Daniel A. Cotter

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# SUMMARY

Proven senior legal executive and business leader. Past President of The Chicago Bar Association. Accomplished in leading and managing by example and successfully implementing complex business plans. Prior to becoming a lawyer, spent more than five years as an accountant and passed the CPA examination. I have a unique mix of in-house and private practice experience, with extensive legal experience and expertise in broad variety of litigation, transactional, governance and compliance. 70% of my career has been spent in-house, where I have had various senior roles in insurance-related organizations, including General Counsel and Secretary, and the remaining 30% has been spent in private practice. In 2015, I returned to private practice to bring my eclectic mix of skills to a broader client base in light of the consolidation taking place in the insurance industry. My clients benefit from the diverse perspective I bring to bear on all matters for which I am providing services. I have been involved in privacy and cyber from the late 1990’s, serving not only as Y2K general counsel at CNA, but also designed its initial privacy policies and notices. Successfully completed Certified Public Accountant in 1989. Certified as CIPP/US, 2016.

**EXPERIENCE**

**Howard & Howard Attorneys PLLC August 2019 to Present**

**Latimer LeVay Fyock LLC November 2017 to August 2019**

Advise clients, primarily insurance organizations, on corporate, compliance, transactional, regulatory and privacy issues. Serve as firm Chief Privacy Officer, LLF. Serve as outside general counsel to large franchisor company; serve as regulatory counsel to several insurers; serve as privacy counsel to several companies.

**Butler Rubin Saltarelli & Boyd LLP, Partner July 2015 to November 2017**

Chair of the Firm’s Insurance Regulation and Corporate Transactions practice group, Co-Chair, Cybersecurity and Privacy. Advise insurance industry and non-insurance companies on formation, dissolution, structuring, general business advice and counsel, including privacy, cyber, M&A. Chief Privacy Officer. Developed assessment and policies and procedures offering for privacy. Act as outside general counsel to several clients, also assist in nonprofit formation.

**Members Mutual Holding Company Fidelity Life Association, a Legal Reserve Company**

* **Vice President, General Counsel & Secretary April 2013 to July 2015**

Provided broad legal support and advice to life insurer and affiliates, including call center, and perform corporate secretarial functions. Active in all aspects of operations, including strategic partnerships, TCPA and DNC compliance, and establishment of numerous compliance functions. Substantial time spent implementing corporate governance, ERM, and compliance frameworks and getting company ready for capital raise. Established security and privacy protocols for company.

**Korey Cotter Heather & Richardson, LLC, Chicago, IL May 2011 to March 2014**

* **Co-Founding Member, 5/11-4/13**
* **Of Counsel, 4/13 – 3/14**

Provided outside general counsel and corporate advice to insurers and non-insurers in various stages, including governance, compliance, complex transactions, HR and litigation, corporate secretarial functions. Advised large insurer on redomestication and large insurer on M&A.

**Lindemann LLC, Downers Grove, Illinois May 2010 to March 2012**

* **Chair, Corporate, Transactional and Regulatory/Compliance Group, 5/10-5/11**
* **Of Counsel, 5/11 – 3/12**

Providing outside general counsel advice and counsel to insurance groups with US, London and Bermuda presences. Advised multiple non-profits and other entities on corporate structure, governance and compliance, including privacy.

**Argo Group US, Inc., Chicago, Illinois July 2005 to April 2010**

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

Joined to further expand expertise. 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 negotiating M&A transactions, acquisition of agencies and negotiation of a number of large MGU/MGA/program agreements and acquisitions. General Counsel for Argo Commercial Specialty and E&S Groups. Responsibilities included dispute negotiation and resolution, HR, IT, complex contract negotiations and drafting, and general legal advice. Supervised team of 20 regulatory and compliance personnel.

* 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 revising reinsurance.
* Supported various startup units, including Argo Pro and Argo Surety.
* Advised Argo senior management on transactions, regulatory and business matters, including acting as primary counsel on all insurance operations and finance functions. Review, advise on, and execute all external reinsurance treaties. Lead efforts on IT consolidation. Numerous M&A transactions negotiated during employment at Argo.
* Chief Privacy Officer/Chief HIPAA Privacy Officer

## Unitrin Services Company, Chicago, Illinois Mar. 2000 to June 2005

## Senior Counsel, Assistant Secretary and P&C Liaison – Promotion received July 2003

Joined to provide day-to-day 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. Oversaw the P&C legal team. P&C grew 300% during term.

* 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 obtaining certificates of authority in various jurisdictions and negotiating real estate lease and systems’ licenses.

**CNA, Chicago, Illinois Nov. 1996 to Mar. 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.

1. 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.
2. 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; SEC reporting; 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.

1. Handled cases in personal injury defense, professional liability and GL coverage, and construction, with emphasis on professional liability, especially life insurance agents.
2. Drafted briefs and successfully argued insurer “other insurance” disputes on novel theory.

# CNA, Chicago, Illinois June 1988 to Dec. 1994

* **Paralegal – Promotion received June 1994 Oct. 1993 to Dec. 1994**
* **Accountant**  **June 1988 to October 1993**

**EDUCATION**

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

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

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

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

# OTHER LEADERSHIP ACTIVITIES

1. **Leadership Activities**- Edgebrook Public School, Local School Council, Chair, 2006-2013; Monmouth College, Board of Trustees, 2009-present; Audit Committee, Chair, 2017-Present; John Marshall Board of Visitors, 2013-Present; Alliant Credit Union Advisory Council, 2013-2016; Acme Continental Credit Union Board, 2016- Present; personally raised $350,000+ for mentoring
2. **Bar Leadership**— Chicago Bar Association, Board of Managers, 2003-04, 2005-2007, 2010-2016, Past President; Chicago Bar Association/Young Lawyers Section: Chair, 2003-04 (10,000 members; managed 100+ person Executive Council); Chicago Bar Foundation, Board of Directors, 2004-2011, 2013-Present; Treasurer, 2009-2011; Chair, Lawyers Lend-A-Hand to Youth Program, 2010-2014
3. **Adjunct Professor**  - The John Marshall Law School, Spring 2008 – 2012, “Insurance Law;” 2009-2014, “Accounting for Lawyers;” 2012-2015, “SCOTUS Judicial Bio.”
4. **Frequent author and lecturer –** PCI seminars, AICP seminars, etc. More than 400 articles/chapters/publications, including two chapters in IICLE Illinois Insurance Regulations. Large focus on privacy and cyber.

### ACCOMPLISHMENTS/RECOGNITION

1. Monmouth College, Distinguished Alumnus Award, 2015
2. The John Marshall Law School Spirit Award, 2015
3. Nominee and Finalist, Stay Classy Awards, Most Successful Fundraiser, 2011
4. Nominee, Award for Parent Leadership, Teach America’s Children, January 2011
5. The John Marshall Law School, Distinguished Service Award, May 2007
6. The Breakfast of Champions Award, Argonaut Group, March 2007
7. The Abraham Lincoln Marovitz Lend-A-Hand Program, Make A Difference Award, 2004
8. “40 Illinois Attorneys Under Forty to Watch,” Law Bulletin Publishing, 2004
9. The Milton H. Gray Award (Outstanding Leader), Young Lawyers Section of Chicago Bar Association, 2002
10. Young Alumnus Award, Monmouth College, 2001
11. The Rising Star Award, Young Lawyers Section of Chicago Bar Association, 1999