

Nancy Terrill Detailed Curriculum Vitae

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Inglewood Associates LLC

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Nancy Terrill has an MBA, a CTP (Certified Turnaround Professional) and over 35 years of banking and consulting experience, primarily focused on financially troubled companies. In banking, she was the National Manager for a large regional bank's workout division. In consulting, she has experience working as a banking expert witness as well as a consultant for corporate turnaround, restructuring, performance improvement and business quality of earnings due diligence. Her skill sets include:

- **EXPERT WITNESS EXPERIENCE - BANKING STANDARDS**

Nancy has provided consulting, expert reports and rebuttal expert reports for numerous litigation matters in a variety of courts across the United States. Her practice is balanced with approximately 60% of cases working for the lenders. She has provided deposition testimony in several of those matters.

Nancy Terrill's over 35 years of business experience, including 25 years in banking, is the foundation for her serving as a banking standards expert. Her expertise covers topics including Bank Policies and Procedures in all areas of Commercial Lending and Private Banking, Workout Lender Policies and Procedures, Lender Liability, Good Faith and Fair Dealing in a loan workout, Bank Fraud in the context of Commercial Banking, Agent/Participant Loan Arrangements, Multiple Bank Lending Arrangements, Commercial Loan Guarantor Arrangements, Loan Sale Policies and Procedures, Asset Based Lending, Floor Plan Lending, Construction, Commercial Mortgage Lending, Healthcare Lending, FDIC Bank Takeover Arrangements, Commercial Loan Review and Loan Risk Rating Practices, SBA Loan Workouts. Nancy is experienced regarding Banking Regulations including regulations by the Federal Reserve, OCC and FDIC.

- **PROFESSIONAL BANKING EXPERIENCE**

Nancy's expertise was originally developed during a 25-year career in banking where she was the National Manager of a \$3 billion troubled loan portfolio for a large regional bank, with 130 employees under her management. As the executive of the bank with the most intimate knowledge of the troubled loan portfolio, she participated in commercial bank loan review and strategy meetings, including those involved with loan portfolio sales. Nancy negotiated the loan structure for the bank's most complex transactions and approved directly or indirectly the loan strategy on the troubled loan portfolio. Nancy was also Chairman of the Loan Review Committee and monitored all of the criticized and classified commercial loans for the bank. Nancy uses this expertise in her expert witness practice where she has clear insight into how workout bankers and commercial lenders should act with their clients.

- **PROFESSIONAL ADVISORY EXPERIENCE - RESTRUCTURING**

After her banking career, Nancy worked as a Managing Director for 3 different firms specializing in restructuring and turnaround. She started with the New York City based Loughlin Meghji + Co. (Now LM+Co.) working on large corporate and middle market sized turnaround and insolvency projects in

cases representing both lenders and debtors. She moved to Grant Thornton LLP where she worked with the firm's largest customer, a Detroit based OEM automotive company, as they dealt with their supply chain challenges during the automotive downturn. Most recently Nancy has worked with Inglewood Associates LLC as a member of the team working with middle market companies seeking to avoid or manage through financial difficulties. This work often has involved negotiations with lenders on her client's behalf. Her experience includes automotive, manufacturing, distribution, service, construction, leasing, franchising, healthcare, long term care, floor plan dealerships and numerous other industries.

- **PROFESSIONAL ADVISORY EXPERIENCE - TRANSACTION AND FINANCIAL DUE DILIGENCE**

Nancy worked for Grant Thornton LLP in the transaction advisory practice where she performed in-depth financial due diligence to determine the quality of earnings of the target company for private equity, strategic buyers and lenders in both healthy and distressed M&A transactions. She continues with this practice with Inglewood.

KeyBank, Senior Vice President and National Manager of the Asset Recovery Group

Nancy spent 25 years working in the banking industry for both KeyBank and Citibank. Over 15 years of that time was spent working in the Asset Recovery Group at KeyBank where she managed troubled commercial loans from the following commercial lending divisions: Asset Based/Leveraged Lending, Large Corporate Lending, Specialty Lending Divisions for Healthcare, Cable and Radio/Television Industries, Middle Market Lending, Floor Plan Lending, Leasing, Commercial Real Estate Lending, Business Banking including SBA Lending, and Private Banking. During most of that period, she was a manager in the group that was responsible for the most challenging workout commercial loans. She rose to become the Regional, then National Manager, in charge of over \$3 billion of troubled loans and 130 workout lending employees located in 12 KeyBank offices across the United States.

In addition, she was responsible for monitoring KeyBank's total portfolio of criticized loans by acting as chairman of the bank's loan review committees. She began her banking career as a commercial banker in the Leveraged Capital, Middle Market, National, Specialty Lending and Correspondent Banking Departments of the bank.

Loughlin Meghji + Company, Managing Director

In 2003, she joined the consulting firm of Loughlin, Meghji + Company (Now LM+Co) as a Managing Director. LM+Co, headquartered in New York City, specializes in consulting for clients facing insolvency, working for either creditors or the board of directors of the troubled companies. Nancy was part of several project teams reviewing and consulting large companies facing insolvency. She personally led professional consulting teams for two middle market companies in an effort to negotiate with their lenders and avoid insolvency proceedings. She was also a team member on an investment banking project.

Grant Thornton, LLP, Director

In January 2007, she moved to Grant Thornton LLP, the U.S. member firm of Grant Thornton International, the sixth largest public accounting, tax and business advisory organization in the world.

Upon joining the firm, she worked as a Director in the Corporate Advisory and Restructuring Services group on the Automotive Team. The Automotive Team supported the accounting firm's largest customer, a leading domestic auto manufacturer, in its effort to maintain its supply chain. Nancy advised the client in negotiations with its troubled suppliers and their banks.

From August 2007 to January 2010, she worked in the Transaction Advisory Services Group of Grant Thornton LLP as a Director. Her responsibilities included managing 18 buy side due diligence engagements for private equity, lenders and strategic buyers. Her due diligence reports focused on quality of earnings analysis including EBITDA add back analysis for expenses that would not continue after sale. She also performed asset carve out analysis and identified factors affecting value for the buyer.

During her employment with Grant Thornton, Nancy worked on her first two banking expert witness cases with the guidance of the Grant Thornton Litigation and Dispute Services Division.

Inglewood Associates LLC, Managing Director

In January 2010 she joined Inglewood Associates LLC, a Cleveland, Ohio based business consulting firm. Nancy has been involved in business turnaround projects including financial and operational consulting, profit improvement, M&A due diligence and transaction advisory projects. She participated on a team providing financial consulting for a bankruptcy trustee. She has assisted clients in refinancing commercial loans. Since joining Inglewood, she has also expanded her expert witness practice with cases involving bank v. borrower, bank v. bank, and non-bank lending litigation matters. In addition, she has provided expert opinions regarding the impact on a banking relationship from CPA audit opinions.

Education

- Master of Business Administration (MBA) in Finance from Cleveland State University
- Bachelor of Arts degree from Lake Erie College with a major in International Business
- Certified Turnaround Professional (CTP)
 - Nancy attended various other business, management and financial training since receiving her MBA to support continuing education and ethics training requirements for her Certified Turnaround Professional designation. This included an expert witness seminar, and ongoing Turnaround Management Association and Cleveland Metropolitan Bar Association CLE offerings, including ethics programs.

Professional Affiliations

- Certified Turnaround Professional (CTP); 2005 – present; a professional designation based on tested certification with ongoing education requirements sponsored by the Turnaround Management Association (TMA) starting 2005
- Board Member of the Northeast Ohio chapter of the International Women in Restructuring Confederation (IWIRC); 2014 – 2016; speaker at the IWIRC national conference in San Francisco on the topic of Automotive Restructuring in 2002
- Lay member of the Cleveland Metropolitan Bar Association's Lawyer Client Relations Fee Dispute Committee; 2011- present
- Board of directors for the Cleveland Rape Crisis Center; 2011 - 2017
- Board of directors for Lake Erie College in Painesville, Ohio; 2011 - 2016
- President and board member of the Ohio Chapter of the Turnaround Management Association (TMA); 2009-2010; Participated in numerous education and program committees of the Ohio chapter while on the board 2003-2011, and chairman of a financial literacy training program for a local inner city Cleveland area high school as part of an affiliation with the Ohio TMA
- Participated on a panel on the topic of Global Financial World at the Cleveland Metropolitan Bar Association's O'Neill Bankruptcy Institute in 2013

- Spoke on the topic of Distressed Transactions which focused on the sale of troubled businesses at a 2010 McDonald Hopkins LLP Roundtable Program
- In 2006, spoke on a panel on the topic of Professional Liability at the American Bankruptcy Institute Conference in Traverse City, Michigan

Prior Testimony

Nancy Terrill testified in court one time in the past 10 years, (ONB Bank and Trust Company v. Concrete Pavement Specialists LLC in the District Court in and for Tulsa County State of Oklahoma; Case No. CJ-2011-02063) in September, 2016.

Expert Witness and Consulting History

Nancy Terrill was deposed as an expert witness or has provided consulting, rebuttal or expert reports in the cases shown in the following table below:

Clients	Nature of Assignment	Case - Judicial Process	Date
Bodman PLC	Expert Opinions regarding a bank's standard of care, good faith and fair dealing regarding competing parties for a business sale.	Amar Toma v. The Huntington National Bank in the United States District Court in the Eastern District of Michigan Southern Division	2018 Ongoing
Wells & Wells, P.A.	Consulting, possible Expert Opinions regarding good faith and fair dealing regarding minority shareholder; commercial reasonableness	MP, LLC v. TD Bank N.A. in the Circuit Court in and for the Eleventh Judicial circuit Miami-Dade County Florida	2018 Ongoing
Rogahn Jones, LLC.	Expert Opinions regarding course of dealing, good faith and fair dealing; Deposition Testimony	JP Morgan Chase Bank, N.A. vs. Lend, LLC, Precision Metals and Hardware, Inc. and Donald Shrader in the State of Wisconsin Circuit Court, Waukesha County	2017 ongoing
Greenberg Traurig, P.A.	Expert Opinions regarding ongoing lending in the face of troubling collateral field exam	D.I.T. Inc, and Michael R. Bakst, Chapter 7 Trustee v. Bank Leumi, USA in the United States Bankruptcy Court Southern District of Florida (West Palm Beach Division)	2017 ongoing
Porter, Banks, Baldwin & Shaw, PLLC	Expert opinions regarding course of dealing, good faith and fair dealing, lender liability	Citizens National Bank v. Hylton Homes, Inc. et al in the Commonwealth of Kentucky Floyd Circuit Court, Division II	2017

Clients	Nature of Assignment	Case - Judicial Process	Date
Geoffrey Allen Corporation; Cappello & Noel, LLP as counsel	Expert opinions regarding course of dealing, good faith and fair dealing, excessive control and ethical standards in a case involving a non-bank factor	Hana Financial, Inc vs. Geoffrey Allen Corporation et al; Case no 2:15-cv-00368-MWF (JEMx) in the United States District Court Central District of California	2017
Subashi & Wildermuth	Expert opinions regarding casualty loss insurance coverage of bank collateral; Deposition testimony	Nationwide Agribusiness Insurance Company, et al. v Jonathan W. Heidler, et al. and Wilmington Savings Bank in the Common Pleas Court of Clinton County, Ohio, Civil Division. Case no. CVH20140532	2016
Gordon & Rees, LLP	Expert opinions regarding allegations of fraud by a bank employee as it relates to the bank's insurance coverage: Deposition testimony	RLI Insurance Company v. Fifth Third Bancorp v. certain underwriters at Lloyd's et al No. 14-802, No. 14-869 in the United States District Court Southern District of Ohio Western Division	2016 - 2017
BODMAN, PLC	Expert opinions regarding a workout lender's actions in the context of guarantor collateral and rights of offset	Retained as Consulting Expert - Montana Second Judicial District Court Silver Bow County	2016
Sub-contractor with Grant Thornton LLP, for law firm Mayer Brown LLP	Expert opinions dealing with a lender liability lawsuit against a money center lender by a real estate developer based on reasonable and customary standards for subsequent loans for construction build out after a technical event of default: Deposition testimony	Grande Village LLC, Grande Properties, LLC, Willingboro Town Center Urban Renewal North, LLC, Willingboro Town Center North Manager, LLC, William T. Juliano and Thomas E. Juliano v. CIBC Inc. and Canadian Imperial Bank of Commerce, New York Agency; Civil Action No. 14-cv-03495-NLH-JS in the United States District Court District of New Jersey	2015 – 2016 Ongoing

Clients	Nature of Assignment	Case - Judicial Process	Date
Fruth, Jamison & Elsass, PLLC representing Jerry Moyes, et al	Expert opinions regarding bank participations in loans with a non-bank lead lender as agent. Third Party risks and agent control in loan participations; Deposition testimony	Patrick Finn and Lighthouse Management Group, Inc., as Receiver for First United Funding, LLC, and Corey N. Johnston v. Jerry C. Moyes, individually and as Trustee of the Jerry and Vickie Moyes Family Trust, Vickie L. Moyes, individually and as Trustee of the Jerry and Vickie Moyes Family Trust, The Jerry and Vickie Moyes Family Trust, and Moyes Children's Limited Partnership in the United States District Court District of Minnesota; Court File No. 14-CV-1293 (JRT/TNL)	2015-2017
Barkett Law Firm PLLC	Expert opinions and testimony regarding a borrower suing a bank for lender liability. Issues include breach of confidentiality, coercion through third parties, control and conflict of interest, lack of independence of receiver appointed and controlled by the lender, all compared to normal and customary banking standards and the bank's own Loan Policies; Deposition and court testimony	ONB Bank and Trust Company v. Concrete Pavement Specialists LLC in the District Court in and for Tulsa County State of Oklahoma; Case No. CJ-2011-02063	2015 - 2016
Parker Poe Adams & Bernstein, LLP representing PNC Bank	Expert opinions regarding bank's good faith and fair dealing, reasonable and customary standards involving a matured loan in a workout department of a commercial bank;; Deposition testimony	PNC Bank, National Association v. Nature's Pearl Corporation, LeBleu Corporation and Jerry W. Smith in the United States District Court for the Middle District of North Carolina Greensboro Division; Civil Actions: No. 1:13-CV-304. No. 1:13-CV-305, No. 1:13-CV-311	2015

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Fabyanske Westra Hart & Thomson LLP	Expert opinions regarding FDIC and OCC regulations relating to third party processor; lawsuit against original depository financial institution who accepted unauthorized endorsements to facilitate ownership conversion of funds to third party processor	Rent-A-Center East, Inc. v. North American Banking Company in the United States District Court, District of Minnesota; No. 13-CV-3274	2014 - 2015
Spangenberg Shibley & Liber LLP	Expert opinions regarding bank underwriting standards involving a loan to a contractor	Liberty Bank, N.A. v. London Financial Group, Inc. and Stuart W. London and Mark London in the Common Pleas Court, Cuyahoga County, Ohio; No. CV12798324	2014
Tim Collins, Receiver, and Empire Enterprises et al	Expert Opinions regarding financial impact of a fraud on the banking relationship as part of damages calculation; opinions detailed differences between an asset based audit and a CPA unqualified opinion audit; Deposition testimony	Tim L. Collins and Empire Enterprises et al v. Apple Growth Partners, Inc. in the Common Pleas Court, Cuyahoga County, Ohio; Case No: CV-13-806421	2014 - 2015
United States of America Department of Justice	Expert opinions regarding suspension of advances under material adverse clause and reasonable expectations in a lending relationship; Deposition testimony	Utah Telecommunications Open Infrastructure Agency v. The United States of America in the United States Court of Federal Claims; Case No 11-559 C	2014
Stanley, Reuter, Ross Thornton & Alford, LLC representing Crews & Associates et al.	Expert opinions regarding effectiveness of collection activities for bonds to a residential housing and resort development; Deposition testimony	Nuveen High Yield Bond Fund et al v. Crews & Associates et al. in the Circuit Court of Pulaski County, Arkansas 17th Division; Case No. 60 CV-10-4425	2014 - 2015
Johnson Winter & Slatery - Respondent	Consulting analysis of a company's ability to borrow funds as a part of a damages calculation	Retained as Consulting Expert Queensland Registry – Federal Court of Australia, General Division	2014
Rose Law Group, PC	Expert opinions regarding a Private Banking Residential Real Estate Loan to real estate developer	Michael Grady and Jennifer Grady v Jonathan Levin and Sarah Levin in the United States District Court, District of Arizona; No. 2:11-CV-02060-JAT	2011 -2012

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Bodman, LLP representing Comerica Bank	Expert opinions regarding conflicts of interest, banking conduct and ethics related to a loan to a construction equipment dealer; Deposition testimony	Red Mountain Machinery Company et al. v. Comerica Bank, et al. in the United States Bankruptcy Court for the District of Arizona; Adversary No. 09- ap-00941-CGC	2010 - 2012
Kohrman Jackson & Krantz LLP	Expert opinions regarding lender liability, fraudulent conveyance, bank client confidentiality and privacy, deepening insolvency and bank collateral valuation; Factoring business	Mark A. Dottore, Receiver for Great Lakes Funding Ltd., Inc. and RFCBC, Inc. successor in interest to RFC Banking Co. f/k/a The Peoples Banking Company v. National Staffing Services, LLC et al. and John Graham, Trustee for Great Lakes Factors, Inc. in the United States District Court for the Northern District of Ohio Western Division	2011 - 2012
Bodman, LLP representing Sterling Bank & Trust	Expert opinions regarding Banking Standards in a multi- bank case involving Participation Lending; Agent bank duties to participant lender; Deposition testimony	Sterling Bank & Trust, FSB v. Independent Bank West Michigan in State of Michigan Circuit Court for the County of Oakland; Case # 09-105045- CK	2010 -2011
Bodman, LLP	Expert opinions regarding participation lending banking standards for a commercial real estate loan	Expert Consulting Engagement; State of Michigan Sixth Judicial Circuit Court (Oakland County)	2010 - 2011
Bodman, LLP	Expert opinions regarding Banking standards, good faith and fair dealing, standards of conduct, fiduciary duties, and borrowing base monitoring; automotive supplier	Guy C. Vining, as the Trustee for the Chapter 7 Estate of M.T.G., Inc. and in the name of the United States of America v. Comerica Bank, et al. in the United States Bankruptcy Court for the Eastern District of Michigan Southern Division; No. 95-48268, Chapter 7	2008 - 2010
Calfee Halter & Griswold LLP	Expert opinions regarding Banking Standards, fraud and lender liability involving a guarantor's rights and responsibilities; automotive dealership lending standards	Mintz v Fifth Third Bank in the Court of Common Pleas of Cuyahoga County, Ohio	2007 - 2009