

JAMES WARREN LOVELY

Professional Experience	Independent Consultant	Nationwide
01/11 to present	<ul style="list-style-type: none">• Consultant to banks, hedge funds, family offices, energy merchants and law firms on (i) derivatives, FX, commodities and structured financial products, (ii) trading and prime brokerage documentation, (iii) law, regulation and compliance issues impacting trading, hedging, margin and collateral, and asset management activity, (iv) LIBOR/SOFR transition and (v) general corporate and financial matters.• Contract management services, including document review, template preparation, and counterparty negotiation, of ISDA, SIFMA, NAESB, EEI, FX & NDA contracts and agreements.• Provider of consulting and expert witness services to parties involved in litigation, disputes or workouts concerning financial products, derivatives, securities, commodities and secured lending.	
07/06 to 08/10	Chief Financial Officer, Juice Source, LLC	Lakeland, FL
	<ul style="list-style-type: none">• Primarily responsible for all financial, accounting, and legal functions related to this commodity distribution business, including financial modeling and projections, borrowing base certifications, negotiation of customer, supplier, and storage contracts, establishment and enforcement of customer credit lines, A/R monitoring and collection, oversight of accounting processes, cash management, and use of ICE futures market for hedging inventory.• Negotiated and managed the use and implementation of multiple credit facilities (traditional bank lines and commodity forward/repurchase facilities) secured by A/R, inventory and hedge accounts.• Determined global risk position between physical and futures/options positions daily and analyzed CFTC commitment of traders and other data for insight into certain commodity markets.• Managed all U.S. commodity inventory and orchestrated overall commodity storage and blend program for customers and company's cash and carry program.• Maintained company status as an "operator" at multiple futures contract delivery points for the Intercontinental Exchange (ICE) and oversaw utilization of the related eCOPS electronic warehouse receipt program. Primary point of contact with the ICE futures exchange.• Ensured that affiliated entities met CFTC and NFA compliance and reporting requirements for CPOs.	
03/04 to 06/06	Senior Counsel, Holland & Knight LLP	Lakeland, FL
	<ul style="list-style-type: none">• Practice concentrated on derivative products, municipal bonds and general corporate law.• Worked on \$800+ million in municipal bond transactions, including the issuance of fixed and variable rate securities backed by: electric, gas, water, and sewer system revenues; sales taxes; guaranteed entitlements; limited and general ad valorem taxes; constitutional fuel taxes; public service taxes; and hospital revenues.• Drove dramatic increase in firm's business involving interest rate, municipal, commodity, credit, currency, real estate, and equity derivative products. Worked on transactions with more than \$5.5 billion in notional amount. Experienced with a wide array of financial and utility industry derivative documentation.• Significant work with guaranteed investment contracts, forward supply agreements, spot and forward FX agreements, and other capital markets transactions.	
07/98 to 08/03	Managing Director, Bank of America, N.A.	San Francisco, CA
	<ul style="list-style-type: none">• Managed the Bank's securities arbitrage vehicles in the U.S. and Australia and supervised a team of traders, risk managers and structuring professionals responsible for all aspects of design, security selection, portfolio management, administration, and hedging of an \$8+ billion (peak) portfolio of investment grade bonds.• Significantly improved the Bank's tender option bond (TOB) program for municipal securities arbitrage and expanded the TOB program into additional Bank, issuer and investor client applications. Established and standardized key aspects of the Bank's processes for structuring, documenting, issuing, and monitoring the pricing of, TOB program "synthetic" floating rate securities.• Member of the Bank's securities arbitrage investment committee for purchases and sales of municipal	

bonds, corporate debt, collateralized debt obligation, and commercial mortgage backed securities.

- Designed, implemented, and managed Perry Global Funding, the Bank's \$5 billion securities arbitrage asset-backed commercial paper (ABCP) conduit. Provided similar management for a suite of older ABCP conduits used for arbitrage purposes.
- Lead management contact with rating agencies, investors, bank and securities regulators, legal counsel, and internal compliance, accounting policy, finance, and risk management units within the Bank with respect to all securities arbitrage activities.

10/96 to 06/98
and
10/91 to 06/93

Associate, Cadwalader, Wickersham & Taft

New York, NY and Charlotte, NC

- Practice concentrated in customized financial products and securities and bank regulation.
- Extensive experience with credit, equity, interest rate, municipal and currency derivatives and derivatives on hedge fund investments.
- Significant work in the areas of bank and other secured lending, Articles 8 and 9 of the UCC, intellectual property (trademark and copyright), general corporate and contract matters, and employment, ethics and professionalism issues.

07/93 to 09/96

Associate General Counsel and Director, Nomura Securities International, Inc.

New York, NY

- Counsel for U.S. broker-dealer, its Treasurer, and affiliates owned by a global investment bank.
- General Counsel to Nomura Capital Services, Inc., an interest rate/currency derivatives dealer.
- Negotiated and documented secured and unsecured credit facilities, letters of credit, repurchase agreements and other funding arrangements for the firm's Treasurer.
- Advised on domestic and cross-border capital markets transactions, including corporate finance (e.g., public, Rule 144A, and private offerings) underwritings, equity and commercial paper sales and trading issues, and equity derivatives.
- Evaluated issues of federal securities and insolvency laws and exchange and NASD regulation.

Education and Merit Awards

J.D., University of Virginia School of Law, May 1991.

- Order of the Coif (top 10% of class), Legal Writing Award (Fall 1988).

M.B.A., Katz Graduate School of Business, University of Pittsburgh, July 1988.

- Concentration in Corporate Finance, Investments, and Economics, *Summa cum laude*.
- Albert Wesley Frey Award (valedictorian), H.R. Young Fellowship (full academic fellowship), Phi Kappa Phi Fellowship, Financial Executives' Institute Award (outstanding finance student).

B.B.A., University of Miami, May 1987.

- Finance major, General University Honors, *Summa cum laude*.
- Isaac Bashevis Singer Scholarship (full academic scholarship), National Merit Scholarship, Outstanding Senior Finance Student 1987, Beta Gamma Sigma, Phi Kappa Phi, and other honorary societies.

Licenses, Honors and Activities

- Admitted to practice law in Florida, New York and North Carolina.
- Member, American Mensa (www.us.mensa.org) and Rotary International.
- Previously NFA Series 3 licensed (now inactive).
- Previously SEC Series 7 and Series 63 licensed (now inactive).
- Past member of the Professional Ethics Committee of the Florida Bar
- Past member of the ABA's Business Law Section and UCC - Article 8 Subcommittee
- Past participant in ISDA's Documentation Subcommittee and Collateral Working Group and the Commercial Paper Working Group and Ad Hoc Reg. T (Margin) Subcommittees of the BMA.

Articles & Presentations

Numerous articles published and presentations made concerning derivatives, securities and commodity regulations, asset-backed commercial paper, and corporate law.

Other

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References available upon request.