John M. Collard

Interim CEO, Turnaround Specialist Annapolis, Maryland, USA



PROFESSIONAL PROFILE



- "Doctor of Turnarounds"
- \$950M New Business
- \$85M Asset Recovery
- 2,450 Jobs Saved
- 45 M&A Transactions \$1B
- Co-Raised \$80M PE Fund
- Turnaround Expert
- Outside Director

John is an industry luminary regarded by many as a 'Doctor of Turnarounds'. Baltimore Sun quoted John, "Turnaround specialist says 'my product is me'." In over 35 years of corporate leadership, he has developed a well-deserved reputation for quickly assessing problem situations, applying solutions, identifying good people, building consensus, and executing strategies that add value. He has the character to 'tell it the way it is' even when that may not be popular. He has served as CEO/President/COO/CRO/Senior Executive of more than 30 companies in a host of industries, and non-profits. He is a hands-on operating manager and decision-maker with extensive experience in rapid growth, transition and turnaround environments; can account for new business totaling \$950M; asset and investment recovery of \$85M+; over 2,450 jobs saved and new growth; participated in 45 M&A transactions (acquire, divest, roll-up, build-up, pool, IPO) worth \$780M transaction value and \$1.2B volume; has been party to private equity investing through co-raising/managing an \$80M privatization PE fund.

John is an expert in interim CEO executive leadership, turnaround management, transition and change, corporate renewal governance, asset and investment recovery, investing in distressed underperforming troubled companies, and private equity advisory. Enterprises range from start-up to \$100+M. Industry expertise: Manufacturing, Job Shop Mfg, Engineering Services, Healthcare, Information Technology, Communications, Software, System Integration, Defense Electronics, Aerospace, Federal Government Contracting, High-Tech, Finance, Marine Services, Real Estate Development, Construction, Printing.

John has built Strategic Management Partners, Inc. into a nationally recognized turnaround management firm specializing in interim executive CEO leadership, strategic repositioning, corporate renewal governance, outside directorship, and supporting the equity capital community. SMP celebrates 25 years serving clients. SMP has substantial experience advising investors, boards, corporations, governments, and individuals on the strategic and mechanical issues of corporate development, turnarounds for asset recovery, saving jobs, and equity capital investing. We parachute in at request of the board or investors to run the company and raise capital. We rebuild value for all stakeholders. We are professional CEOs and Outside Directors.

CAREER HISTORY

Dec '88 – Present CEO, President, Strategic Management Partners, Inc., Annapolis, MD Company: Turnaround management, interim CEO leadership, raise funding, private equity advisory firm.

Jun '87 - Nov '88 Executive Director/VP/Deputy President, Computer Sciences Corp, Fairfax, VA Company: \$1.2B Federal Gov't Contractor, Commercial System Integrator, Informations System Solutions.

Feb '78 – May '87 Executive Director/VP, Martin Marietta (now Lockheed Martin), Bethesda, MD Company: \$6.2B Aerospace, Defense, Federal Gov't Contractor, and Commercial System Integrator.

Feb '74 – Jan '78 Consultant, John Collard Consulting, Denver, CO Company: Consulting, computer simulation, parametric modeling, financial viability analyses, acquisitions.

Jul '69 – Jan '74 Financial Analyst, Trans Union Corp, Chicago, IL Company: \$800M Diversified holding company with manufacturing and development entities worldwide.

KEY ACHIEVEMENTS

Honors/Certifications:

- John Inducted Turnaround Management, Restructuring, Distressed Investing Industry Hall of Fame
- John Honored With Interim Management Lifetime Achievement Award by Assn Interim Executives
- o Chairman, Association of Interim Executives
- o Past Chairman, Turnaround Management Association
- Certified Turnaround Professional (CTP)
- o Certified International Turnaround Manager (CITM)
- o Inducted into Southern Illinois University Alumni Hall of Fame
- Studied Design with R. Buckminster Fuller
- o Named to Martin Marietta CEO Task Force to devise plan to enter Com'l Systems Integration Market
- Named to CSC Chairman Task Force to restructure company and expand Com'l Integration Market
- President Yeltsin Honored John's Work in Developing Turnaround and Investing Coursework by creating a new profession: Anti Crisis Management
- o Top Secret Security Clearance

Awards:

- Turnarounds & Workouts twice named SMP among Outstanding Turnaround Management Firms
- Maryland Most Admired CEO of the Year
- o Maryland Small Business of the Year, and The Governor's Citation
- o Global M&A Atlas Award for Boutique Turnaround Consulting Firm of the Year
- o Prince Georges Business Leader of Year
- M&A Advisor Turnaround Consultant and Turnaround Firm of Year Finalist
- o Southern Illinois University Business Leader of the Year
- o American and Baltimore Business Journals Top Turnaround Firms in Mid-Atlantic Region
- o TMA Award for Outstanding Contribution to the Corporate Renewal Profession
- o TMA Honored John as one of the Founders of the Association at 25th Anniversary Conference
- o Acquisition International Turnaround Firm of the Year
- Corporate Intl Magazine Global Award for Corporate Recovery Specialist of the Year

Accomplishments:

- Participated in Over 45 M&A Transactions Worth over \$1B
- Developed New Business Totaling \$950M plus (Commercial, Federal, and International)
- o Asset and Investment Recovery of \$85M plus
- Credited with 2,450 jobs saved and new growth
- o Private Equity Investing \$80M Privatization Fund (Raise/Manage)
- Advisor to President Bush's⁴³ Business Advisory Council
- Advisor to President Clinton's National Economic Council, Bankruptcy Work Group and Review
 Commission, Defense Technology Reinvestment Program, Commission to Promote Small Business
- Advisor to President Bush's⁴¹ National Economic Council, Technology Commercialization Initiative
- Advisor to President Yeltsin's Privatization Agency, Bankruptcy Agency, Law Reform Delegations
- Advisor to European Bank for Reconstruction and Development on Turnarounds, and PE Investing
- o Advisor to World Bank on Western Turnaround Management & Equity Investing Techniques
- o Advisor to Dean College of Business and Chancellor Southern Illinois University
- Private Company Outside Director
- Strategic Management Partners Celebrates 25 Years Serving Clients

Results:

- Build SMP into an internationally recognized turnaround management firm 25 years in business
- Raised 60M ECU (\$80M US\$) Slovene Special Restructuring Fund: Invest in distressed companies.
- President, COO of Delta Data Systems, a \$25mil NASDAQ traded manufacturer: turned and sold
- o COO of \$21M manufacturing and banking software solutions company; shifted focus, grew sales, grew unearned revenue reserve, firm backlog \$53M; turn from (\$2.5M) loss to \$3.2M profit.
- Special Advisor/COO of \$33mil weapons system defense contractor: repositioned company to enter environmental market, 3x revenue growth, sold.
- o Interim Exec, COO of \$59mil telecom firm: improved win ratio to 45%, turned and sold.
- o COO Software company: sold and implemented systems to Saudi Petrochemical Company
- COO of \$10M hospital information systems operation from (\$2.4M) loss to \$1.8M profit, then sold.
- Interim President/CEO of Sowers Printing Company: grew revenue, turned & restructured, and sold
- o CEO of Network Technologies Group, Inc., \$30M communications and construction firm
- CEO of Xcellent Ventures, LLC.: investing and operating wholesale and manufacturing companies
- CEO of Annapolis Financial, LLC: lending and investing
- o Director, COO, Chief of Start-Ups of CyberDyne, an R&D private equity fund bringing Photonic transistor technology to market.
- CEO of CyberCom: communications products
- Executive Director, Built start-up business unit to pursue programs in Federal and Commercial sectors; grew to \$14M revenue, \$56M firm contract backlog, 80 employees.
- o Many Engagements Are Confidential
- Director, New Business Development: created Win strategy \$102M DOL and \$225M Navy Contracts.
- Negotiated AT&T teaming alliance on Treasury TMAC; won \$1.4B total award, \$300M for CSC
- Manager of Business Development: restructured pricing algorithms to transition from commercial into federal markets; won 12 multi-year contracts to produce \$370M during contract life.
- o Managed network operations (Satellite, Fiber Optic, Microwave, Terrestrial) bandwidth allocations.
- Negotiated \$7M Communication Network Cost Dissallowance with DCAA into \$500K Settlement
- Negotiated purchase/ development of land that became Lang Ranch and Woodside Village
- CFO/Land Acquisition Director at Environmental Developers Inc.: co-developed senior living concept
- o Co-Developed Martin Marietta's strategic plans to enter Commercial Systems Integration Market
- Co-Developed CSC's Plan to Restructure and enter the New Commercial Systems Integration Market
- o Developed methodology to value loan portfolio, prior to resale, for Security Pacific Mortgage Corp.
- Purchased and rezoned land for B. B. Andersen Development Co. HUD housing projects.
- o Provided acquisition, strategy, investment support for start of Trans Union Credit Reporting Corp.
- o Provided strategy and build-up for IPO of Ecodyne Corp.
- o Co-developed TMA's Commercial Loan Workout Officer's Training Program
- Developed World Bank Training Course: Western Turnaround & Equity Capital Investing Techniques

PUBLISHED WORKS

Topics:

- o Is Your Company In Trouble?, Early Warning Signs Pinpoint Business Troubles
- o All Leaders Are Not Created Equal: Change Leadership Style to Impact a Turnaround
- Turnaround Management and Equity Investing Techniques
- Working With Turnaround Professionals to Preserve Value
- o Value Creation Model: Built to Sell
- Mining Value From Distressed Companies. Building Value Investors Want To Invest In
- o Recover, Preserve, and ReBuilding Value in Troubled Companies
- o Asset and Investment Recovery
- o Phases and Actions in the Recovery and Turnaround Process
- o Investing in Underperforming Distressed Troubled Companies: Looking For the Exit
- A Rx to Renewed Health and Asset Recovery
- o Bring Them On Board: Benefits of Interim Managers and Executives
- o Benefits of Outside Advisors & Directors: Six Ways to Impact Business Growth
- Mission Possible: Set Strategy: Six Questions Your Mission Statement Should Answer
- Incentive-Based Management to Get Results: Show Them The Money
- o Defense Conversion, Myth or Mystery?
- o How to Restructure a Defense Contractor
- Overview of the Turnaround Management Profession: How to Work With Turnaround Specialists
- o The Transferable Skill Set: Expanding the Role of Corporate Renewal Professional
- o Force of Personality: The Value Behind a Complete Turnaround
- o Recognizing the Need For Change: Crisis Prevention In Transition
- o Charting The Process Of Renewal
- o Raising Money In Tough Times: Easier Than You May Think

Select Publications:

0	Buyouts Magazine	0	Director's Monthly	0	Smart CEO Magazines
0	Strategic Finance Magazine	0	Directorship	0	Mergers & Acquisitions
0	Valuation Issues Magazine	0	The Corporate Board	0	The Journal of Private Equity
0	Institutional Investor	0	Shareholder Value Magazine	0	Financial Executive Magazine
0	Venture Capital Guide	0	Military Engineer	0	Successful Restructurings
0	New Jersey Lawyer	0	BMDO Update	0	Dow Jones Bankruptcy Review
0	ABF Journal	0	The Fabricator	0	Printing Impressions Mag
0	InterimCEO News	0	Secured Lender	0	Print Profit Magazine
0	InterimExecs News	0	Europe Magazine	0	Journal Working Capital Mgt
0	Manage Magazine	0	International Treasurer	0	RMA Journal/ Risk Mgt News
0	Bloomberg Magazine	0	Contract Management Mag	0	Journal of Corporate Renewal
0	Commercial Loan Monitor	0	Commercial Law Bulletin	0	Others

Select Publication Quotes and Features:

- Wall Street Journal
- Washington Post
- o Warfield's Business Record
- o Success Magazine
- Bankruptcy Court Decisions
- o Journal of Corporate Renewal

- Washington and Baltimore Business Journals
- Baltimore Sun
- o Baltimore Magazine
- o Gazette of Politics & Business
- o Turnaround & Workouts Magazine
- o Others.

EDUCATION

BS, 1969, Southern Illinois University, Financial Management, Architectural Engineering Studied Design with R. Buckminster Fuller Advanced M&A Study, Kellogg Graduate School of Management, Northwestern University CTP Advanced Education, Northeastern University Big 4 Audit Training

Language: Native English

Nationality: USA

ADDITIONAL SKILLS

Goals: When entering engagement: 1) Gain control of situation, stabilize environment & jump-start the company; 2) Establish a viable plan, rebuild an enduring management team to implement that plan and save jobs; 3) Raise capital; and 4) Hire our replacement(s). Build Equity Value. Utilize client people resources whenever possible, but bring in professionals to meet specific needs.

Contacts: As Past Chairman of TMA I have built network contacts that can be used to manage portfolio companies, support turnarounds; I also know whom not to use.

Ability to evaluate situations quickly, determine viability, problems, recovery strategy, turnaround plan; then execute turn, raise money, conduct purchase or sale, and implement improvement strategies.

INTERESTS & ACTIVITIES

Memberships: Association of Interim Executives (Chairman)

Turnaround Management Association (Past Chairman)
Turnaround Management Society (Senior Fellow, Board)

TMA Chairman's Council and Founder's Council National Association of Corporate Directors

Association for Corporate Growth American Bankruptcy Institute Commercial Law League of America Outside Director for Private Companies

SUPPORTING INFORMATION

<u>www.StrategicMgtPartners.com</u> (Library) <u>http://interimexecs.org/john-m-collard</u>

Available:

Resume Summary

M&A Transaction Activity Supplement

Representative Clients and Customers Worldwide Supplement

Contact:

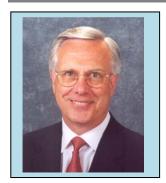
Telephone (410) 263-9100 John@StrategicMgtPartners.com

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M&A TRANSACTION ACTIVITY SUPPLEMENT



John has been involved in the negotiation of over 45 transactions, including 30 acquisitions, 4 start-ups via purchase and 11 divestitures worth over \$780M transaction value and \$1.2 B in Sales Revenue or Leased-Asset Valuation at the time of the transaction, and worth over \$500M in purchase value.

John has assessed the right type of acquisition to be a strategic fit, done candidate identification for both acquisitions and divestitures, conducted due diligence on transactions, structured transactions, and negotiated terms and conditions. He has spun-off entities, purchased and sold stand-alone entities, combined several companies into strategic entities, taken companies public,

and invested in distressed entities. He has a unique ability to assess viability in a short time period.

Transaction Industry Segments

General Industrial — Environmental treatment, manufacturing heat exchangers, water conditioning equipment, industrial hardware and fasteners, chemical metering products, industrial liquid treating products and process design.

Heavy Manufacturing — Industrial cooling towers and heat exchangers, tank car and interior lining and coating facilities, rail cars, industrial and municipal waste and water treatment.

Leasing — Automobile, trucks, aircraft, railroad locomotives, ocean going vessels, material handling, computer, construction, industrial and medical equipment.

Ocean Shipping — Fleet(s) of US and foreign flag vessels, time charters of LASH (Lighter Aboard Ship) Barges and Eurogulf containers.

Real Estate Development — Wharf and dock operations, real estate development, retirement communities, condominium complexes, golf course management, land wholesaling and development, mine cleaning to Kuwait government.

Banking and Credit Services — Credit reporting services, investment banking systems, computer services.

Import/Export — Marketing agent for broad lines of industrial equipment and supplies, food products, agent for 90 airlines and steamship companies, provider of shoreside services for carriers.

Technology & Services — Computer and peripheral manufacturing and fabrication, professional services, manufacturing software, hospital information software systems, database software, productivity tools, Natural Language interfaces, policy research and consulting, multimedia software, systems integration services, and printing and communication services. Fed'l Gov't contractors, including 8a Program participants.

A list of specific transactions available if required

CONTACT INFORMATION

Telephone (410) 263-9100 www.StrategicMgtPartners.com John@StrategicMgtPartners.com

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SELECTED REPRESENTATIVE CLIENTS & CUSTOMERS WORLDWIDE SUPPLEMENT



John has over 35 years executive and decision-maker experience in rapid growth, transition, and turnaround environments; can account for new business totaling \$950M; asset recovery of \$85M; over 2,450 jobs saved and new growth; participated in 45 M&A transactions (acquire, divest, roll-up, build-up, pool, IPO) worth \$780M transaction value and \$1.2B volume; has been party to private equity investing through co-raising/managing an \$80M privatization PE fund. Enterprises range from start-up to \$100+M. Industry expertise: Manufacturing, Job Shop Mfg, Engineering Services, Healthcare, Information Technology, Communications, Software, System Integration, Defense Electronics, Aerospace, Federal Gov't Contracting, High-Tech,

Finance, Marine Services, Real Estate Development, Construction, Commercial Printing.

Selected Representative Clients Worldwide

Electronics, Computers, Software and Communications:

CyberDyne Corporation (photonic transistors)

CyberCom (photonic telecommunications)

Delta Data Systems Corporation (computer manufacturer, secure systems)

Digital Equipment Corporation

General Electric/RCA

Hewlett Packard

Honeywell

Hoskyns Group Limited

IBM

Martin Marietta (now Lockheed Martin), Martin Marietta Data Systems

Mathematica, Inc. (Database Software, Productivity Tools)

Motorola

Oxford Software (software and productivity tools)

Tandem Computer Corporation

Health Care:

Baxter Travenol Corporation (hospital and medical supplies)

Biosys, Inc.

Hospital Information Systems Division (hospital system software)

Office of Civilian Health & Medical Program of the Uniformed Services

(OCHAMPUS)

Public Health Service

Public Hospital Automated Management Info System (PHAMIS)

Tri Services - TRIMAS Hospital Information System

TRI-PAS Patient Accounting System TRI-HIS Hospital Information System Walter Reed Army Medical Center

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TransMed, Inc.

Government Contracting, Defense and Privatization:

British Ministry of Defense

Comptroller of the Currancy

Martin Marietta Corporation (aerospace contractor)

National Aeronautics and Space Administration

Commercial Development Of Space Initiatives (CDOS)

Kennedy Space Center Office Automation System (KSC-OAS)

Telemetry Management Information System (TMIS)

National Security Agency

TEMPEST support programs

NKF Engineering (government contractor)

RJO Enterprises, Inc. (government contractor)

SRS Technologies, Inc. (government contractor)

Systems Engineering Lab

United Student Aid Fund

State Government (AK, TX, KY, IL, FL) Unemployment Departments

US Department of Defense - Army

Command Automation Management Information System (CAMIS)

Corps of Engineers Automation Project (CEAP)

LOGistics command Material Automated Replacement System (LOGMARS)

Operational Test and Evaluation Agency (OTEA)

VINT HILL - top secret Automation Project

Virtual Force Deployment Material Integration System (VFDMIS)

WEST POINT Military Academy Automation

US Department of Defense - Air Force

Automated Systems Development for the year 2000 (ASD2000)

KELLY Air Force base (#'s confidential)

Local Online Network System (LONS)

Systems Defense Initiative program support (SDI)

War Gaming module at War College

US Department of Defense - Defense Logistics Agency (ADPER)

US Department of Defense – Navy

Navy Logistics and Tactical Automated Complex (NALTOAC)

Operational Application of Special Intelligence Systems (OASIS)

Payroll Accounting and Support System (PASS)

Shipyard Technology Improvement Program (STIP)

US Department of Housing and Urban Development

US Department of Labor

Federal Employees Compensation System/II (FECS/II)

US Department of the Treasury

Treasury Multiuser Automation Contract (TMAC)

Numerous Confidential Gov't Contractors, including 8a Program participants

Light, Heavy and Process Manufacturing:

Aramco (process manufacturing)

BASF Wyandotte

Cincinnati Milicron

Cives Steel

Cummins Engine

Ecodyne Corporation (environmental water treatment)

Exxon (process manufacturing)

FMC Corporation

Graver Tank and Mfg. (Water Conditioning Co.)

Hines/Snowbridge (camping and travel equipment)

Jewel and Company, Inc.

JP Stevens

Kennametal

King Shrimp (food processing)

Lindsay Water Softener Company

Lithcote Corporation (Interior Linings and Coating facilities)

McKenzie-Ris Mfg. Corp. (heat exchangers)

Mec-O-Matic Company (chemical metering products, filters and purifiers)

NL Industries (automotive)

Pan American Industrial Screw Corporation (Industrial fasteners)

P. L. Robertson Manufacturing Company (industrial hardware fasteners)

Phoenix Forging Company (industrial tank flanges, piping)

Phoenix Manufacturing Company (Steel plate fabricating)

Plumrose (division of East Asiatic Company - food processing)

Procor UK Limited (Rail car manufacturing and leasing)

Quaker Chemical

Saudi Petrochemical Company (process manufacturing)

Shell (process manufacturing)

Shirt Xplosion, Inc.

Simon Schuster (publishing)

Sowers Printing

Trans Union Corporation (diversified holding company)

Unitech Company (Industrial Liquid Treating/Process Design)

Union Carbide

Westinghouse

Volkswagon

Manufacturing - Capital Equipment:

Fluor Cooling Products Company (cooling towers and heat exchangers)

Smith & Loveless Company (Industrial/municipal waste water treatment)

Union Tank Car Company (railroad cars)

Visicon Laboratories (photographic developers & enlargers)

Banking and Financial Services:

Annapolis Financial, LLC

Bank of America

Hartford National Bank

Kassler Mortgage Bankers

NationsBank

Mercantile Safe Deposit & Trust

Merrill Lynch

New York Stock Exchange

PNC Bank

Progressive Casualty

Security Pacific Bank

Sun Bank

Wells Fargo Bank

Xcellent Ventures

Credit Services:

Credit Bureau of Cook County, Inc. (credit reporting company)
Commercial Credit Services Company (credit reporting company)
Louisville, Kentucky Federal Credit Unions (credit reporting company)
Philadelphia Credit Bureau (credit reporting company)

Trans Union Systems Corporation (credit reporting company)

Land Development:

British Columbia Trade Company (Wharf & Dock Operation, real estate)

Environmental Developers, Inc. (Real Estate Developer)

Langmoor Corporation (Land wholesaling and development)

Sea Pines Plantation (land development)

Woodside Village Development Corporation (Land development)

Leasing:

Metrocan Leasing Limited

Trans Union Leasing Corporation

Lease-A-Plane, Inc.

Searle Leasing Company

Central Gulf Steamship Corporation (Ocean going fleet - US flag vessels)

Mammoth Bulk Carriers, Ltd. (Ocean going fleet - foreign flag vessels)

Utilities and Transportation:

AT&T

Air France

Conrail

Continental Emsco

London Transport

Manmouth Bulk Carriers

Oglethorpe Pawer

Ralph M. Parsons (oil production)

Wailuku River Hydro Power Company, Inc.

Synergics Energy Services, LLC (hydro power construction)

Import/Export:

Getz Bros. & Co., Inc. (agent for industrial equipment and supplies)
Tucor Import Services, Inc. (agent for airlines and steamship companies)

CONTACT INFORMATION

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