

S. Michael Dorr Attorney at Law

402 Cherrywood Court, Perkasie, Pennsylvania 18944

VITALS

Security Clearance: Top Secret Clearance (Status – Active)
Education: J.D. (Juris Doctor) – Thomas M. Cooley Law School: B.A. (Bachelor of Arts) – Old Dominion University
Military Service: U.S. Navy (Gunner's Mate): Honorable Discharge
Achievements: Distinguished and Meritorious Certificate of Appreciation issued by the DOD (Baghdad, IZ – 2009)
Letter of Recognition issued by the MOD, Baghdad, Iraq – 2009
Certificate of Appreciation for Directing 500 Million Dollar CPAF multi-service international property management contract, Kuwait – 2008
Certification: Attorney at Law (Licensed in Pennsylvania - In Good Standing)

SUMMARY

Talented and experienced Attorney with a broad level of experience in Commercial Transactions and Compliance in the public and private sectors involving property management, estate and fiduciary management, supplier relations, strategic procurement, pricing and revenue management, contracting activities, contract management, organizational and business development, Enterprise Resource Allocation, personal conflicts of interest (OCI/PCI), federal and state regulatory compliance, Employer-Employee relations, vendor development and supply chain risk management, import/export transactions, procurement, business formation, licensing, litigation, writing policy and procedures, assessing financial and regulatory risk preparing, drafting and implementing commercial contracts. Managed IDIQ and CPAF contracts from 14 million to 500 million dollars involving personnel, equipment, consumables, security, IT, construction and building materials, vehicles (land/watercraft), hospitality, health care, professional services and related support requirements.

CORE COMPETENCIES

Recognized for contributing to the significant success of diverse projects by providing effective management guidance and direction to senior executives, Board Directors and legal counsel in support of multiple high dollar international contracts involving property management, personnel and equipment. Effective with exercising personal initiative, problem solving, legal and factual analysis, building, coordinating, interacting and maintaining positive relationships with team members, clients and vendors in legal and business concerns. Possess excellent Ethical, legal knowledge and proficiency, persuasive communication, drafting and writing abilities, exceptional organizational awareness, management and professional leadership skills. Accomplished with handling a high volume of work involving multiple projects with short deadlines effectively, despite the level of stress associated with a fast-paced work environment in or out of conflict zones. Excellent analytical skills, with a strong ability to draft and review legal documents and apply legal advice to meet business needs. Diligent and thorough with working and communicating effectively with multiple internal teams as well as external parties on every level. Perform exceptionally in facilitating business development, international contracting solutions, creating and implementing compliance policies and, I am results oriented. Tactful and assertive and maintains trust and confidence at all levels under all circumstances.

PROFESSIONAL EXPERIENCE

S. Michael Dorr, Esquire Consultant Services (2012 to present)

Consultant and legal practice focused on handling and supporting general contract development, property management, vendor and supplier relations, international regulatory compliance, international contract formation, development and management, real estate, building and construction under client project development schedules.

- Provide legal advice on expanding business growth and international trade with business interests in Bermuda, Costa Rica, Ecuador, Iraq, Kuwait, UAE, the United Kingdom, Western Africa and other countries. Support client's contracting,

- procurement, marketing, product negotiation, and regulatory compliance efforts through vendors and customers in these regions and other countries. Assist with project software planning and providing details supporting critical path initiatives.
- Worked and fostered cooperation with foreign personnel where diplomacy and sensitivity to cultural differences and values were essential in resolving and facilitating positive outcomes in business operations.
- Provide guidance on Ethics and legal issues and worked with In House and outside counsel on government investigations. Assess best strategies for international business development (overhead, market status, import/exports, tariffs and regulatory fees, trade barriers, transportation, shipping, personnel considerations, privacy and related issues). Counsel clients on issues involving hospitality staff, repairmen, PMS scheduling, OSHA requirements, skilled trade agreements and administration of contracts.
- Draft International Commercial Agreements. Assess integration and stable currency considerations in contract development. Evaluate core products and competencies derivative of comparative advantage. Negotiate contracts including modifications and addendums. Prepare Non-disclosure (NDAs) and Technical Assistance (TAAs) Agreements. Monitored negotiations of agent on behalf of principals in promotion and sales of products.
- Assisted with preparation of RFI's, RFP's and RFQ's, solicitations and proposals. Create, prepare, draft and edit retail contracts. Provide counsel in support of compliant processes and licensing requirements under the law.
- Assist clients with Supply Chain Risk Management issues (vendor/supply requirements).

U.S. Government Civilian Advisor/Subject Matter Expert (2008 to 2012)

Department of Justice and State/MPRI - South Sudan, Africa

Program Manager – Regulatory Compliance (1/2012 – 4/2012)

- Supported a U.S. State Department International program administered by the Department of Justice in South Sudan from top to bottom including developing a compliance program, wrote and put in place internal program controls, supervised cross-border imports, and corrected deficiencies in pre-existing project activities including housing, security and consumables.
- Managed a multi-disciplinary, geographically dispersed team of Advisors with management and staff support; managed the flow-down of departmental targets and goals, performance management and evaluation, and workforce planning.
- Counseled the South Sudan Security Police Division under the Government of South Sudan on approaches to opportunities to enhance commercial agreements with neighboring countries. Trained personnel on ethics in contracting.
- Handled International Transactions, Internal Audit, Legal and Finance activities to ensure program effectiveness. Worked with groups, vendors and functionaries on multifaceted international contracts. Worked with multi-cultural personnel through host country agencies and international suppliers. Facilitated cooperation between government agencies and vendors. Handled Internal Audit and investigations, Legal and contract activities, created and managed internal processes, prioritized daily changes and demands. Conducted Root Cause Analysis (RCA) to identify and mitigate risks in project operations. Within 5 days of on-site arrival, identified essential elements of risk in field project procedures, operations, employee performance, corrected and revised compliance and contract deficiencies, resolved conflicts of interest (OCI/PCI).
- Managed outside counsel to address government investigations and legal issues in order to limit employer's exposure to retaliatory defense claims. Advised, worked and supported senior executives in coordination with Agency and Diplomatic leadership to support program goals and contracting efforts to develop commercial opportunities throughout South Sudan. Drafted, negotiated commercial agreements. Managed life-cycle of all contracts.
- Assessed category, classifications, exceptions and exemptions. Negotiated transportation rates, Inco terms and conditions, prepared RFI's, RFP's and RFQ's.

DynCorp International, Contingency Operations, Afghanistan

Director of Compliance and Business Conduct (6/2011 - 9/2011)

- Assessed the integrity and effectiveness of company programs in Kandahar, Afghanistan and prepared internal reports of suspected unethical methods in contracting activities, employee/personnel performance and theft. Handled regulatory compliance investigations across department lines and reported to the V.P. of Compliance and Operations Officer on investigations including, contract discrepancies, fraud, ER/EE violations/misconduct. Provided legal guidance on foreseeable illegal acts triggering government investigations. Managed and personally conducted full and thorough investigations into allegations of violations of internal corporate standards of business conduct.
- Personally identified areas of employee misconduct involving misuse of labor and government equipment, theft, discrimination, destruction of property, neglect, aiding/abetting, falsification of records, drug/alcohol abuse and miscellaneous misconduct and recommended appropriate remedial actions to delimit Employer's legal and regulatory exposure. Utilized PeopleSoft for all employee investigations and support.
- Prepared, evaluated and monitored efficiency ratings of multiple projects ongoing in each department and prepared internal reports to support ratings and/or identify deficiencies in an effort to delimit employer's legal liability and sanctions.

R4, Incorporated, Eatontown, NJ

Director Procurement - Regulatory Compliance (2/2010 – 7/2010)

- Managed all procurement activities, monitored commercial agreements and transactions involving IT, vehicle maintenance, sales and services of equipment, project management and commercial transactions. Provided legal guidance to project managers by integrating compliance procedures into the project cycle.

- Initiated Critical Path Analysis of specific Projects specifically to evaluate labor, lead times and regulatory compliance factors. Individually, wrote all procurement procedures to ensure pre-CPS audit compliance. Provided guidance and support to senior management involving commercial contracting under the Uniform Commercial Code (UCC) and federal law.
- Revised retail and commercial documents to limit employer's regulatory exposure. Trained personnel to identify FCPA and Conflict of Interest violations in contracting activities. Evaluated project transactions in Europe and Africa to identify potential violations of contract requirements and privacy disclosures. Assisted with management of contracts under multiple Task Order, subcontracts and teaming agreements. Prepared and managed NDA's, Professional Consulting Agreements and Technical Assistant Agreements (TAA's), Teaming Agreements, licensing business and hardware/software agreements.
- Designated Empowered Official with spend authority of \$1 Million Dollars. Advised and supported senior executives in decision-making and worked with staff and personnel in support of program goals.

**Department of Defense/DynCorp (MNSTC-I, MOD-AT), Phoenix Base IZ, Baghdad, Iraq
Advisor/Subject Matter Expert - MNSTC-I (3/2009 - 7/2009)**

- Lead Advisor and U.S. Subject Matter Expert assigned by the Department of Defense (DOD) to the Ministry of Defense-Iraq (MOD-I) to counsel and guide Ministry personnel on practice and theory in International Commercial Development by providing guidance on procurement activities involving construction, housing management, vehicle acquisition and maintenance, solicitation, bidding and proposal procedures, advocating approaches to qualify local vendors for bid purposes and to bring import/export processes into compliance. Provided guidance on commercial contract formation, drafting, negotiating and management of commercial and international agreements, and formation of Request for Proposals/Quotes/Information (RFP's, RFQ's, RFI's).
- Awarded a Letter of Appreciation from the Ministry of Defense, Government of Iraq for creating Standards of Ethics for use by MOD-I personnel in commercial contracting activities.
- Awarded a Meritorious Certificate of Appreciation by the Department of Defense for Initiating and Implementing Organizational Management Procedures to ensure Staff was equipped with requisite skills in compliance with contract requirements.
- Provided daily briefings to Supervising Leads involving status of value-added in field work involving contracting activities, administration and compliance. Worked with foreign personnel where diplomacy and sensitivity to cultural differences and values were essential in resolving and facilitating positive outcomes.

**Olgoonik Management Services, LLC, - Arlington, Virginia
Director of Procurement and Materials – Regulatory Compliance (12/2008 – 2/2009)**

- Directed operations at 3 overseas camps in the Middle East and Southeast Asia under the Department of State (DOS) Anti-terrorism Assistance Program (ATAP). Worked with foreign personnel where diplomacy and sensitivity to cultural differences and values were essential in resolving and facilitating positive outcomes on multiple levels. Managed project objectives to achieve optimal results and timely deliverables. Monitored all procurement, contracts and transactional licensing activities. Managed all international contract transactions. Facilitated team-work between departments.
- Worked with Global Security firms, security management and owners in facilitating contracts for investigative services, forensic support and force protection in overseas locations. Interacted with internal/external customers, foreign administration, freight forwarders, customs officers and other functional areas to ensure coordination and legal compliance with all transactions.
- Drafted and implemented department procedures, commercial contracts and facilitated vendor negotiations.
- Delegated Empowered Official with spend authority of \$1 Million Dollars. Advised and supported senior executives in decision-making and worked with staff and personnel in support of program goals.

**Combat Support Associates, Ltd., - Kuwait City, Kuwait
Director of Procurement – Regulatory Compliance (7/2008 - 11/2008)**

- Managed the \$500 million Cost-Plus Award Fee (CSAF) Combat Support Services Contract (CSSC-K) in Kuwait. Managed all International commercial contract development where acquisition involved 60% to 80% of business outside the USA. Handled the overhaul of the Department's policies and procedures resulting in a significant monetary award increase to employer.
- Awarded a Certificate of Appreciation by CSA for Exceptional Performance and Leadership as Director of Procurement.
- Delegated Empowered Official with spend authority of \$5 Million Dollars. Advised and supported senior executives in decision-making and worked with staff and personnel in support of program goals.
- Counseled senior executives and Board Directors on International commercial law, conventions, statutes and regulations, Ethics in contracting, Federal Law and the anti-bribery provisions of FCPA in application to contracting in foreign markets.
- Successfully directed and managed the company's Contract Purchasing System Review (CPSR) under DCMA/DCAA audit.
- Led and guided a 35 member team in the wholesale overhaul of the company's contract processes, completing all project tasks with a 25% reduction in projected time while achieving 100% accuracy in project deliverables.
- Assessed department capabilities, identified gaps, redundancies and initiated effective solutions under Federal law to limit, company's legal and regulatory exposure. Assisted in managing regulatory relationships with Federal Agency personnel throughout internal audit and investigation phases. Briefed Leadership daily. Facilitated coordination between departments.

- Responsible for contract formation, drafting, negotiating and managing commercial and international agreements; Reviewed, prepared and implemented Request for Proposals/Quotes/Information (RFP's, RFQ's, RFI's);
- Handled and managed new construction development and supervised construction personnel, property maintenance staff, assessed and processed HR requests, hired and trained staff, coordinated staff scheduling, prepared work schedules and assigned project duties to department personnel.
- Responsible for operations and supervision of food preparation, equipment acquisition, inventory and audit control, personnel hiring and firing, budget assessments, projections and property management. Drafted, reviewed, negotiated and administered a wide variety of commercial transactions and agreements. Assessed security and risk, licensing liability, impact of services and surrounding circumstances.

Kellogg, Brown and Root, - Iraq
Senior Subcontract Administrator (2/2008 - 7/2008)

- Managed and administered 3 subcontracts under a \$45 million dollar LOGCAP III Task Order. Monitored global import logistics of products and services. Managed daily food preparation for over 10,000 customers daily. Facilitated subcontract development, negotiation, management and administration. Responsible for operations and logistics of food preparation, equipment acquisition, inventory and audit control, personnel hiring and firing, employee training, managing supervisors, payroll and accounting compliance, record keeping, budget review. Managed life-cycle of each subcontract. Managed over 350 staff employees including work crew leads front line management and laborers.
- Worked with all employees on multiple levels where diplomacy and sensitivity to cultural differences and values were essential in resolving and fostering cooperation on multiple commercial levels.
- Monitored suppliers and vendors performance requirements for repeat transactions for international long-term supply of goods/services for integration into clients contracted products under an IDIQ contract. Performed audit, property inspections and drafted internal audit reports. Conducted audits and inventories and daily usage at multiple facilities. Identified discrepancies and resolved deficiencies. Supervised and implemented daily administrative tasks and assessed payroll submissions weekly. Responsible for ordering and purchasing supplies/consumables, training and scheduling staff daily. POC for all employees, management and supervisory personnel in two locations. Direct responsibility for sourcing suppliers and vendors. Reorganized and streamlined mediocre operations to enhance efficiency and customer satisfaction.
- Prepared work and actions plans, handled solicitations, RFP's, RFQ's, RFI's, managed milestones against key performance indicators (KPI's), prepared monthly expense reports, compiled SAP data, monitored deliverables and due dates, and identified key dependencies, resolved employee disputes. Monitored all supply chain operations and worked with vendors to streamline processes.
- Executed operational program assessments to identify inefficiencies with staff, work process flows, product acquisitions and initiated corrective measures.

Progressive International Consultants (P.I.C.), - Pennsylvania
Attorney/Legal Advisor (1991 – 2002): Consultant (2003 – 2005)

- Provided legal counsel to P.I.C. in support of business clientele involved in commercial contract development, real estate and property management, due diligence to support commercial transactions.
- Provided guidance and direction to Estate Management clients involving standards of service in accordance with contract requirements, daily upkeep, facilitation and upgrading of systems, security and monitoring of personnel duties and performance requirements involving hospitality, employment expectations, care and upkeep, internal and external maintenance and related requirements. Conducted audit oversight on million dollar management contracts.
- Assessed property management agreements involving sales, leasing, refurbishing, renovation, employment and professional service agreements including administration, handled and provided oversight on all terms involving skilled labor performance, completion dates, security, vehicle maintenance, construction development, hiring and training staff, household systems. Prepared, drafted and edited management policies and procedures in accordance with client requirements.
- Managed all Project management activities including contract negotiation, bid analysis, cost estimate evaluation, schedule review, budget control, procurement, supply chain and vendor risk issues, expediting, progress reports and legal compliance. Reviewed, prepared and implemented Request for Proposals/Quotes/Information (RFP's, RFQ's, RFI's).
- Responsible for contract formation, drafting, negotiating and managing a wide variety of commercial and residential property Agreements. Negotiated strategic alliances with multiple parties on varied contracts and projects.
- Managed all legal work, established and enforced legal department policies and processes. Managed, outsourcing, offshoring and alternative sourcing, insurance and bonding, INS visa requirements, license and compliance permits applications, liaison with pertinent financial and appropriate government personnel in international monetary and material transfers.

Defended and protected clients and worked with outside and In House counsel against legal claims involving potential violations of federal law.

- Initiated review of client's business processes through internal investigations (RCA and Audit) and identified areas of strengths and weaknesses leading to recommended integration of appropriate remedial actions.
- Worked and fostered cooperation with foreign personnel where diplomacy and sensitivity to cultural differences and values were essential in facilitating positive legal outcomes.
- Identified and categorized weaknesses in employee job performance and detailed steps to implement corrective actions including management leadership training, renovate deficient employment policies and implement ethics coaching.
- Assisted with developing Best Strategies for expanding business growth in Bermuda, Colombia, Italy, Kuwait, Turkey, United Kingdom Europe and the United States and exercised due diligence in assessing variations in other International markets.

Consultant/Broker Finance and Banking Florida and Virginia (9/2005 – 1/2008)

- Counseled and assisted clients with facilitating myriad business and project opportunities including retail, construction, IT, equipment and vehicle sales, land use and commercial and residential real estate development, business restructuring. Sourced financing for clients through primary and 3rd party transactions including secured, unsecured, subsidized loans, mortgages, hard money, asset/equity leveraging, creative financing, demand, corporate bonds, working capital. Prepared multiple LOCs (letters of credit) involving commodities and equipment in commercial international transactions. Assisted clients with issues involving wealth management and private banking issues.
- Studied, analyzed and implemented corrective actions concerning financial and real estate transactions which appeared suspicious or questionable. Reviewed and evaluated financial documents, initiated background searches, evaluated results.
- Conducted and provided assessments and analysis through delivery of effective products (assessments/analysis reports) clarifying multi-tiered financial arrangements involving multiple parties and vendors in national and foreign markets.
- Provided direction to clients involving compliance issues involving fraudulent and Anti-money laundering transactions, Off-Shore Banking requirements including application and account processing and background compliance requirements, foreign customs, commercial business development in overseas markets, privacy issues, tax issues, foreign exchange controls and TCSP's (Trust and Company Service Providers).
- Prepared commercial/financial documents, legal endorsements etc., correspondence, ad-hoc reports on legal/commercial, real estate and business documents, contracts involving buy, sell, LP real estate agreements, addendums, NDA's (non-disclosure agreements,) TAA's and end-user agreements.

Law Offices of Dorr and Dorr, Pennsylvania Attorney/Legal Advisor (1987 - 1991)

- Managed a staff of 7+ personnel and supported their career development.
- Counseled clients in a wide variety of civil matters including real estate and property management, Employer/Employee relations, business development, commercial contract formation, development, life-cycle and compliance, Federal and State regulatory compliance and Ethics, procurement, acquisition, Vendor development and monitoring supply chain activities, internal audit, representation of Security and business interests, Tax and IRS audits, corporate development and management review. Extensive litigation and trial experience. Assisted clients with internal investigations involving employee misconduct including theft, misuse of company property, assault and various forms of misconduct in the work-place.
- Provided legal support for projects involving construction, renovation, new business development and ventures, corporate formation, franchise expansion, commercial acquisitions (transportation, consumables, equipment, and products).
- Created, developed, edited and implemented a wide range of contracts, Non-Disclosure Agreements, Privacy and Technical Assistance Agreements, Corporate Integrity Agreements and negotiated terms, conditions and contract requirements.
- Provided guidance to clients involving property and Estate management contract requirements including building, construction, architectural development, licensing, zoning, sub-development, real estate sales and purchasing, smart house design systems, environmental systems including auxiliary power back-up systems, solar, generator and insulation.
- Counseled clients in adaptive project management steps involving new construction, building maintenance procedures, refurbishment and renovation.
- Prepared, drafted and edited property management contracts inclusive of each client's specific requirements. Administered and monitored contractual performance under each contract.
- Provided oversight and management of multiple properties.
- Prepared, drafted and managed multiple consumer contracts for commercial clients in the hospitality industry including employee duties, vendor development and acquisitions, procurement and strategic purchasing requirements, supply chain compliance, marketing, operations, logistics, accounting, staffing and delivery of products and services.

- Counseled and initiated root cause analysis (RCA) and SWOT analysis on each management system and identified weaknesses and strengths of terms, conditions and monitored oversight by conducting field inspections and review.
- Reviewed company policies and procedures involving employee misconduct and coordinated investigations with authorities to identify and confirm illegal behavior. Integrated corrective procedures into company policies to anticipate and avoid repeated violations of misconduct. Provided guidance and direction on HR policies and procedures, budget development and compliance.