

## 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***

- 2018 Lifetime Achievement Award granted by the Ohio Turnaround Management Association (TMA)
- 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
- 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 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
- 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:

| <b>Clients</b>       | <b>Nature of Assignment</b>  | <b>Case - Judicial Process</b>  | <b>Date</b>  |
|----------------------|--|---|--------------|
| Moss and Barnett     | Consulting, Expert Opinions regarding lending practices to the Buy Here Pay Here borrower  | Potential legal matter involving Capital One, National Association and CliftonLarsenAllen LLP.  | 2019 ongoing |
| McDonald Hopkins LLC | Expert Opinions regarding banking standards for disclosed offset of fees   | Praetorium Secured Fund L.L.P. v Keehan Tennessee Investment LLC et al in the Court of common Pleas Lorain County, Ohio                                   | 2018 ongoing |
| 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 -2019   |
| 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         |
| 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 |

| <b>Clients</b>   | <b>Nature of Assignment</b>  | <b>Case - Judicial Process</b>  | <b>Date</b> |
|--|--|---|-------------|
| 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 - 2019 |
| 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        |
| Geoffrey Allen Corporation;<br>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;<br>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:<br>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:<br>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 – 2018 |

| <b>Clients</b>  | <b>Nature of Assignment</b>  | <b>Case - Judicial Process</b>  | <b>Date</b> |
|---|--|---|-------------|
| 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<br>Westra Hart &<br>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<br>Shibley & Liber<br>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,<br>Receiver,<br>and Empire<br>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;<br>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<br>America<br>Department of<br>Justice  | Expert opinions regarding suspension of advances under material adverse clause and reasonable expectations in a lending relationship;<br>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,<br>Ross Thornton<br>& Alford, LLC<br>representing<br>Crews &<br>Associates et al. | Expert opinions regarding effectiveness of collection activities for bonds to a residential housing and resort development;<br>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<br>& Slatery -<br>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<br>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 |