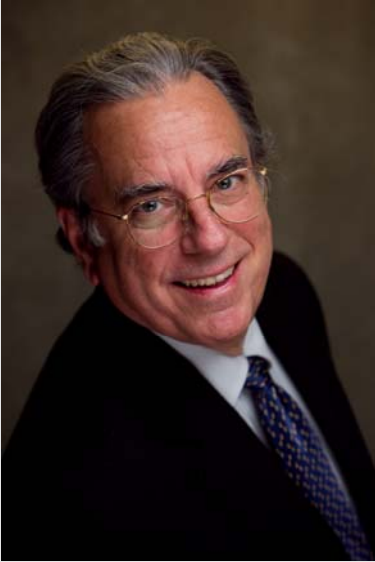


SMOCK

LAW FIRM CONSULTANTS



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Peter Giuliani is a Partner at Smock Law Firm Consultants. His law firm management experience spans more than 43 years, both as a management consultant to law firms and other professional service firms (36 years), and as Executive Director of Cummings & Lockwood, a 180-lawyer law firm based in Stamford, Connecticut (7 years). His functional specialties include strategic planning; financial management and law firm economics, administrative and technology infrastructure planning; strategic mergers, acquisitions, and divestitures; and practice group management.

Examples of Peter's consulting experience are as follows:

- He has directed, conducted or participated in more than 400 consulting assignments for law firms or corporate law departments involving such matters as:
 - Development and implementation of strategic plans
 - Analysis and consultation on strategic mergers, acquisitions and divestitures
 - Review and restructuring of partner compensation and performance evaluation
 - Design and implementation of law firm organization, management, and practice group structures
 - Analysis and redesign of partnership retirement and buy-out plans, including valuation of partners' interests
 - Design and implementation of multi-tier partnership structures
- Peter has also served as expert witness in over twenty litigation matters involving valuation of partnership interests, determination of "reasonable compensation," measurement of lost profits, and other matters.
- He is the principal author of two extensive monographs on financial management of law firms published by the American Bar Association and is the recent author of the model partnership agreement for the State of New York Bar Association. In addition, he has published more than 25 articles on legal management topics.
- A frequent public speaker, Peter has given more than 75 presentations to professional service groups.

During the seven years in which he served as Cummings & Lockwood's first-time Executive Director, Peter led and/or supported processes that resulted in:

- A revised associate "track" and formal two-tier partnership program
- A new structure and process for setting Income and Equity Partner compensation
- The conversion of the firm to an LLC with a complete revision of the Firm's governance structure
- The reorganization of the firm into two operating divisions and market focused practice groups
- The acquisition and divestiture of practices and offices
- The formation of an ancillary business for purposes of licensing firm-proprietary software.

Prior to joining Cummings & Lockwood, Peter was a consultant with four major consulting firms. He spent five years as Vice President and CFO of Altman Weil and five years as a Partner in Pensa International, a firm that he helped found and that merged with Altman Weil in 1991. He was a Principal and Partner at Arthur Young, where he also served as National Director of Legal Consulting Services. He began his consulting career in 1968 at the New York Office of Price Waterhouse, focusing on law firm management issues.

Peter has an A. B. in Economics and Philosophy from The College of the Holy Cross and an MBA in Managerial Economics and Finance from Cornell University. He is also a Certified Public Accountant (inactive status) and a Certified Management Consultant. In 1998, Peter was elected a Fellow of the College of Law Practice Management in recognition of his career-long dedication and contribution to improving the management of law firms.