

## CORPORATE GOVERNANCE & ESG

Our corporate governance expertise spans various aspects, including fiduciary responsibilities, executive compensation, and piercing the corporate veil, considering the impact of non-financial reporting and Environmental, social, and governance (ESG).

Our team is comprised of industry senior executives who served as board members or advisors to numerous companies in a wide variety of industry segments, including industrial manufacturing, health care, financial services, cybersecurity and marketing.

Our team of seasoned industry professionals has experience in a wide spectrum of ESG (Environmental, Social, and Governance) issues, including workplace discrimination, antitrust conduct, and financial integrity.

### AREAS OF EXPERTISE

#### Corporate Governance & Disclosures

Our experts have experience in scrutinizing the actions of corporate boards, particularly in ESG matters like diversity goals and discrimination allegations. Our analysis extends to the accuracy and relevance of corporate disclosures, especially in climate change, human capital management, and board diversity, aligning with global ESG reporting standards.

#### Investment Management & Greenwashing

SEDA's experts role covers ESG investment processes and allegations of "greenwashing." We address enforcement in investment management and proficiency in ESG ratings, aligning with global ESG investment standards.

#### Board Processes & Fiduciary Duties

Our experts' assessments include the prudence of directors and officers in adhering to their fiduciary duties, considering the latest developments in non-financial reporting standards and sustainable governance practices.

#### Executive Compensation

SEDA's experts analyze intricate components of executive compensation, ensuring alignment with corporate goals and ethical standards, including but not limited to Incentive plan design, business unit valuation and target setting, business unit performance measurement, and labor Market Analysis.

#### Corporate Disclosures

We critically evaluate corporate disclosures in various scenarios, emphasizing the growing importance of non-financial reporting, especially in the financial sector. Our expertise in piercing the corporate veil examines the authenticity of corporate structures, highlighting governance practices and operational relationships.

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# EXPERTS

## CORPORATE GOVERNANCE & ESG



**Craig W. Broderick**  
Senior Advisor

Craig Broderick is the former Chief Risk Officer (CRO) of Goldman Sachs where he served on the Management Committee and was Chair or Co-Chair of the Firmwide Risk Committee. In a 32 year career Craig oversaw control of the firm's credit, market, liquidity, operational, model, counterparty and insurance risks.

**Former**  
Goldman Sachs - Chief Risk Officer, Chief Credit Officer  
Management Committee and Chair or Co-Chair of the Firmwide Risk Committee

**Expertise**  
Credit and Counterparty Risk, Market Risk, Liquidity Risk, Operational Risk, Insurance Risk



**Edward Baker**  
Managing Director

Edward Baker has enjoyed a 40 plus year career in the investment management business, with a focus on ESG investing, quantitative investing and corporate governance. He is currently an advisor to climate change and extreme risk modelling firm Tipping Frontier.

**Former**  
The Cambridge Strategy - Executive Chairman  
Alliance Capital - CEO Alliance Capital UK, Director Emerging Markets Research, CIO Global Emerging Markets Equities

**Expertise**  
ESG Investing, Corporate Governance, Quantitative Investing, Risk Management



**Avinash Persaud**  
Managing Director

Avinash Persaud is an expert on global finance and economics, on the role of public policy in banking and financial crises, and a specialist in financial regulation and emerging markets. He has over 30 years of experience as a senior executive in large financial institutions and a respected policy advisor to major global bodies such as the G20, OECD, United Nations, and G7 Central Banks.

**Former**  
Government of Barbados - Special Envoy to the Prime Minister on Investments and Financial Services  
World Economic Forum - Member, Council on International Monetary System

**Expertise**  
Fixed-Income Securities, Emerging Markets, Banks Crises and Liquidity, State-dependent sovereign securities, GDP and Oil-Linked Bonds, International Banking Regulations



**Louise Pitt Brindle**  
Senior Advisor

Louise Pitt Brindle is a seasoned expert in credit with a focus on the global financial institutions sector, most recently serving as a Principal and Head of Research at RPIA in Toronto. In a 27-year career, with significant roles at Goldman Sachs, her focus includes global fixed income, corporate credit, financial institutions' strategy, financial accounting, ESG and sustainability investing.

**Former**  
RPIA - Principal Head of PM Research  
Goldman Sachs - Vice President

**Expertise**  
Credit Research, Credit Trading, Financial Institutions Research, Preferred Stocks, AT1 Capital, CDS, ESG Investments



**Stephen F. O'Byrne**  
Managing Director

Stephen F. O'Byrne has over 40 years of experience in executive compensation and business unit performance measurement. He has been a leader in developing incentive plans that align employee and shareholder interests, in using economic profit to link operating performance to shareholder return, and in developing multi-factor statistical models to provide market rates for employees.

**Former**  
Shareholder Value Advisors - President (Current)  
Stern Stewart & Co. - Senior Vice President

**Expertise**  
Executive compensation, Incentive plan design, Business unit valuation and target setting, Business unit performance measurement, Labor market analysis



**Andrew W. Feinberg**  
Managing Director

Andrew W. Feinberg has over 30 years of professional experience in corporate governance, leadership and executive operations. He has previously served successfully as CEO, as President and COO, and as Chief Legal Officer for public and private global companies, and has served as Chairman or Member, or advisor to, over a dozen boards of directors.

**Former**  
Brightcove Inc ("BCOV") - CEO, President and COO  
Lycos Inc ("LCOS") - Chief Legal Officer, General Counsel, VP Corp Dev

**Expertise**  
Corporate Governance, Board of Directors and Officers Duties Responsibilities and Operations, Compensation Committees/Compensation Strategies, Venture Capital, Technology Transformation

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**Mitchell I. Gordon**  
Managing Director

Mitchell Gordon has over 30 years of industry experience as a C-suite executive, as partner at private equity firms, and as senior investment banker. He has extensive experience in Special Purpose Acquisition Companies (SPACs) as President and CFO, and he brings significant expertise in Investment Banking, M&A, and restructuring transactions.

**Former**  
Cambridge Capital Acquisition Corp./SPAC - President and CFO  
Interpool (NYSE: IPX) - EVP and CFO

**Expertise**  
Special Purpose Acquisition Companies (SPACs), Mergers and Acquisitions (M&A), Investment Banking, Restructuring and Financing, Transportation and Logistics



**James N. Lane**  
Managing Director

Jim Lane has over 35 years of Wall Street experience as a private equity and investment professional. In his career Jim created and led two highly successful private equity firms. One of these groups, Goldman Sachs' PIA, is now one of the largest alternative investment firms in the world and the second, SG Capital Partners, generated top quartile investment returns.

**Former**  
Société Générale - Chairman & CEO, SG Capital Partners  
Goldman Sachs - General Partner, Co-Head, Principal Investment Area (PIA)

**Expertise**  
Private Equity, Alternative Investments, Corporate Finance



**Robert Ohrenstein**  
Senior Advisor

Robert Ohrenstein is a market-leading transaction adviser to private equity and similar investors. His career includes leadership roles at KPMG, where he served as Global Head of Private Equity and Vice Chair, as well as advisory positions in various commercial and charitable organizations.

**Former**  
KPMG – Vice Chair, Global Head of Private Equity

**Expertise**  
Private Equity Transactions, Pre-transaction Due Diligence, SPA Pricing Mechanics, Closing Accounts Disputes, Financial Reps and Warranties