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Mr. Keevan has 50 years of financial accounting, auditing, SEC reporting, government contract consulting, internal investigation, litigation support, risk management, corporate governance and expert testimony experience serving corporations, boards of directors and legal counsel. He has been responsible for leading major practice groups at three international professional services firms and for the training and professional development of numerous colleagues over the years. He has served on two public company audit committees (as chairman of one) and on one compensation committee. In these capacities he has worked with company management to develop robust enterprise risk management and strategic planning processes, improve financial reporting and internal controls, enhance the organizational stature and effectiveness of the internal audit and compliance functions and strengthen communication and coordination with the independent auditors. He currently serves on the Board of Trustees of the Center for Strategic and International Studies and is a member of the Audit and Compliance Committee.

Mr. Keevan joined Arthur Andersen & Co., an international accounting firm, in December 1968. He left Arthur Andersen in November 1973 to enter private industry and was invited to return to the firm in January 1979. He was with Arthur Andersen for 28 years, 20 years (from 1982-2002) as a partner serving in a number of senior management positions, including as a member of both the Firmwide and North America Audit and Business Advisory Services Leadership Teams, Managing Partner – Government Contract Consulting Services, Managing Partner – Business Fraud and Investigation Services (North America), and Managing Partner – Strategic Alliances and Business Expansion for the Audit and Business Advisory Services Practice.

In addition to serving his own clients, Mr. Keevan was often consulted on accounting, auditing and regulatory compliance matters by other Arthur Andersen partners, particularly those whose clients were engaged in government or long-term commercial contracting activities. He was also regularly consulted by members of Andersen's Firmwide Professional Standards Group and occasionally by other public accounting firms referred to him by the American Institute of Certified Public Accountants. He retired from Andersen in 2002 when it ceased the practice of public accounting.

In June 2002, Mr. Keevan and two of his Andersen partners formed Keevan Consulting LLC which was then acquired by Navigant Consulting Inc. From June 2002 to December 2006, Mr. Keevan was a Senior Managing Director of Navigant Consulting and the leader of the firm's Government Contractor Advisory Services Practice. He also served on the firm's Disputes, Investigations and Regulatory Advisory Services Practice Management Committee.

In December 2006, Mr. Keevan and most of the professionals in his practice at Navigant joined Kroll Associates Inc., a leading international risk consulting firm, where he was a Senior Managing Director and the U.S. leader of the firm's Complex Accounting, Disputes and Regulatory Compliance Practice.

In 2010, subsequent to the sale of Kroll by its parent company Marsh & McLennan, Mr. Keevan became an independent consultant and Senior Advisor to Chess Consulting LLC, the successor to the practices he led at Andersen, Navigant, and Kroll.

Early in his career Mr. Keevan spent five years (from November 1973 to December 1978) in industry. Most of that time was with Masonite Corporation at both its corporate headquarters and as Controller of the company's Western Lumber Division. His responsibilities in those positions included financial accounting and SEC reporting, financial planning and analysis, cost accounting, capital budgeting, and merger and

acquisition due diligence. He directed Masonite's adoption of the LIFO method of inventory accounting and was responsible for developing the company's responses to accounting standards and regulatory requirements proposed by the Financial Accounting Standards Board and the SEC.

Professional Experience

Mr. Keevan's experience encompasses a wide and unique range of financial statement auditing, accounting consultation, government contracting and SEC regulatory compliance, internal controls assessment, enterprise risk management, merger and acquisition due diligence, internal investigation, litigation support and expert testimony assignments for clients in the aerospace, telecommunications, shipbuilding, heavy equipment, automobile parts, ordnance, construction, technical services, chemical, pharmaceutical, insurance, healthcare, building products, higher education, and public accounting industries, among others. Many of his clients have been companies subject to the unique business and compliance risks attendant to doing business with the U.S. and foreign governments. In this connection, Mr. Keevan directed Arthur Andersen's 1986 *Study of Government Audit and Other Oversight Activities Relating to Defense Contractors* conducted for the President's Blue Ribbon Commission on Defense Management (the "Packard Commission").

Mr. Keevan was also instrumental in initiating and supporting an effort by Newport News Shipbuilding that resulted in Section 808 of Public Law 104-106, the 1996 Department of Defense ("DOD") Authorization Act. The purpose of Section 808 was to provide an incentive for contractors to diversify into new commercial markets at a time when many were experiencing a significant reduction in their core business due to substantially reduced defense spending. By expanding their business bases contractors were able more fully to utilize their facilities and retain key technical capabilities and personnel. This, in turn, enabled the DOD to preserve critical defense production capabilities and to benefit from the absorption by commercial business of fixed costs that would otherwise have been allocated to DOD contracts.

Mr. Keevan works with senior management, corporate boards and their legal counsel in conducting internal investigations and responding to government audit reports, inquiries, and investigations. Such matters have included, for example, alleged violations of the False Claims, Truth in Negotiations, and Foreign Corrupt Practices Acts, and compliance with GAAP, SEC, PCAOB, Federal Acquisition Regulation and U.S. government Cost Accounting Standards requirements, and the misappropriation of company assets. He provided expert testimony in many of these matters. His experience also includes providing accounting and related services to the Independent Monitor appointed pursuant to a Deferred Prosecution Agreement between the United States and the first major defense contractor to be convicted of a criminal violation of the Arms Export Control Act.

Mr. Keevan has assisted companies in evaluating the design and operating effectiveness of their internal controls over financial reporting, cost estimating, purchasing, and other business systems and processes. Relatedly, he assisted the Conference Board's Commission on Public Trust and Private Enterprise in analyzing and formulating its comments on selected provisions of the Sarbanes-Oxley Act of 2002 ("SOX"). Additionally, he co-authored a monograph analyzing the implications of SOX for government contractors and their independent auditors. He also co-authored an article published in the September 1, 2010 issue of *The Government Contractor* analyzing the Defense Contract Audit Agency's guidance regarding audits of contractor internal control systems, with particular emphasis on certain problematic aspects of that guidance.

Mr. Keevan has advised clients in connection with post-acquisition purchase price disputes and with respect to the establishment of and accounting for joint ventures and strategic alliances. He has also worked extensively with companies and their legal counsel on matters involving contract breach, constructive change order claims, contract termination settlement proposals, GSA schedule contracting, patent infringement litigation, alleged antitrust violations, tax-related inter-company pricing disputes, data compensation under the Federal Insecticide, Fungicide and Rodenticide Act, and alleged auditing failures. His work in these areas has included detailed fact finding and data analysis, cost determination and quantification of damages, evaluation of settlement alternatives, assisting clients in preparing for negotiations, arbitration and trial, and providing expert testimony.

Mr. Keevan has testified as an expert in the United States Court of Federal Claims and in other courts, before the Armed Services Board of Contract Appeals, in NATO and other arbitration proceedings, and in numerous depositions. He also testified before the Subcommittee on Oversight and Investigations of the U.S. House of Representatives Committee on Energy and Commerce. That testimony was on behalf of Stanford University.

Education, Certifications, Professional Activities, and Affiliations

Mr. Keevan received a Bachelor's degree in accounting from the University of Akron in December 1968. He is a Certified Public Accountant and is licensed in Virginia, Maryland and the District of Columbia. He is also a Chartered Global Management Accountant. He is a member of the American Institute of Certified Public Accountants (the "AICPA"), Virginia Society of Certified Public Accountants, Greater Washington Society of Certified Public Accountants, and the National Contract Management Association, of which he is a past member of the Executive Advisory Council. He is also an

associate member of the Public Contract Law, Business Law, Litigation, Criminal Justice and Antitrust Sections of the American Bar Association (the "ABA") and has served as Vice Chair of the Accounting, Cost and Pricing Committee, the Strategic Alliances, Teaming and Subcontracting Committee and the Contract Claims and Disputes Committee of the Public Contract Law Section of the ABA. Additionally he is a member of the National Association of Corporate Directors and of Financial Executives International ("FEI"). He is a former member of FEI's Committee on Government Business.

Mr. Keevan served for six years on the AICPA Defense Contractors Committee, for three years as the Committee's first Chairman. He also served on the AICPA Government Contractors Guide Special Committee and is the principal author of the original auditing chapter of the AICPA Audit and Accounting Guide, *Audits of Federal Government Contractors*. Thereafter, he regularly participated in updating subsequent versions of the Guide. He has also co-authored articles dealing with various government contract accounting and related matters and has twice been an AICPA nominee to the Cost Accounting Standards Board. He has spoken on financial accounting, cost accounting, corporate governance, and regulatory compliance matters at conferences and seminars sponsored by the ABA, Federal Bar Association, Boards of Contract Appeals Bar Association, California Society of CPA's, Electronics Industries Association and other groups and organizations. He has served as an instructor for the "Masters Institute in Government Contract Costs" and "Cost Accounting Standards" courses presented nationally by Federal Publications, Inc. Additionally, as a public company board member and audit committee chairman, he has been a speaker on webcasts and other programs sponsored by two of the "Big Four" accounting firms. He is a member of the Advisory Board of "Government Contract Costs, Pricing & Accounting Report" published periodically by Thomson Reuters.

Board Memberships

Mr. Keevan serves on the Board of Trustees of the Center for Strategic and International Studies, a bipartisan non-profit international policy institution focused on defense and security; regional stability; and transnational challenges ranging from energy and climate to global development and economic integration. He was a director of DeVry, Inc. (now Adtalem Global Education) a global provider of education services, from 2005 through 2013. He served as Chairman of the Audit and Finance Committee and a member of the Compensation Committee of the board. He also served for three years as a director of SRA International, a leading provider of technology and strategic consulting services to government organizations. He was a member of the Audit and Finance Committee. SRA was acquired by Providence Equity Partners in July 2011.