Ellis T. "Skip" Prince helps college, university and professional sports organizations do just that – call the right plays – drawing on more than 30 years of experience in senior management of and consulting with professional, collegiate and pre-collegiate athletics.**

Skip leads a team of higher education attorneys and professionals in the firm's university and professional athletics group, providing legal services and guidance to collegiate athletic departments and professional and amateur sports organizations throughout the U.S. and internationally. The group's practice brings decades of front-line management experience to institutions of higher education, providing guidance to colleges and universities in the monitoring, maintenance and protection of their institutional integrity and essential educational mission; the administration and oversight of their athletic departments; and the development of best practices in assuring the health, wellness and future of the student-athletes pursuing excellence in their athletic programs.

Prior to joining the firm, Skip was the founder and senior principal of The Prince Companies, a consortium of industry specialists providing management and consulting services to NCAA institutions and conferences, professional teams and leagues, and related providers of service throughout the sports industry.

Well-known in the collegiate and professional sports worlds, Skip was executive senior associate director of athletics, and then senior adviser to the Office of the President, at the University of Texas at Austin. His career in sports began with the organization and syndication of the Arena Football League while a partner with the Chicago law firm of Gottlieb and Schwartz. He subsequently spent nearly a decade as a vice president of the National Hockey League (NHL); was vice president of AEG Sports, overseeing its international business initiatives; won a Grey Cup as president and CEO of the Canadian Football League (CFL) Montreal Alouettes; held the position of co-CEO of the Arnold Palmer Group; and served as commissioner and president of the United States Hockey League (USHL). He also served as a special assistant Attorney General for the Commonwealth of Massachusetts.

**Skip is not regularly admitted to practice law in the local courts of Illinois and District of Columbia. In D.C., he is working under the supervision of a member of the D.C. Bar pending his admission.**





## Adeyemi O. Adenrele

### Associate

1717 Pennsylvania Avenue N.W.  
Suite 500  
Washington, D.C. 20006-4623

P 202-408-6936  
F 202-289-1330  
adey.adenrele@btlaw.com

### EDUCATION

Indiana University Robert H. McKinney School of Law, J.D., Order of the Barristers, an associate editor of the Indiana Law Review

State University of New York-Albany, M.A., magna cum laude, international relations

Union College, B.A., political science and international relations

### BAR ADMISSIONS

District of Columbia  
Indiana

### PRACTICES

Litigation  
White Collar and Investigations  
Government Litigation  
Commercial Litigation  
Data Security and Privacy  
Monitorships

**Adey Adenrele advises on white collar criminal defense, internal investigations and corporate compliance, including responding to grand jury subpoenas, parallel civil and administrative litigation, and criminal and regulatory investigations from city, state and federal government agencies. He also prepares clients for federal agency proffers and grand jury testimony and depositions, and litigates general commercial and product liability cases.**

Adey represents clients in investigations by government agencies such as the U.S. Department of Justice (DOJ), the Securities and Exchange Commission, the Food and Drug Administration, and various inspectors general. These investigations are primarily related to the Foreign Corrupt Practices Act, the False Claims Act, various fraud and bribery statutes, antitrust matters and international export regulations.

In his compliance practice, Adey has experience working on government-appointed as well as court-appointed monitorship teams. Currently, Adey is a member of the team assisting the Special Compliance Coordinator appointed by the U.S. Department of Commerce to monitor, assess and report on the U.S. export control compliance of Zhongxing Telecommunications Equipment Corporation and ZTE Kangxun Telecommunications Ltd.

Adey further assists companies to comply with ethics issues related to their federal, state and local government contracts.

In the area of civil litigation, Adey represents manufacturers in complex product liability litigation and personal injury lawsuits. He has litigated these matters from initiation to conclusion, both as a member of a larger team and independently.

Before joining the firm, Adey served as an education volunteer with the U.S. Peace Corps in Cape Verde, Africa. In this role, he was project proposal writer, created a seminar for disenfranchised youth on empowerment, helped to construct a local village library, and taught high school English.



## Dawn R. Rosemond

### Firm Diversity Partner

888 S. Harrison Street Suite 600  
Fort Wayne, IN 46802

P 260-425-4650  
F 260-424-8316  
dawn.rosemond@btlaw.com

### EDUCATION

University of Illinois, J.D., 1996

Indiana University-Bloomington,  
B.A., 1993

### BAR ADMISSIONS

Indiana, 1996

Ohio, 2013

### COURT ADMISSIONS

U.S. Court of Appeals for the  
Federal Circuit

U.S. Court of Appeals for the  
Seventh Circuit

U.S. District Court for the  
Northern District of Indiana

U.S. District Court for the  
Southern District of Indiana

U.S. District Court for the  
Western District of Michigan

### PRACTICES

Product Liability and Mass Torts

Intellectual Property Litigation

Receiverships

Non-Compete Litigation

Litigation

Commercial Litigation

UCC Litigation

Contract Litigation

**Dawn Rosemond serves as Barnes & Thornburg's Firm Diversity Partner. In this role, Dawn is charged with activating the firm's longstanding commitment to diversity, inclusion and equity. Through the creation and implementation of deliberate programming and strategic initiatives, Dawn leads the charge for cultivating and maintaining an environment that boldly promotes the training, sponsorship, empowerment and promotion of all firm talent, regardless of background.**

Always positive, boundlessly energetic and refreshingly authentic, Dawn's people skills and innate personal drive to develop the strengths of everyone around her are bolstered by her tireless energy and work ethic. In her role as director of diversity, Dawn spearheads the firm's efforts to make bold, lasting change in an industry needing redirection.

Dawn is the first African-American female to make equity partner at Barnes & Thornburg and reportedly in the state of Indiana. She has been with the firm her entire legal career, representing business clients in virtually all stages of litigation, including pre-litigation counseling, ADR, trials and appeals. Dawn adds value most of all by endeavoring at every turn to provide her clients with an unmatched level of care for their business needs and objectives.

She litigates before various federal and state courts and administrative agencies. Initially, Dawn began her career with a focus on federal and state employment litigation. Today, she focuses on representing, counseling and protecting clients that range from entrepreneurs to Fortune 500 companies in business and commercial litigation.

Dawn advises on compliance issues, restrictive covenant enforcement, trade secret protection and management, intellectual property protection and policing, and vendor and contractual disputes. Moreover, Dawn is skilled in workouts for banking institutions and special servicers, and works with clients to safeguard their brands and intellectual property, including patents, trademarks, copyrights and trade dress. Dawn also manages a deep portfolio of worker's compensation defense litigation throughout Indiana, Ohio and Michigan.

Notably, Dawn serves as co-chair of the firm's Diversity and Inclusion Committee, alongside the Firm Managing Partner, and is a member of the Pro Bono Committee. A published author of the best-selling business short, *Boss Presence*, Dawn is a national speaker on leadership and personal development and a deliberate mentor.



## **Lt. General Wendy Masiello, USAF (Ret.)**

**Independent Consultant**

### **EDUCATION**

National Defense University-  
ICAF, MSRM, Strategic  
Resource Management, 1999

U.S. Air Force Institute of  
Technology, MS, Contracting and  
Manufacturing Mgt, 1984

Texas Tech University – Rawls  
College of Business, BBA,  
Marketing, 1980

**Wendy Masiello has extensive experience in the government contracting space, and is a connector. Wendy understands the needs of the military, defense, and government agencies as well as how the industrial private sector interacts with the federal government. She enjoys helping clients find ways to pursue new opportunities and identify where gaps may exist.**

Wendy's experience includes:

- Wendy is a former director of the Defense Contract Management Agency (DCMA) and former Deputy Assistant Secretary for contracting and acquisition for the U.S. Air Force.
- As head of the DCMA from 2014 to 2017, she led 11,900 civilian and military personnel who executed worldwide contract management responsibilities, covering more than 20,000 contractors and \$2 trillion in contract value.
- Among Wendy's active duty assignments while in the Air Force was the commander of an air base wing and, from July 2005 through January 2006, she also deployed to Iraq as principal assistant for contracting forces in Iraq/Afghanistan.

Wendy is currently an independent consultant.





**National trial strategist and psychologist Dr. Dennis Stolle is the president and a founder of ThemeVision LLC, a jury research and litigation consulting firm affiliated with Barnes & Thornburg. A cognitive scientist, Dennis is respected among leading trial lawyers, judges and academics across the country for his skill in trial consulting, jury research and legal psychology.**

Dennis has studied the jury decision-making process and the psychology of trial strategy for more than two decades, and has interviewed more than 4,000 mock jurors. His clients include large companies and law firms, where he focuses on communicating to a lay jury the complex, big-picture issues in high-stakes litigation, such as MDLs, class actions, IP disputes and mass torts.

Dennis has led jury selections throughout the country. He has also conducted focus groups, mock trials and other empirical jury research in venues throughout the continental United States and Hawaii. Dennis is sought after to work with witnesses to prepare for key depositions and trial testimony. He is a member of multiple national defense teams for Fortune 500 companies across an array of industries, providing guidance regarding judicial and jury decision-making, theme development, jury selection, demonstrative evidence, and trial and settlement strategies.

Dennis is a prolific publisher and speaker on topics of legal psychology and jury decision-making. The Courts of Appeals in the Third Circuit and Ninth Circuit have relied upon his academic writings in published opinions. He is also a co-editor of a book on legal psychology, published by Carolina Academic Press and entitled, *Practicing Therapeutic Jurisprudence: Law as a Helping Profession*. Favorable reviews of his book have been featured in the *ABA Journal*, *New York Law Journal*, *Florida Bar Journal* and *Judicature*. He has also given seminars on the impact that new media and the visual display of evidence can have on juries.

Moreover, Dennis is frequently contacted by journalists for his input on high-profile jury trials. He has been quoted in the *Washington Post*, *New Jersey Lawyer*, *Pittsburgh-Post Gazette*, *New Jersey Law Journal*, *Indianapolis Star*, *Indiana Lawyer*, *Louisville Courier-Journal*, and many other publications.

In addition to his consulting work as a trial strategist, Dennis has tried cases, led settlement negotiations, and worked with clients to develop communication strategies to implement with regulators, media and key stakeholders.

## Dr. Dennis P. Stolle

### Partner

11 S. Meridian Street  
Indianapolis, IN 46204-3535

P 317-231-7742  
F 317-231-7433  
dennis.stolle@btlaw.com

### EDUCATION

University of Nebraska, Ph.D.,  
1998, research grant, National  
Science Foundation

University of Nebraska, J.D., with  
high distinction, 1997, research  
editor of *Nebraska Law Review*,  
Order of the Coif

University of Nebraska, M.S.,  
summa cum laude, 1996

Saint Louis University, B.S., 1993

### BAR ADMISSIONS

Indiana, 1998

Nebraska (Inactive)

### COURT ADMISSIONS

U.S. District Court for the  
Northern District of Indiana

U.S. District Court for the  
Southern District of Indiana

### PRACTICES

Litigation

Product Liability and Mass Torts

Commercial Litigation

Contract Litigation

Arbitration/Alternative Dispute  
Resolution

Trade Secret Litigation

Non-Compete Litigation

Business Tort Litigation (Tortious  
Interference)



## Dr. Dennis Devine

### Consultant

11 S. Meridian Street  
Indianapolis, IN 46204-3535

P 317-229-3123  
F 317-231-7433  
dennis.devine@btlaw.com

### EDUCATION

Indiana University Robert H. McKinney School of Law, M.J., 2018

Michigan State University, Ph.D., industrial/organizational psychology, 1997

Michigan State University, M.S., industrial/organizational psychology, 1993

University of Illinois, B.A., psychology, 1990

### PRACTICES

Litigation

**Dennis Devine leverages his extensive knowledge of psychology and legal decision-making to conduct social science research that informs client decisions at each stage of the litigation process, particularly in preparation for jury trials.**

Dr. Devine is a data-oriented social scientist who conducts quantitative and qualitative research, including surveys, focus groups, in-depth individual interviews, archival analysis, and other methods. Before joining the firm, Dennis served as a tenured professor in the Department of Psychology at Indiana University-Purdue University Indianapolis for over 20 years. During that time, he developed research expertise in small group behavior, organizational change, and the social dynamics of organizational decision making. He also taught undergraduate and graduate courses that covered diversity at group and organization levels, and organizational climate and culture. During his final years at IUPUI, he helped design and implement a new doctoral degree program in Applied Social & Organizational Psychology that features diversity and inclusion as explicit program values.

Dennis received his Ph.D. in Industrial and Organizational Psychology from Michigan State University, one of the top I/O programs in the country, and he is the author of a book on the science of jury decision making.

Dr. Devine previously served as a team development consultant for Roland Diamond Associates and Eli Lilly and Co., and also served on the editorial board for Law and Human Behavior for six years.



## Amit Patel

### Consultant

11 S. Meridian Street  
Indianapolis, IN 46204-3535

P 317-231-7744  
F 317-231-7433  
Amit.Patel@btlaw.com

### EDUCATION

University of Nevada, Reno,  
M.A., social psychology

Texas Tech University, J.D.

University of Georgia, B.S.,  
psychology

### BAR ADMISSIONS

Georgia

### PRACTICES

Litigation

### LANGUAGES

English

Gujarati

**Amit Patel offers clients the unique perspective of his combined experience as a corporate attorney, civil litigator, and social psychologist. Leveraging his background in law and social psychology, Amit works closely with clients at the intersection of juror decision-making and litigation, actively applying that knowledge in his role as a jury consultant.**

Amit's overarching goal in his work with ThemeVision LLC, an affiliate of Barnes & Thornburg, is to reduce risks and uncertainties associated with trial advocacy and to ascertain effective themes to emphasize at trials, mediations, or critical appellate or trial court arguments.

For ThemeVision LLC, Amit facilitates focus groups, conducts mock trials, performs statistical analysis, conducts research, and authors articles. He also provides legal analysis for Barnes & Thornburg attorneys and clients in the way of e-discovery and document review for a wide range of commercial litigation, intellectual property, and GDPR-related matters.

A frequent author, Amit has written articles and white papers on a variety of topics, including persuasion, deception detection, and the application of cognitive science to the legal realm. In particular, his paper titled "Persuasion for the 21st Century Negotiator" serves as a practical negotiation guide for litigators and incorporates research into heuristics, or problem-solving; the role of apologies; counter-attitudinal advocacy; and the "laws" of persuasion.

He is certified in TrialDirector software, which is used to present demonstratives and deposition testimony during trial and hearings.

Earlier in his career, Amit practiced corporate, family, employment, and real estate law. He also dabbled in acting, appearing in various films and television shows.



**Edward J. Herbst**

**Managing Director  
Forensic and Integrity Services**

**Contact information**

Office: +1 202 327 5773  
Mobile: +1 703 307 0177  
ed.herbst@ey.com

**Licenses/Certifications**

Certified Public Accountant  
Certified in Financial Forensics  
Certified Fraud Examiner

**Education**

BS Management (Accounting)  
SUNY Buffalo Jacobs School of  
Management

**Other**

Top Secret Security Clearance  
Member: AICPA  
Member: International  
Association of Chiefs of Police  
Member: American Bar  
Association (Associate)  
Member: ASIS

## Professional Background

Ed Herbst is an Executive Director at EY. Ed focuses on client service in the areas of fraud and forensic investigations and fraud mitigation and compliance strategies to ensure the security of client assets; and to foster the strength of their operations, reputation, and brand.

Ed has led teams on numerous internal investigations to obtain fact-based evidence to support Boards of Directors, Senior Management and Counsel to properly understand and resolve issues. Ed has led investigative teams that uncovered and documented diversions, thefts and other acts of malfeasance and provided financial and accounting guidance on the impact of those activities. Ed supported outside counsel in documenting the internal control processes as they evolved over a ten year period for presentation to the DOJ and SEC.

Prior to EY he was an FBI Agent for over 26 years leading both national security programs and criminal investigations. As a Special Agent in the Federal Bureau of Investigation he rose to the Senior Executive Service as the Director of the Foreign Terrorist Tracking Task Force (FTTTF). FTTTF was mandated through a Presidential National Homeland Security Directive following the 9/11 terrorist attacks. He also led field Terrorism, Cyber and Intelligence branches, and has 20 years of experience leading criminal investigations specializing in White Collar Crime, including corruption and sophisticated financial crimes.

As the Director of the FTTTF, Ed led the task force to deliver big data solutions that provided actionable intelligence on suspected terrorist activity. Throughout his career, his investigations and guidance drove cases to successful outcomes, including insider threat cases: one that included the theft of special nuclear material, one resulted in preventing the transfer of technology valued at over \$500 million and another resulted in the conviction of a violation of the Arms Export Controls Act for the unlawful transfer of information to a foreign national. He led a national consumer fraud initiative that resulted in charges against over 1000 subjects and was the impetus behind Congressional action to change the sentencing guidelines on financial crimes against vulnerable victims. He consistently demonstrated proven results through case convictions for money laundering and forfeiture; corruption; health care, insurance, bankruptcy, securities and financial institution frauds.



## Kasia Lundy

### Principal

### Education

BA, Economics, Harvard University

MBA, Harvard Business School

## Professional Background

Based in Boston, MA, Kasia is a leader in the firm's Education practice. In her 16 years with EY-Parthenon, Kasia has worked across multiple industries with a focus on strategic planning, growth strategy, and organizational effectiveness.

She also worked for six years in higher education as Chief of Staff to three Harvard University presidents (2003-2009). She oversaw the operations of seven units reporting to the President's Office and was responsible for strategic initiatives university-wide on behalf of the president and provost.

Since rejoining EY-Parthenon in 2009, Kasia has focused on education sector engagements in K-12 and higher education. Her higher education engagements have included strategic planning, governance and organization structure design, revenue generating strategies, academic outcome improvement strategies, operational efficiency improvement strategies, and mergers and acquisitions support (target identification, due diligence, programmatic and financial analysis, negotiation support, and integration support).

- ▶ **Strategic Planning and Financial Planning Alignment for Top Tier Research University:** Led engagement to improve alignment between the university's budget process and the strategic planning and priority setting process. Identified ways to increase transparency of the budget process and strengthen connection to the university's strategic direction. *Project included benchmarking against peer institutions to determine range of approaches to cost allocation models and budget/ planning processes.*
- ▶ **Online Strategy for a Large Private University:** Led effort to assist private not-for-profit university in maximizing its digital assets. Developed customized recommendations re: online program portfolio, process modifications to enhance the online student experience, and build vs. buy decisions. Built detailed financial model that incorporated key program offering recommendations and cost decisions. *Project included extensive benchmarking against peer institutions.*
- ▶ **Revenue Generation for a Liberal Arts college:** Facilitated a design process with diverse academic and administrative stakeholders to generate hypotheses to test in the market; administered surveys to assess market demand; assessed revenue potential and viability of prioritized programs; and led college to consensus on priority areas. *Project included student surveys, and significant benchmarking against peer institutions.*
- ▶ **Policies and Procedures Lifecycle Management at Large Public University:** Supported the Chancellor in evaluating the existing policy ecosystem at the university, and helped design a policy lifecycle process to support the development and review of policies across administrative areas and schools/units. *Project included benchmarking against peer institutions to understand how other large universities manage policy lifecycle and staffing models to support execution of responsibilities.*
- ▶ **Creation of New STEM University within Large Public State University System:** Led the planning for the creation of a new public university focused on STEM fields within a large, diversified state university system. Analyzed local employer demand and programmatic needs, and developed the operational, organizational and financial design of the start-up. *Project included benchmarking against polytechnic institutions in the U.S, to understand range of possible partnerships with employers.*





## Sean Jackson

### Managing Director

#### Professional Development & Certification

Lean Six Sigma Black Belt  
PMP (2000-2008)

Jacob K. Javits Fellow

Former faculty member,  
University of Virginia School  
of Medicine and the  
University of Southern  
California

#### Education

DMA, Music  
Composition/Computer  
Science, University of  
Southern California

MM, Music Composition,  
University of Michigan

BM, Music Composition,  
Boston Conservatory at  
Berklee

## Professional Background

Sean is based in Virginia and aligned with EY's Government and Public Sector Education Pillar and our Parthenon practice where he focuses on providing insights and guidance to higher education leaders. Prior to EY Sean led a successful 30-month/\$60M project to transform and automate the HR and payroll functions at a large, public R1 university and academic medical center. He and his team worked with academic and healthcare leaders to develop the strategy, execute the project and stabilize operations after launch.

- ▶ Sean brings 20+ years' experience to EY in the field of Higher Education. He is a creative and engaging leader with a special focus on Strategy, Policy, Analytics, Innovation and Transformation.
- ▶ Since joining EY, Sean and his teams have delivered data and analytics capabilities that have helped guide decision-making and support cultural changes at universities and colleges across the country. Many of these capabilities focused identifying and addressing discrimination and its effects on student engagement and performance.
- ▶ A published author and internationally-recognized expert in Lean, Sean has worked with Healthcare and Higher Education leaders to improve the value they deliver to their stakeholders by establishing in their organizations a culture of continuous improvement with safety at the center.
- ▶ Sean is the recipient of a Faculty Research and Innovation award from the University of Southern California in recognition of his ground-breaking work in the field of artificial intelligence and pattern recognition.
- ▶ As CIO of a large non-profit HHS organization in Connecticut, his team supported the country's first and most technologically advanced statewide, 24/7 211 call center and delivered systems and services supporting the operation of the state's \$100m federal childcare subsidy program. In this role he helped establish critical disaster response support services for state's Department of Homeland Security and Emergency Management.
- ▶ Sean established and led a global PMO for a \$4B manufacturing company where he and his teams were responsible for Project, Program and Portfolio Management, the company's Lean Strategy Deployment process (Hoshin Kanri) and the IT integration of two \$500M acquisitions.



## **Liban Jama**

**Principal, Americas  
Investigations &  
Compliance Lead  
Forensic & Integrity  
Services**

### **Contact information**

Office: +1 202 327-7593

Liban.Jama@ey.com

1101 New York Avenue  
Washington, D.C. 20005

### **Education**

J.D., University of Virginia  
School of Law

B.A., Political Science,  
University of Michigan  
College of Literature,  
Science and the Arts

## **Professional Background**

Liban Jama is a Principal in EY's Forensic and Integrity Services practice and the Investigations & Compliance Leader for the Americas. Liban is a former U.S. federal investigator with nearly 20 years of investigative, regulatory, and advisory experience. Liban advises clients in highly sensitive, large-scale, multi-party investigations and related regulatory enforcement actions. He manages matters involving allegations of securities and commodities fraud, export control violations, foreign bribery, false claims, government contract fraud, price-fixing, cyber breaches and insider trading. He assists clients in performing corruption and compliance risk assessments, designing, building and evaluating compliance programs, including policies, controls, training and monitoring mechanisms. Liban is a leader in EY's Forensics Higher Education Practice and has spoken extensively on topics including anti-money laundering ("AML"), financial fraud, anti-corruption, cryptocurrency, FCPA, environmental social governance policies and a wide range of other compliance-related issues.

Earlier in his career, Liban spent ten years at the SEC, starting in the Enforcement Division where he was responsible for handling a broad range of the SEC's domestic and international enforcement matters, including investigations of accounting and disclosure fraud, insider trading and illicit payments under the Foreign Corrupt Practices Act ("FCPA"). While at the SEC, Liban served both as legal counsel to SEC Commissioner Luis Aguilar and as a senior advisor to SEC Chair Mary Jo White. Liban began his career as an attorney at Arnold & Porter in Washington, D.C.



## **Barb Lambert**

**Partner**  
**Forensic & Integrity Services**

### **Education**

MBA, The Wharton School of the  
University of Pennsylvania  
BBA, Accounting, University of  
Michigan

Certifications and clearance

Certified Public Accountant (CPA)

Certified Fraud Examiner (CFE)

Certified in Financial Forensics  
(CFF)

## **Professional Background**

Barb Lambert is a Partner in EY's Forensic & Integrity Services practice. Barb has over 18 years of experience leading complex matters related to compliance investigations that include large scale fact-gathering and other integrity-related support services. Barb's engagements have related to both the private and public sector and have involved matters around the globe in locations ranging across South America, Africa, Asia and Europe.

Her experience includes supporting clients in the design and operation of forensic review approaches that address risk at a global scale. This work includes considerations such as managing the integration of multiple disparate sources of structured and non-structured data, addressing varied foreign language needs, overseeing project teams towards targeted deadlines and providing for changing scope and scale as needed.

Additionally, Barb's project experiences include leading a cross-functional business and technology team that designed a monitoring platform for a Fortune 200 company. This platform specifically focused on monitoring potential risks pertaining to behaviors observed across the organization's operations in over 30 countries. Barb also led a global team on a large scale matter that utilized over three trillion rows of structured data in the analysis of various third party risk considerations.

Barb's private and public sector matters have provided her with a broad cross-section of industry expertise, including leadership experiences on large-scale regulatory matters in the financial services, life sciences and oil and gas industries.





## **General (RET) Dan Allyn**

**Executive Director  
Government & Public Sector**

### **Education**

Bachelor of Science degree, USMA at West Point

Masters in National Security Studies, Naval War College, Newport, RI

Honorary Doctor of Humane Letters, Methodist University, Fayetteville, NC

## **Professional Background**

Dan Allyn joined Ernst & Young in August 2018 and serves as a consultant with the Government and Public Sector, focused on the Army account and delivering effective solutions to the Army's toughest current and future challenges.

Dan Allyn culminated over 36 years of military service with duty as the 35th Vice Chief of Staff of the Army from 2014-2017. He is a native of Berwick, Maine, and was commissioned a 2LT of Infantry in 1981 upon graduation from the United States Military Academy.

He commanded at every level in our Army from platoon to MACOM level, including command in combat at the platoon, company, Brigade Combat Team and Division level. He began his career as a Platoon Leader in 2nd Battalion, 508th PIR, 82nd Airborne Division, and served two subsequent tours with the 82nd Airborne, culminating as Battalion Commander, 1-325th AIR. Dan served three tours of duty with the 75th Ranger Regiment, including Company Commander, C/1-75 during Operation Just Cause in Panama, and Battalion Commander of 3rd Ranger Battalion. He led 3rd BCT, 3ID during the initial invasion of Iraq in 2003. Dan served as Chief of Staff, Deputy Commanding General and Commanding General, XVIII Airborne Corps and Fort Bragg, including duty as the Chief of Staff, Multi-National Corps-Iraq in 2008-2009, and Deputy Commander of Operation Unified Response, the Earthquake Response and Recovery in Haiti in 2010. He commanded 1st Cavalry Division, including duty as CG, CJTF-1 in eastern Afghanistan from 2011-2012. GEN Allyn's final Army Command was with US Army Forces Command at Ft Bragg, NC, 2013-2014.

Dan and Debbie are blessed with two service-centered adult children, and an excitable and lovable Black Labrador.



**Bill Colbert, CPA**

**Partner**  
**Government & Public Sector**

**Partner**  
**Aerospace & Defense Sector**

**Education**

EY Account Leadership Program,  
London Business School

EY Account Leadership Program  
Northwestern University – Kellogg  
School of Management

B.S., Accounting Information  
Systems, Virginia Tech –Pamplin  
College of Business

## Professional Background

Bill Colbert is a Transformation Advisory Partner with EY’s Consulting practice, where he helps organizations successfully navigate difficult business transformations by leveraging enabling technology, process improvement and a thoughtful approach to the impact of change on a client’s workforce.

With a specialty in Finance & Accounting and IT operations, he advises public and private sector entities in such areas as operating model, cost management, shared services design and implementation, transformation and process improvement, large-scale system implementation, program risk management and implementation of enabling technologies.

Bill has spent much of his 30+ year career working with clients in the Government & Public Sector, Industrial Products, Aerospace & Defense, Technology and Media sectors, where he has helped companies establish shared service functions, implement core business systems, established cost management processes and systems, carve out businesses, set up new entities, implement job costing systems and processes, and reduce operating and back-office costs.

Bill is the lead Partner responsible for our work across the Commonwealth of Virginia, including the public and private Higher Education institutions within the Commonwealth.



**Erica Ford**

**EY Americas People Advisory Services Sector Leader, Government and Public Services**

#### **Education**

MBA, Business Administration and Management, Virginia Tech

MA, Telecommunications and Communications, George Mason University

BA, Journalism and Communications, The University of Georgia

## **Professional Background**

Erica Ford is the Sector Leader for the People Advisory Services (PAS) practice within EY Americas Government & Public Sector (GPS). In this role, Erica focuses on driving the growth and visibility of GPS and PAS in the market and oversees a practice comprised of EY professionals focused on human capital strategy. She is deeply experienced designing and implementing large organizational transformations for federal, state, and local governments. Erica's related experience includes:

- Leading the Department of the Navy (DON)'s implementation of a human capital transformation of its civilian workforce that is focused on modernizing antiquated systems and processes, and tools that are fragmented, slow, and unreliable in comparison to private sector organizations of large size with similarly complex workforces. To sustain the modernization, she is conducting several workforce assessments to determine behavioral and systematic changes needed to evolve the DON's civilian culture to one of relentless collaboration; creating an inspirational, customer-focused work experience; and delivering the work environment, processes, and technologies that are expected by an evolving workforce.
- Served as engagement manager and lead architect of solution that saved U.S. Postal Service (USPS) more than \$65M on health benefits expenses via a primarily digital behavioral and culture change campaign directed to 400,000+ employees. Involved significant data analytics to not only identify focus areas for the solution, but to also evaluate results and benefits realization via a wide variety of dashboards.
- Drove culture design and change management strategy that facilitated the stand-up of a brand-new finance Shared Services Center for Marine Corps Community Services. Facilitated the successful adoption of the Center and its new ways of working to more than 200 employees and hundreds of external customers and other stakeholders at more than 15 installations in the United States and two locations in Japan.
- Facilitated transformative leadership coaching for executives exploring new operating models for key departments at the Consumer Finance Protection Bureau.
- Oversaw creation of a talent development program for high-performing individuals supporting the Air Traffic Organization at the Federal Aviation Administration. The program was tailored to each individual and was focused on development through experiences that will enhance soft skills such as communication, collaboration, and innovation. Involved the development of a competency model, establishment of a network of coaches, mentors, and supervisors to provide on-the-job coaching, and conducting a pilot to examine program components and make changes as necessary before broader deployment.



**Dionne Tyus**

**Senior Manager, Purpose  
Culture and Leadership  
Leader, Government and  
Public Services**

**Education**

Educational Leadership,  
Yale University School of  
Management – The Broad  
Center

M.A., Communication and  
Culture, Howard University

B.S., Business  
Administration, Florida A&M  
University

## Professional Background

Dionne Tyus has over 15 years of experience supporting various human capital areas and currently leads EY’s purpose, culture, and leadership solution for its government practice. In addition to her culture transformation specialty, Dionne is deeply experienced in change management, communications management, training, workforce readiness, organizational culture, and diversity, equity and inclusion. Her unique experiences and skillsets provide her with the ability to use a mix of the most relevant best practices from corporate, government, and education sectors to best serve client needs.

## Professional Experience

- Leading change management efforts to support the expansion of digital anti-racism and non-violence training courses with The Martin Luther King Jr. Center (The King Center).
- Leading organizational culture shifts for talent management in K-12 local education agencies (LEAs); working in partnership with key local universities to outline curriculums with a focus on educational leadership.
- Leading change, training, and communication efforts to support financial and risk management shifts in organizational culture for Finance and HR organizations across federal government agencies, including the Department of Housing and Urban Development and the U.S. Coast Guard.
- Leading change management and communications efforts in support of organizational culture shifts for audit readiness and financial management; supporting various Commands and CONUS Army installations with change management, training, and communications needs.
- Leading change management and training initiatives for large transformational initiatives for Quaker, Tropicana and Gatorade (QTG), The Home Depot, and Frito Lay.



**Joseph R. DeVleming**

**Senior Manager**  
**Forensic & Integrity Services**

**Contact Information**

Office: +1 212 773 2998  
Cell: +1 917 520 0591  
Fax: +1 866 866 3214  
Joseph.DeVleming@ey.com  
1101 New York Avenue  
Washington, D.C. 20005

**Education**

Master of Professional  
Accounting and BA Business  
Admin, Accounting  
University of Washington

**Certifications and Clearance**

District of Columbia CPA  
New York state CPA  
Certified Fraud Examiner (CFE)  
Certified Anti-Money Laundering  
Specialist (CAMS)  
TOP SECRET personnel  
security clearance (PCL) granted  
by DOD CAF on 03-December-  
2018, current

## Professional Background

Joe DeVleming is a Washington, D.C.-based Senior Manager in the Forensic & Integrity Services practice of Ernst & Young LLP (EY Forensics). Joe has over ten years of anti-fraud and investigatory experience serving both private and public sector clients and has conducted investigations, compliance reviews and assessments, and anti-fraud program evaluations and implementations. He has helped clients and their counsel to uncover and investigate fraud schemes perpetrated by a litany of internal and external actors. He has also managed several large-scale anti-fraud program design and implementation projects – often at a global scale – where he has managed the integration of multiple disparate sources of structured and unstructured data, overseen project teams towards targeted deadlines, and navigated changing scope and scale requirements over the course of evolving projects.

## Professional Experience

Joe's experience in the higher education sector includes multiple internal investigations at a major private research university, where he has worked for several years with the university CFO and CAO to assess risk across varied areas of the university's operations, including endowment funds and a 501(c)3 relationship. Joe's work involves direct outreach to external auditors and other entities within the university with oversight over the entities and operational areas in question. Through Joe's work, the university has identified numerous risk areas pertaining to fiduciary mismanagement at the entities under review, including hundreds of thousands of dollars in fee and employee compensation anomalies.

Joe's experience generally in conducting fraud investigations has included foreign and domestic investigations of embezzlement, corruption, misappropriation, and fraudulent financial statements for clients across industries – including in the higher education, banking, wealth and asset management, and professional services sectors. He also has specialized expertise in anti-bribery and corruption (ABAC) work, assisting globally integrated clients in performing reviews and providing forensic assessments of documents and financial records to gauge the risk of bribery. He has conducted numerous fraud risk assessments and assisted clients in implementing proactive anti-fraud processes. Joe has partnered with clients' internal and external counsel, embedded with numerous client internal audit teams, and worked frequently in conjunction with overseas EY partner firms. He has also served as a fraud subject matter expert in support of financial statement audit teams.

Prior to joining EY Forensics, Joe worked in EY's Financial Services Office (FSO) in the Assurance practice, where he audited hedge funds and other such asset management clients. His primary audit clients were complex multi-billion-dollar hedge funds, each comprised of a multitude of funds with varying investment strategies and product types.





## Jourdan Sutton

Senior Director

### Education

BA, Sociology & Anthropology,  
DePauw University

MBA, Ross School of Business

MAEd, Rakhm School of  
Education at the University of  
Michigan

## Professional Background

Jourdan is a Senior Director with EY-Parthenon and has provided strategy consulting services to higher education and private equity clients since 2015.

Jourdan's efforts have helped his clients navigate economic and political uncertainty to achieve sustainable growth. Jourdan's functional expertise includes strategic restructuring, growth strategy, strategic planning, economic impact forecasting, post-merger integration, and comprehensive transformation planning.

Prior to joining EY-Parthenon, Jourdan worked in corporate restructuring and business valuation where he helped both public and private sector clients restructure their organizations and/or launch new programs across the healthcare, urban development, and education sectors.

## Professional Experience

### Growth and sustainability strategies

- ▶ Graduate Enrollment Growth Strategy: Advised the Provost and COO of a selective, private, not-for-profit institution to identify and prioritize levers of graduate enrollment growth across each of the institutions nine graduate colleges. *The project involved 25+ interviews with peer institutions to identify/codify leading practices.*
- ▶ Alternative Revenue Strategy at Liberal Arts College: Facilitated a strategic ideation and evaluation design process with a diverse group of academic and administrative stakeholders at a private liberal arts college to develop and execute a financial transformation plan (revenue growth and cost containment), to stabilize the university's financial situation. *The project required significant benchmarking against peer institutions as well as surveys of prospective students.*

### Efficiency and effectiveness

- ▶ University Transformation at For-profit: Supported the President, COO, and leadership team of a for-profit University through a strategic realignment of their school portfolio based on market facts, school outlook, and competitive environment.

### Partnership and collaborations

- ▶ Operational Strategy Design: Facilitated strategic planning across the San Jose Mayor's office, San Jose Unified School District, three regional community college systems, and several other foundations, and public and private-sector stakeholders to develop the strategic plan for The Silicon Valley Promise: a vision for a regional, student-centered program designed to offer local K-12 students a clear pathway to and through 2- and 4-year higher education programs and into technology careers.



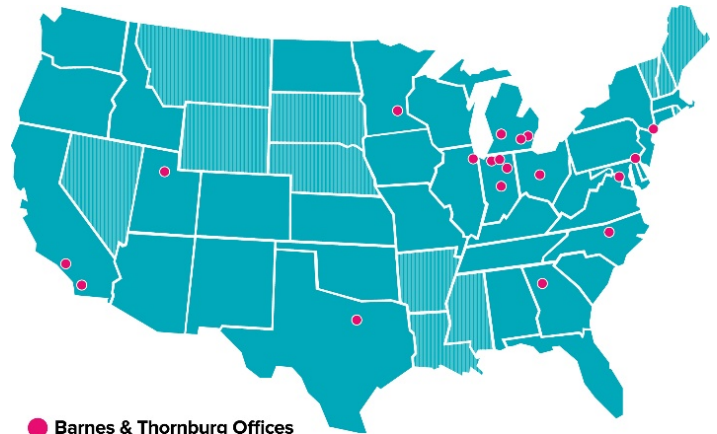
## Exhibit 2 – About Barnes & Thornburg



# About Barnes & Thornburg

As one of our valued clients, you will gain access to a firm of more than 700 attorneys and other legal professionals throughout 19 offices in Atlanta, California, Chicago, Delaware, Indiana, Michigan, New York, Minneapolis, Ohio, Raleigh, Salt Lake City, Texas and Washington, D.C. We are among the 100 largest firms in the U.S. and have experience in virtually all the legal practice areas required to do business in today's global marketplace.

The attorneys at Barnes & Thornburg serve clients from more than 50 dedicated practice and industry areas. Our main areas of focus include litigation, investigations and white collar crime, intellectual property, labor and employment, white collar crime, corporate law, governmental services and finance, energy, telecommunications, transportation and utilities, environmental, real estate, health care, creditors' rights and construction law.



- Barnes & Thornburg Offices**
- |               |                   |                    |                  |
|---------------|-------------------|--------------------|------------------|
| Ann Arbor, MI | Detroit Metro, MI | Los Angeles, CA    | San Diego, CA    |
| Atlanta, GA   | Elkhart, IN       | Minneapolis, MN    | South Bend, IN   |
| Chicago, IL   | Fort Wayne, IN    | New York, NY       | Washington, D.C. |
| Columbus, OH  | Grand Rapids, MI  | Raleigh, NC        | Wilmington, DE   |
| Dallas, TX    | Indianapolis, IN  | Salt Lake City, UT |                  |
- Where Barnes & Thornburg attorneys are licensed to practice**

## Commitment to Diversity and Inclusion

A true dedication to diversity and inclusion requires action. That is why we have made the deliberate commitment to align the business of diversity and inclusion with the business of the firm.

Through conscious programming, engaged sponsorship, and the continual internal and external investment of time, talent, and resources, we are building and sustaining an inclusive, respectful, and open culture made up of accomplished individuals of all backgrounds.

Diversity and inclusion initiatives in the legal industry abound. At Barnes & Thornburg, however, diversity and inclusion is not just an initiative or program. Instead, diversity and inclusion are both a part of our longstanding core values, fully and deliberately integrated into the way we do business – from recruiting, staffing, and the assembly of client service teams, to procurement, to promotion and advancement.

Our diversity and inclusion commitment continues to be spearheaded by one of our longstanding and active equity partners, [Dawn Rosemond](#), who serves full-time as the Firm Diversity Partner for our 19 offices. She reports directly to the Firm Managing Partner, works in tandem with him to drive strategy, and meets at least monthly with the Management Committee to facilitate substantive discussion regarding strides, challenges and opportunities. Empowering an existing owner to serve in this capacity as their primary role was a deliberate and bold move on the part of firm leadership to drive change. This top-down commitment has proven effective and has produced tangible positive results for the firm.

Barnes & Thornburg is “all in” when it comes to diversity and inclusion. And our mission is simple: to hire great talent from all backgrounds and then work together as a team to create an environment of inclusion that fosters retention, training, promotion, and empowerment such that all are positioned to succeed.

We will continue to aggressively set goals to that end, because when we achieve them, the entire firm, our clients, and the communities we serve win.



## Racial and Social Justice Foundation

2020 has presented an opportunity for all of us to declare who we are and what we stand for. Barnes & Thornburg seeks to play a part, in whatever way we can, to address the burdens that racial discrimination has brought and the larger social forces that lead to them. We do not want to stand idly by. The issues of racial and social justice are too important. Led by firm management and seeded with their own donations, Barnes & Thornburg recently formed a nonprofit foundation to combat racism and promote social justice. The Barnes & Thornburg Racial and Social Justice Foundation’s mission is to promote, advocate, and affect racial and social justice in our local communities and nationally.



We also formed a committee to combat racism and social injustice, which is already working to identify internal reforms to further develop and promote our Black talent and ensure people of color are present at the decision-making table. This includes broadening and diversifying our mentoring, coaching, and mental health support of our Black talent.

Additionally, we joined forces with clients, bar associations, and other law firms to provide more effective pro bono legal services that target systemic racism, including becoming a signatory to the Law Firm Antiracism Alliance (LFAA). The LFAA is a coalition of law firms working collaboratively to address systemic racism by dedicating substantial pro bono resources to initiatives that address systemic racism and acknowledge their ongoing responsibility to increase diversity, equitable access to opportunities, and inclusion of people of color within their ranks.

## Additional Resources

You can learn more about our efforts here:

- [Diversity and Inclusion web page](#)
- [2019 Diversity and Inclusion Annual Report](#)
- [“Diversity Matters” Podcast](#)



# Exhibit 3 – About Ernst & Young





## About Ernst & Young

Ernst & Young (EY) is a global leader in business consulting, assurance, transaction, and tax services with more than 300,000 people in 728 locations across 150 countries. As Barnes & Thornburg's trusted subcontractor, EY brings a depth and breadth of focused services that are relevant to SCHEV's needs under this RFP. EY pursues the highest levels of integrity and quality in providing professional services to its diverse client base, which includes government and not-for-profit entities, major international companies, Fortune 500 companies, and strategic growth companies. EY's public sector and not-for-profit services practice includes higher education institutions, health care organizations, and state and local governments. EY is a globally recognized leader in investigating matters of culture, policies, and traditions and brings a holistic set of perspectives to address the equity matters that are at the center of SCHEV's current investigatory efforts.

EY's cross-functional team to serve SCHEV is comprised of professionals from their Forensic & Integrity Services, People Advisory Services, and EY-Parthenon strategy consulting practices.

### EY Forensics

EY's Forensic & Integrity Services group (EY Forensics) has provided services to government and commercial organizations in over 150 cities and 70 countries globally, positioning them well to support the diverse third-party investigation needs of SCHEV. EY Forensics brings the collective experience of over 4,500 professionals drawn from the public and private sectors, including former law enforcement, federal prosecutors, and regulatory and intelligence community leaders. This experience allows them to bring a deep understanding of the complexities of risks pertaining to organizational culture.

As a global leader, EY Forensics' deep investigatory capabilities focus on helping clients to identify, mitigate, and remediate risks related to lapses in organizational integrity. This experience stems from years of performing various investigations, risk assessments, and program reviews, which they accompany with innovative interviewing, documentary analysis, monitoring, and data analytics tools to assist in the execution of their audits and reviews.

EY Forensics has extensive investigatory experience serving higher education institutions, including by helping them confront challenges such as operational hurdles and human resource constraints and meet their financial objectives. EY Forensics higher education professionals regularly publish thought leadership in leading publications and speak at various forums and meetings within the industry. They regularly work alongside higher-education institutions globally to assist with complicated issues such as cultural and compliance reviews and closely monitor trends in the higher education sector through the professional networks in which they participate. EY's participation in these networks, including the National Association of College and University Business Officers and the Council of State Governments, ensures that they remain informed of major developments impacting the sector and its stakeholders.

### EY People Advisory Service

For EY, building a better working world means helping to solve big, complex issues and capitalizing on opportunities to help our clients grow, optimize and protect their organizations and businesses. EY views people as part of an integrated organizational strategy. We believe that the best organizations value differences, and allow those differences to help fuel and maintain a competitive people advantage. We focus on human capital-related challenges through our People Advisory Services (PAS) practice, a global network of professionals that extends across more than 150 countries, serves more than 2,000 corporate clients, and is comprised of more than 11,000 professionals worldwide. Organizational culture and diversity, equity, and inclusion offerings are a cornerstone of the PAS practice, and as a result more than 3,500 of our PAS members are practitioners for our solutions.

We will help SCHEV in developing recommendations for Virginia Military Institute (VMI) to transform its people and culture strategy by supporting the integration of the desired skills, mindsets and behavioral and cultural norms for everyone that steps foot on to the campus of VMI. Our approach's value



proposition to clients is maintained through continuous evolution in response to feedback, key industry trends, and innovative insights in to human sentiment and behavior.

## EY-Parthenon

Established in 1991, EY-Parthenon is a leader in the global education sector. EY-Parthenon became part of EY in 2014. EY-Parthenon was the first consulting firm to establish a dedicated Education Practice. It is now the largest advisor to the education sector globally. Over the last decade, EY-Parthenon’s global Education team has completed over 2,000 projects in 95+ countries, equating to three education projects on average every week. EY-Parthenon’s commitment to the global education sector is unparalleled.

EY-Parthenon infuses the rigor and practices from across the private sector into strategies that are customized to higher education. Its professionals have deep experience working collaboratively with corporate leadership, and their pragmatic approach relies on facts and ideas to bring a level of clarity and specificity that drives decision-making.

In the last decade, EY-Parthenon has worked with over 150 higher education institutions whose collective annual enrollments represent over two million students worldwide. EY’s clients, a sampling of which are shown in Figure 1, include a wide range of institutions, from large public university systems to large private and public research universities to small private liberal arts colleges. They rely on EY to assist on a myriad of issues, summarized in Figure 2.

*Figure 1: Representative Sample of our Higher Education Clients*

Public Institutions	Public University Systems	Private Institutions
<ul style="list-style-type: none"> <li>▶ Arizona State University</li> <li>▶ Florida Polytechnic University</li> <li>▶ Rutgers University</li> <li>▶ UC Berkeley, UC Davis, UC Irvine, UCLA, UC Merced</li> <li>▶ UNC Chapel Hill</li> <li>▶ University of Akron</li> <li>▶ University of Arkansas</li> <li>▶ Univ. of Maryland Global Campus</li> <li>▶ Univ. of Massachusetts-Amherst</li> <li>▶ University of Memphis</li> <li>▶ University of South Carolina</li> <li>▶ University of Tennessee Knoxville</li> <li>▶ University of Virginia</li> <li>▶ Virginia Commonwealth University</li> </ul>	<ul style="list-style-type: none"> <li>▶ Pennsylvania State System of Higher Education</li> <li>▶ State University System of Florida</li> <li>▶ Texas A&amp;M University System</li> <li>▶ University of Colorado System</li> <li>▶ University of California System</li> <li>▶ University of Maine System</li> <li>▶ University of Massachusetts System</li> <li>▶ University of Missouri System</li> <li>▶ University of North Carolina System</li> <li>▶ University System of Georgia</li> <li>▶ University of Texas System</li> </ul>	<ul style="list-style-type: none"> <li>▶ Columbia University</li> <li>▶ Cornell University</li> <li>▶ Dartmouth College</li> <li>▶ Drexel University</li> <li>▶ Emory University</li> <li>▶ Harvard University</li> <li>▶ Johns Hopkins University</li> <li>▶ MIT</li> <li>▶ Northeastern University</li> <li>▶ Southern Methodist University</li> <li>▶ Stanford University</li> <li>▶ Tulane University</li> <li>▶ University of Southern California</li> <li>▶ Wellesley College</li> </ul>

Figure 2: Our Higher Education Capabilities

How can we grow and thrive organically or in partnership?	How can we drive better outcomes for our students and our state/region?	How can we improve performance and operational efficiency?	How can we optimize our assets?	How might we approach mergers or alliances?
<ul style="list-style-type: none"> <li>▶ Market assessments, feasibility studies, and strategic planning</li> <li>▶ Academic program assessments, including online presence</li> <li>▶ Transnational growth strategy</li> <li>▶ Alternative revenue identification and implementation</li> <li>▶ Enrollment and pricing strategies</li> <li>▶ Long-term partnerships with third party providers</li> <li>▶ Public private partnership process</li> </ul>	<ul style="list-style-type: none"> <li>▶ Student analytics, including performance dashboards</li> <li>▶ Student persistence/retention practices, including use of technologies</li> <li>▶ Career services best practices</li> <li>▶ Labor market linkages and economic development</li> <li>▶ Economic impact studies</li> </ul>	<ul style="list-style-type: none"> <li>▶ Customer needs assessment</li> <li>▶ Business intelligence and analytics</li> <li>▶ Benchmarking</li> <li>▶ Performance improvement and cost reduction (e.g., Finance, HR, IT, Procurement)</li> <li>▶ Organizational design</li> <li>▶ Operating model design</li> <li>▶ Business process reengineering</li> <li>▶ Automation solutions</li> </ul>	<ul style="list-style-type: none"> <li>▶ Strategic planning</li> <li>▶ Resource allocation</li> <li>▶ Budgeting and financial planning</li> <li>▶ Liquidity, cash flow forecasting and reporting</li> <li>▶ Debt and liability management, and restructuring advice</li> <li>▶ Capital planning</li> <li>▶ Facility utilization</li> <li>▶ Real estate portfolio strategy</li> <li>▶ Asset monetization</li> </ul>	<ul style="list-style-type: none"> <li>▶ Target identification and evaluation</li> <li>▶ Financial due diligence</li> <li>▶ Market / program due diligence</li> <li>▶ Operational due diligence</li> <li>▶ Merger process facilitation (buy- and sell-side)</li> <li>▶ Merger integration and transformation</li> <li>▶ Communication planning</li> <li>▶ Regulatory process support</li> </ul>
<b>How can we establish and nurture a culture of accountability, transparency, and trust?</b>				
<ul style="list-style-type: none"> <li>▶ Governance leading practices</li> <li>▶ Change management approaches</li> <li>▶ Culture and climate surveys</li> <li>▶ Management leading practices</li> <li>▶ Communication plans (e.g., related to initiative roll-out)</li> <li>▶ Culture change implementation</li> </ul>				
<b>How can we minimize and mitigate <u>risk</u>?</b>				
<b>How can we optimize our <u>tax</u> situation?</b>		<b>How can we comply with our <u>audit</u> requirements?</b>		

Together, EY’s multifaceted client service team offers institutions of higher education superior end-to-end consulting services. EY’s experienced professionals understand the fast-paced and integrated environment in which the Commonwealth and SCHEV operate. Amidst growing demand for transparency and accountability, it is imperative that SCHEV maintains and enforces the highest levels of ethics and integrity at the Virginia higher education institutions under its oversight. EY’s teams have broad experience swiftly executing complex and confidential investigations and audits, and they regularly serve as independent investigators in the context of high-profile matters, including those under media and regulatory scrutiny. In doing so, they work hand-in-hand with their clients and counsel to investigate and report on a variety of areas of concern, including on critical and highly sensitive matters pertaining to racial intolerance. As demonstrated by EY’s past and current performance, the firm truly values its relationship with the Commonwealth of Virginia and looks forward to being part of its continued success.