

William S. 'Bill' Dahl



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Management Consultant - Overview and Experience:

Bill Dahl is a management consultancy professional with a depth and breadth of experience meeting the challenges faced by companies in a variety of diverse business environments.

I earned a Bachelor's and Master's degree from Washington State University. I possess an extensive background in evaluating, reorganizing and revitalizing business operations. I am adept at evaluating and developing creative, enduring solutions to complex organizational, financial, market assessment & development, product distribution and customer service challenges. My background in accounting, distribution, construction, manufacturing, risk assessment and management, profit and loss responsibility, lending, strategic consultations, business planning, strategic planning, auditing, development of strategic partner relationships, customer service, marketing and commercial finance is solid.

My professional career can be characterized as one that has embraced the challenges of enhancing the effectiveness of Company operations in a broad spectrum of industries, including those with operations and markets abroad. The companies I have served range in size from start-ups to the Fortune 100. I have traveled extensively throughout the U.S. and overseas.

I have extensive business experience, garnered primarily in *both* the financial services aspect of various industries in the U.S. (employed by others in an employee/employer relationship) - *and* as a self-employed management consultant. My clients have ranged in size, industry and nature - including publicly traded and privately held companies.

This experience includes the following and allows him to provide these professional services when the **business questions include:**

Who can come in and provide the leadership and guidance this Company requires?

What's going on with that Company?

How much is that Company worth.

What are the strengths and weaknesses of the prospective merger?

Who might we retain to get an objective, third-party assessment of this business situation?

Which way should we go?

Management consulting services performed include the following:

Due diligence exams.

Operational/business process audits.

On-site commercial borrower audits.

Business planning.

Business valuations.

Budgeting/financial forecasting.

Commercial loan risk-rating exams.

Market potential assessments.

Credit scoring modeling.

Pre/post funding collateral exams.

Accounts receivable/credit management exams.

A/R collectability exams.

Mergers & acquisitions due diligence.

Extensive debtor/creditor conflict assessment/resolution experience.

Distressed entity evaluations and workouts.

Pre/post-investment/pre-funding/post funding audits.

Covenant compliance exams.

Competition and market analysis.

Strategic partner evaluation/identification/development.

Succession planning.

Social media strategy evaluation.

FDIC loan portfolio/asset exams.

Appraisal reviews.

Arranging financing.

Strategic plan development, implementation, and evaluation.

Overview of Completed Management Consulting Engagements:

My management consulting clients have ranged in size from privately held start-ups to publicly traded companies.

I have delivered the following management consulting professional services to the business community:

- 1) I have assisted businesses with structuring and arranging their financing requirements. Typically, these transactions include equipment financing, furniture, fixtures and equipment financing, revolving lines of credit based upon eligible A/R and inventory, as well as cash flow lending. Credit facilities range in size from \$1,000,000.00 to in excess of \$100,000,000.00. CFO's and CEO's simply do not have the time or expertise to efficiently arrange these important financings. I package the transactions and target market the transactions to a select group of prospective lenders who have the specific capability required to provide the required financial services. I also handle lease financings from \$1,000,000.00 and up. These clients have typically required capital for expansion to support their continued growth and profitability.
- 2) I have assisted businesses in identifying and arranging the essential strategic alliances that allow them to "move to the next level". This may take the form of identifying merger and acquisition targets and negotiating with the same. I have developed business plans, business models, financial forecasts and "packages" to accompany and guide these strategic initiatives.
- 3) I have *introduced* potential sources of investment to companies. This includes working with private, individual investors and investment banking institutions to allow them to arrange the required amount and nature equity. I have NOT and am NOT licensed to sell securities.
- 4) I have performed "distress diagnostics" engagements with companies to assist in defining "turnaround" strategies for executive management.
- 5) I have performed independent, objective, comprehensive examinations of business operations to provide ownership with an in-depth, discreet look at their operations, opportunities, challenges, personnel, possibilities, competition and resources.
- 6) I have performed audits and collateral exams for lenders and providers of debt/private equity.

The following is a brief summary of *some* of my *successful management consulting engagements*:

- 1) Privately held civil engineering firm with two primary product lines (one a service and the other a product) required:
 - a. An objective, independent assessment of the current state of the Company – multi-dimensional.
 - b. Alternative courses of action derived from said assessment.
 - c. The formulation of a written business strategy, along with accompanying capital requirements, timeframe, personnel, benchmarks and feedback loops.
 - d. Guidance in implementing said strategy.
- 2) Software developer, systems integrator and casino gaming equipment manufacturer retained to arrange a \$15,000,000.00 working capital credit facility with \$10MM in subordinated debt. Company was purchased by a larger competitor.
- 3) Arranged a \$10,000,000.00 working capital credit facility for an IT products distributor.
- 4) Engaged to arrange a \$75,000,000.00 senior secured revolving credit facility for a publicly traded company. I assisted the Company in repairing their relationship with their existing lender. Consultation transitioned to strategic assistance.
- 5) I represented a management group proposing to acquire a publicly traded technology products distribution company.
- 6) I administered an employee feedback evaluation as part of a strategic planning exercise for a software integration/management consulting firm.
- 7) Authored the business plan, business model and financial forecasts for a technology company that had patented intellectual property they were about to deploy via various product iterations. Arranged for legal counsel to represent the Company and a number of creative resources to develop their corporate identity, PR and web presence. Assisted legal counsel in preparing a private placement for \$1,500,000.00.
- 8) Arranged a \$700,000 revolving line of credit and a \$280,000.00 term loan for a distributor of commercial lighting products.

- 9) Engaged with a Company which was in the process of raising \$1.5MM in equity capital. Assisted the Company in developing the essential materials to present to accredited investors, in concert with their securities counsel.
- 10) Engaged with a Company refinancing their FF&E and their commercial buildings (2).
- 11) Engaged with a software integrator restructuring the financing their balance sheet and exploring a sale of a division of the Company.
- 12) Arranged a \$500,000.00 unsecured line of credit for an early stage development Company.
- 13) Arranged a \$3,000,000.00 working capital facility for an importer.
- 14) Arranged a \$1,500,000.00 short term loan from an individual to a Company who used the capital to capture a short term business opportunity.
- 15) Arranged a \$175,000.00 equipment lease for an early stage development Company.
- 16) Structured strategic alliance arrangements for several technology companies. This included spearheading merger, licensing and acquisition possibilities with qualified parties.
- 17) Assisted a company in developing a business plan that was incorporated in a private placement memorandum. Worked with an investment banking firm, securities research analyst and legal counsel to establish the structure of the offering and the valuation of the company. Initially, \$30,000,000.00.
- 18) Arranged a \$1,000,000.00 secured working capital credit facility for a rapidly growing Company.
- 19) Introduced several private placements to the investment banking community, on behalf of several clients.

- 20) Arranged a \$2,000,000.00 revolving line of credit for a technology products distribution Company.
- 21) Arranged a \$1,500,000.00 short term loan to an individual from a private party.
- 22) Completed numerous “distress diagnostics” engagements for CEO’s of privately held companies where the CEO’s required an independent opinion of the financial/strategic condition/focus of their company. This included a list of recommendations and action items to stabilize/restructure the situation.
- 23) Arranged a \$1,500,000.00 short term loan to a publicly traded Company as a “bridge loan” funded by a private investor.
- 24) Performed acquisition due diligence on behalf of a potential acquirer of a public beverage dispensing Company that has a patent on a particular type of packaging.
- 25) Assisted a publicly traded company in identifying acquisition targets in the IT products and services arena.
- 26) Assisted a publicly traded Company in identifying acquisitions in the e-procurement arena.

During the past decade I have been employed as VP & General Manager - COO, Management Consultant (self-employed) in Orange County, CA and Redmond, Oregon, Vice President & Senior Business Development Officer for a FORTUNE 100 Commercial Finance company, Western U.S. Regional Manager for a FORTUNE 100 Commercial Finance company, and as Vice President and Assistant Branch Manager, and Vice President and Commercial Banking Officer for two regional, FDIC insured banks. My career also includes terms with companies in the roles of Director of Credit, Corporate Credit Manager, Regional Senior Vice President, District Manager and Field Auditor.

This experiential base has included (but is not limited to) growing companies in terms of market share and profitability. Assessing and developing business, marketing, operational and financial plans.

My professional experience also includes the examination/analysis (and, in some cases, preparation of) of any and all types of financial information, both business and personal credit information, business process assessments, state and federal tax returns, information stored in the

Bill Dahl – Management Consulting Overview and Experience

Overview

7

public domain accessed electronically, accounting records, policy and procedure guidelines, asset and liability confirmations, bank, investment and loan account statements/supporting documentation, business registration information, marketing materials, business plans, researched and reviewed private placement memoranda – in concert with legal counsel, S-1 registration statements, disclosure statements, documents and financial information supplied to the Securities and Exchange Commission, personal financial statements, pro forma financial statements, examining accredited investor affidavits, reorganization plans, import/export licenses, the records of customs brokers, business contracts, personal/corporate correspondence, application materials, appraisals (both commercial and residential), insurance documentation, vendor agreements, insurance claims and supporting documentation, resumes, product liability disclosures, financial modeling, SBA loan applications, promissory notes, security documentation, deeds of trust, UCC information, environmental hazard disclosures, purchase and sale agreements, a vast array of financial forecast materials – including those representing prospective/future return on investment and profitability.

I have consulted for Port Townsend Paper Corporation, Vulcan Ventures (Paul Allen's investment vector in Bellevue, WA) and KING Videocable Company (a former NBC affiliate) - as well as a multitude of others.

I look forward to hearing from you.

Sincerely yours,

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