

Exhibit 1



MOUND COTTON WOLLAN & GREENGRASS

Counsellors at Law

JAMES VEACH

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Experience

Thirty-plus years experience representing run-off managers and investors, property/casualty and life/health insurers and reinsurers, underwriting syndicates, pools, associations, captives, brokers, agents, reinsurance intermediaries, receivers, and other insurance/reinsurance entities.

Former trial attorney with the Manhattan District Attorney's Office and an ARIAS-U.S. certified reinsurance arbitrator, now concentrating on the purchase/sale of insurance run-off business, government relations, reinsurance contract wording and reinsurance disputes, insurance company insolvencies, and insurance regulatory compliance.

Current and Recent Work

- advised parent of New York-domiciled property insurer with respect to NY requirements for reductions in force and the maintenance of in-state offices;
- obtained acquisition of control approval for mutual fund purchasing shares in a NY-domiciled insurer;
- oversees the dissolution and voluntary run-off of a pool of property/casualty insurers;
- advised on the commutation of a reinsurance program with a liquidated New York insurer;
- drafted an automobile total loss protection program and obtained a determination from the NY Department of Financial Services that the program did not constitute insurance;
- advised long-term disability insurer writing in 50 states with respect to third-party administrator licensing;
- advised owner of a fifty-state, multi-line property casualty insurer with respect to efforts to complete the insurer's decade-long rehabilitation;

- represented purchaser of a multi-line property-casualty insurer that provides property and casualty coverage for farming-related small businesses;
- represented potential purchaser of a medical malpractice insurer subject to an order of rehabilitation;
- led lobbying effort against Michigan Public Act 61 (enacted in April 2010) that amends Michigan Holding Company Act with respect to the acquisition of control of certain Michigan-domiciled property/casualty insurers;
- represented publicly-traded U.K. corporation with respect to the purchase of a U.S. reinsurer in run-off;
- represented London reinsurers in an arbitration/liquidation/commutation of reinsurance with a pool of U.S. property/casualty insurers;
- advised U.S. life/health agents with respect to licensing and related issues in all fifty states;
- advised a hedge fund with respect to investments in life companies that underwrite long term care;
- represented insurer/reinsurer in conjunction with its New York Superintendent-approved, mass-commutation plan (New York Regulation 141);
- represented international independent loss adjusting firm with respect to investigations into licensing infractions in various states;
- represented professional reinsurer with regard to successful New York Superintendent-approved commutation plan that avoided an insolvency proceeding (and advised on subsequent sale of reinsurer);
- appointed as appraiser in dispute over wind turbine farm business interruption claim; and
- obtained a zero-sum award in favor of a pool of property/casualty retrocessionaires in reinsurance arbitration involving asbestos and environmental losses.

Recent Speaking and Writing

- Author, *Health Republic's Curious Liquidation* (Parts 1 and 2), Law360 (Insurance) (June 21, 22, 2016)
- Speaker: Captive Insurers and Receivership at the American Conference Institute's 4th Annual Advanced Forum on Captive Insurers (May 2-3, 2016) and presented a paper: *Captive Insurers and Receivership: A Dozen Vignettes About Captives Involved in, Subject to, or Affected by Insurer Insolvency (or Bankruptcy) Proceedings*
- Author: *New York's Six-year Statute of Limitations Bars Liquidator's Reinsurance Recovery*, Mealey's Litigation Reports: Reinsurance (December 20, 2013) and Insolvency (January 2014)
- Speaker: *Unclaimed Life Insurance Benefits and Annuity Proceeds: New York's State of Mind*, ACI Life Insurance and AD&D Claims and Litigation Conference (July 29, 2013 at the Carlton Hotel, New York, NY)
- Panel Participant: *HarrisMartin Superstorm Sandy Insurance Coverage Litigation Conference* (June 26, 2013 at the Borgata Hotel and Casino, Atlantic City, NJ)

- Speaker: *Sandy: Mediation Variances in NY, NJ, and CT*, Intermediaries and Reinsurance Underwriters Association Mini-session – Complex Claims and Navigating Sandy (June 12, 2013 at the Graduate Center, CUNY, New York, NY)
- Speaker: *Hurricane Sandy and Insurance Circular Letter #8*, Insurance Committee, New York County Lawyers Association (November 27, 2012 at Battery Park Plaza, New York, NY)
- Author: *Superstorm Sandy, the NY SFP and Circular Letter #8*, ABA Tort Trial and Insurance Practice Sections Insurance Regulation Committee Newsletter (Winter 2013) at 10-11 (ABA Tips Insurance Regulation Newsletter)
- Speaker: *Unclaimed Property: The Necessary Due Diligence to Locate Beneficiaries and Check the Social Security Index*, ACI Litigating Life Insurance and Annuity Claims (July 30-31, 2012 at the Flatotel, New York, NY)
- Author: *New York DFS Promulgates Unclaimed Life Insurance Benefits and Policy Identification Regulation (Regulation 200)*, ABA TIPS Insurance Regulation Newsletter (Summer 2012)
- Speaker: *Rhode Island's Break Through Solvent Scheme and its Effect in the U.S. Receivership Market*, Solvent Schemes – HB Litigation Conferences, Latest Developments in the UK and US and the Impact on Policyholders and Insurers (January 24, 2012 at The Downtown Association, New York, NY)
- Author: *NAIC Summer Meeting Canceled: It's (Not) Always Sunny In Philadelphia*, HarrisMartin Reinsurance (September 26, 2011)
- Speaker: *The GRID: National Association of Insurance Receivers' (NAIC) Database Project*, ARC Legacy's Insurance and Reinsurance Breakfast Forum (June 22, 2011 at the London Underwriting Center, London, England)
- Author: *NAIC Spring Meeting in Austin: Air Leaves the Balloon*, Mound Cotton Wollan & Greengrass Newsletter (Summer 2011; Issue 03, Vol. 19)
- Co-Interviewer: *The NAIC's Global Receivership Information Database (GRID): A Consumer-friendly Resource for U.S. Insurance Receiverships*, AIRROC Matters, Insolvency Special Edition (Summer 2011, Vol. 7, No. 2)
- Speaker: *Outline of a Commutation Agreement*, IAIR Technical Development Series 2; Reinsurance (June 10, 2011, MGM Grand Hotel, Las Vegas, NV)
- Author: *Proposed Merger of New York's Departments of Banking and Insurance: Mum's the Word from the New York Insurance Community*, AIRROC Matters (Summer 2011 Supplement)
- Speaker: AIRROC/R&Q Commutations and Networking Event Educational Sessions (October 18, 2010 at The Hilton, East Brunswick, NJ): *Closing Remarks and Wrap Up*
- Speaker: AIRROC Membership Meeting (July 15, 2010, New York, NY): *Run-Off, (State Insurance) Regulation, and "Reform?": Observations from Denver (NAIC Spring Meeting) and Elsewhere; see AIRROC Matters: Rendez-vous Special Issue, Plea for More Legislative Action*, p. 29 at AIRROC.org
- Speaker: National Alliance of Life Companies Spring Conference (April 14-17, 2010 at Kiawah, South Carolina). Spoke and presented paper: *Restructuring Mechanisms, Solvent Schemes & An NAIC White Paper: U.S. Regulators Consider Alternatives to Traditional Receiverships*

- Panel Member/Speaker: American Conference Institute's 6th Annual Advanced Forum on Reinsurance Agreements (April 27-28, 2010 at the Carlton Hotel, New York, NY). Spoke on a panel with James Foster, Senior Vice President, Everest Re, and Barry Leigh Weissman, Partner, Sonnenschein, Nath & Rosenthal, LLP on Access to Records Clauses, Confidentiality, and Privilege and presented paper: *Access to Records in the Electronic Era: Good Faith Meets Google*
- Author: *Michigan Holding Company Act Amendment (Effective April 30, 2010)*, ABA Tips Insurance Regulator Newsletter
- Panel member/speaker: HB Litigation Conferences: Solvent Schemes -- Latest Developments in the U.K. and U.S. and the Impact on Policyholders and Insurers (January 26, 2010 at 30 Rockefeller Plaza, New York, NY). Panel member: Solvent Schemes in the U.S.; presented paper: *NAIC's Alternative Mechanisms White Paper: A Foot in the Door, Canary in the Coal Mine, or Something Else?*
- Panel Member: AIRROC/Cavell Commutation Event Rendez Vous (October 19, 2009); *Commuting Reinsurance Agreements Before, During, and After Sale of Run-Off Business* (see also summary in AIRROC Matters, Special Issue, December 2009, p. 37)
- Author: *Cash for Clunkers/Clunkers for Cash: Commuting in the Context of a Buy/Sell*: presentation during AIRROC Rendez-vous at Meadowlands Hilton, East Rutherford, NJ (October 8, 2009);
- Author: *Confirming Confidential Arbitration Awards in "Open Court" (Part II): New Cases, New Rules, and the Electronic Docket Make It Tougher to Seal*, Mealeys Reinsurance (June 5, 2009)
- Author: *The New "Three R's": Regulators, Run-off and Restructuring Mechanisms*, Association of Insurance and Reinsurance Run-off Companies (AIRROC) Matters, (Spring 2009)
- Speaker: American Bar Association Tort Trial and Insurance Practice Section (TIPS) Conference: Insurer Receivership & Run-Off: The Next Level (June 4-5 2009, Crowne Plaza Times Square Hotel, New York, NY); topic: *NAIC Considers Restructuring Mechanisms for Troubled Companies*
- Speaker/Moderator: Advanced Forum on Reinsurance Agreements (April 30-May 1, 2009, The Carlton Hotel, New York, NY); topic: *Using Arbitration/Dispute Resolution Clauses that Anticipate Disputes -- and Facilitate Resolutions Later*
- Speaker: ACI's Advanced Forum on Run-off and Commutations (March 25-26, 2009, The Helmsley Park Lane Hotel, New York, NY); topic: *NAIC Looks at the World of Run-off and Considers Restructuring Alternatives to Formal Insolvency Proceedings*
- Speaker: National Association of Life Companies 2009 Spring Conference (April 22-25, 2009, Hyatt Regency Coconut Point, Bonita Springs, FL) Topic: *State v. Federal Regulation of Insurance and The Violent Crime Control Act of 1994: a (political) connection?*
- Presenter/Interested Party: National Association of Insurance Commissioners (NAIC) Restructuring Mechanisms for Troubled Companies (E) subgroup; attended NAIC quarterly meetings in San Francisco (Summer 2008), District of Columbia (Fall 2008), Grapevine, Texas (Winter 2008), San Diego (Spring 2009), Minneapolis (Summer 2009); District of Columbia (Fall 2009); and San Francisco (Winter 2009)
- Author: *The Eye of the Storm: NYID's Chief Economist and Head of Liquidation Bureau Speak on Meltdown, Cleanup*, Association of Insurance and Reinsurance Run-Off Companies (AIRROC) Matters, Special Rendez-Vous Issue (October 2008, Sheraton Meadowlands, East Rutherford, New Jersey); see AIRROC.org

Reported Decisions

- Recent and reported cases - Appendix A

Employment

Mound, Cotton, Wollan & Greengrass (formerly Rein, Mound & Cotton) 1983-present
(New York City office); began in October 1983; partner in January 1987

New York County District Attorney's Office (1978-83): Tried many felony trials in Supreme Court, New York County. As member of Appeals Bureau, argued more than a dozen appeals in Appellate Division, First Department, and prepared and argued appeals to New York Court of Appeals and the U.S. Court of Appeals for the Second Circuit

Kreindler & Kreindler (1974-78) New York, NY: Represented plaintiffs in products liability cases arising from international and domestic air crashes.

U.S. Peace Corps (1970-1972) Togo
Only non-Togolese instructor in the public schools in Nuatja, Togo.

Education

New York University School of Law, LL. M. in International Legal Studies (1981)

New York University School of Law, J.D. (1974); (Board of Editors, Journal of International Law & Politics, 1973-74)

Vanderbilt University, *cum laude*, Honors in History (1969)

Admitted

New York
New Jersey
United States Supreme Court
United States Court of Appeals for the Second Circuit
All United States District Courts in New York
All United States District Courts in New Jersey

Organizations

New York State Bar Association
New York County Lawyers Association
American Bar Association
International Insurance Society, Inc.
Publications Committee, Association of Insurance and Reinsurance Run-Off Companies
ARIAS-U.S. (certified arbitrator)
International Association of Insurance Receivers
National Peace Corps Association
Adjunct Professor, Fairleigh Dickinson University