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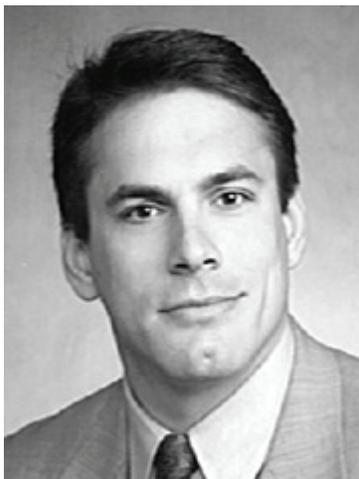
Patrick McGurn provides special counsel to RiskMetrics Group's ISS Governance Services unit. Considered by industry constituents to be one of the leading experts on corporate governance issues, he is active on the nationwide speaking circuit and plays an integral role in policy development.

Prior to joining RiskMetrics Group, McGurn was director of the Corporate Governance Service at the Investor Responsibility Research Center (IRRC), a not-for-profit firm that provides governance research to investors. He also served as a private attorney, a congressional staff member and a department head at the Republican National Committee.

McGurn is frequently cited by business publications such as the *Wall Street Journal* and *BusinessWeek*. He has appeared on *ABC World News Tonight*, *Bloomberg Radio and TV*, *BBC Radio*, *CBS Evening News*, *CNBC*, *CNN*, *Marketplace*, *NBC Nightly News*, *Nightly Business Report*, *National Public Radio*, *Tech TV* and *ABC's This Week*.

McGurn is a graduate of Duke University and the Georgetown University Law Center. He is member of the bar in California, the District of Columbia, Maryland and the U.S. Virgin Islands. He serves on the Advisory Board of the *National Association of Corporate Directors* and was a member of the NACD's 2001 Blue Ribbon Commission on Board Evaluations.

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Peter C. Underwood is a partner with Foley & Lardner LLP and a member of the Transactional & Securities Practice, the Energy Industry Team and the Private Equity & Venture Capital Practice.

Mr. Underwood practices primarily in the areas of public and private offerings of equity and debt securities; securities laws and reporting compliance; corporate governance; and mergers and acquisitions, including private equity portfolio company investments. Mr. Underwood has experience representing both underwriters and issuers in public debt and equity offerings, and effecting private placements; and working with venture capitalists, investment banks and other financing sources to raise capital for start-up companies.

Mr. Underwood is also a member of the firm's Financial Crisis Response Team, and one of the organizers of and participants in the firm's annual National Directors Institute, a symposium for directors, officers, general counsel and boardroom advisors to both public and private companies focusing on corporate governance issues. He also served for six years on the firm's National Recruiting Committee, and led the firm's United Way Campaign in 2007 and 2008. Mr. Underwood is also a member of the Associate Board of Directors of the Zoological Society of Milwaukee and a director of the National W-Club.

Mr. Underwood received his bachelor's degree in international relations (Soviet Area studies) from the University of Wisconsin - Madison in 1992, where he was *Phi Beta Kappa* and named to the Academic All Big Ten football team. Mr. Underwood studied Russian language and culture at Moscow State University in Moscow, Russia in 1992 before earning his J.D. degree, *cum laude*, from Harvard Law School in 1996.

Mr. Underwood is admitted to practice in the state of Wisconsin.