

Daniel A. Cotter

SUMMARY

An energetic, “hands on” senior legal executive and leader with more than fourteen years of legal experience in-house and at a major law firm. Accomplished in leading and managing by example and successfully implementing complex business transactions and plans. Extensive legal experience and skills in M&A, complex transactions, regulatory and compliance, litigation, IT, HR, real estate and other disciplines. Act as lead regulatory liaison and contact with regulators. Prior to becoming a lawyer, spent more than five years as an accountant working for an insurer and earned the CPA designation.

EXPERIENCE

Lindemann LLC, Downers Grove, Illinois

May 2010 to Present

- Chair, Corporate, Transactional and Regulatory/Compliance Group

Providing outside general counsel advice and counsel to insurance groups with US, London and Bermuda presence. Recent assignments include advising on punitive damages insurability, premium tax questions, and licensing issues.

Argo Group US, Inc., Chicago, Illinois

July 2005 to April 2010

- Vice President and Deputy General Counsel, Argo Group US (Eff. 7/8/07)

Responsible for regulatory and general legal advice and counsel to Argo Group US, a \$1+ billion premium insurance group, on all aspects of operations, including advising on new product development and relationships and negotiating and advising on M&A transactions, including the merger with PXRE, acquisition of two agencies in 2008 and a number of large MGU and program agreements/acquisitions.

Acted as General Counsel to Argo Commercial Specialty, a \$500+ million underwriting unit of commercial specialty niches, as well as provide general counsel advice to our E&S Group.

Responsibilities include dispute negotiation and resolution, HR, IT, complex contract negotiations and drafting, and general legal advice.

- Developed and implemented plan, after obtaining regulatory approvals, to restructure affiliated reinsurance arrangements and overall capital and asset structure. Process included redomesticating three companies and implementing an entirely new reinsurance structure, resulting in one company obtaining a raised A.M. Best rating.
- Support various startup units, including Argo Pro and Argo Surety; supervise a staff of legal, underwriting, records retention and filing personnel.
- Advise Argo senior management on transactions, regulatory and business matters, including acting as primary counsel on all insurance operations, IT, reinsurance, treasury and finance functions. Review, advise on, and execute all external reinsurance treaties.
- Lead efforts on IT enterprise negotiations/consolidation, savings > \$3 million in 2006-09.

Unitrin Services Company, Chicago, Illinois**Mar. 2000 to June 2005****-Senior Counsel, Assistant Secretary and P&C Liaison – Promotion received July 2003**

Day-to-day responsibility for legal advice and activities of three operating company counsel and responsible for overall supervision and implementation of all legal aspects of the \$2.0 billion P&C operations, including holding company filings. Acted as general counsel for two business units with combined annual revenue of \$800+ Million. Helped on miscellaneous SEC filings, including proxies, 10Q's and 10K's, and 8K's.

- Provided legal due diligence and advice on, and negotiated and drafted, various acquisitions, including leading on \$700 Million Kemper transaction and purchase of three insurance shells.
- Provided all aspects of legal support for a startup operation, including obtained certificates of authority in various jurisdictions and negotiating real estate lease and systems' licenses.

CNA, Chicago, Illinois**Dec. 1996 to March 2000****- Director & Counsel III– Promotions received December 1997 and December 1998**

Served as general counsel for Y2K project (\$60 million overall budget), as well as general counsel to the startup CNA Warranty unit, the Construction Defect and Global Runoff groups. Served as the e-commerce advisor to CNA. Worked with General Counsel on budgeting and planning.

- Negotiated and drafted: various acquisitions and other related transactions; numerous IT contracts; and numerous consulting services, administration, and marketing agreements. Provided due diligence and advice and negotiations on various acquisitions.
- Served as the general counsel on all Y2K issues, including: drafting policy and endorsement wording; presenting regular legal status and developments to senior management and members of board; developing underwriting, communications and claims strategies; testifying before, and meeting with, insurance departments on Y2K.

Lord, Bissell & Brook, Chicago, Illinois**Jan. 1995 to Nov. 1996****- Associate**

Responsible for all aspects of litigation, including the review and analysis of pleadings and formulation of strategy, preparation of discovery, research and substantive pleadings and legal memoranda, argument of material contested motions, taking and defending depositions, pre-trial settlement conferences and other settlement negotiations and agreements.

- Handled cases in personal injury defense, professional liability and general liability coverage, and construction, with emphasis on professional liability, especially life insurance agents – more than 150 life E&O cases.
- Drafted briefs and successfully argued insurer “other insurance” disputes on novel theory.

CNA, Chicago, Illinois**June 1988to Dec. 1994****-Paralegal – Promotion received June 1994****Oct. 1993 to Dec. 1994**

Responsibilities as paralegal included assisting in subpoena compliance, coordinating life lawsuits with outside counsel, completing legal research projects with primary focus on labor and employment issues, and investigating and defending employment discrimination charges.

- Participated in the research and development of position papers on more than twenty EEO-related charges that resulted in findings of no misconduct by CNA.

Worked as accountant from June 1998 to October 1993 – received several promotions.

EDUCATION

The John Marshall Law School, Chicago, Illinois, J.D., Summa Cum Laude, January 1995

- The John Marshall Law Review, 1992-95; Staff Editor, 1994
- Participant, 1994 ABA National Criminal Justice Trial Advocacy Competition

Monmouth College, Monmouth, Illinois, B.A., Accounting, Magna Cum Laude, May 1988

- Departmental Honors, Accounting, 1988; Blue Key Senior Man of the Year, 1988
- President, Mortar Board Honor Fraternity, 1986-87

OTHER LEADERSHIP ACTIVITIES

- **Leadership Activities**- John Marshall Alumni Association, 2005-Present; Edgebrook Public School, Local School Council, Chair, 2006-Present; Kendall College, Business School Board of Advisors, 2008 – Present; Monmouth College, Board of Trustees, 2009-present; personally raised \$130,000+ for mentoring
- **Bar Leadership**—Chicago Bar Association/Young Lawyers Section: Chair, 2003-04 (10,000 members; managed 100+ person Executive Council); Chicago Bar Foundation, Board of Directors, 2004-Present; Treasurer, 2009-Present; Chicago Bar Association, Board of Managers, 2003-04, 2005-2007
- **Adjunct Professor** - The John Marshall Law School, Spring 2008 – Present, “Insurance Law”; Fall 2009 and Spring 2010, “Accounting for Lawyers”
- **Frequent author and lecturer**

ACCOMPLISHMENTS/RECOGNITION

- The John Marshall Law School, Distinguished Service Award, May 2007
- The Breakfast of Champions Award, Argonaut Group, March 2007
- The Abraham Lincoln Marovitz Lend-A-Hand Program, Make A Difference Award, 2004
- “40 Illinois Attorneys Under Forty to Watch,” Law Bulletin Publishing, 2004
- Chair, Young Lawyers Section of the Chicago Bar Association, 2003-04 (10,000 members)
- The Milton H. Gray Award (Outstanding Leader), Young Lawyers Section of Chicago Bar Association, 2002
- Young Alumnus Award, Monmouth College, 2001
- The Rising Star Award, Young Lawyers Section of Chicago Bar Association, 1999