



Mark C. Cleary, CPA
Managing Partner

Cleary Government Services, LLC

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EDUCATION

B.S., Accounting, with Honors
University of Illinois,
Champaign-Urbana

ACTIVITIES AND HONORS

Certified Public Accountant (IL)
Licensed in IL, CA and NY

PROFESSIONAL ASSOCIATIONS

American Institute of Certified
Public Accountants,
Member

Illinois CPA Society,
Member

Mr. Cleary is the Managing Partner of Cleary Government Services, LLC, and he is located in Las Vegas, Nevada.

Mr. Cleary is a CPA with over 39 years of experience in government contracting, accounting, auditing and finance. Mr. Cleary began his career in 1980 with Arthur Andersen, working in its accounting, auditing and government contracting practice. At Andersen, he worked with both large and small businesses that were either public or privately held, and he worked with his clients to develop their government contracting practices, particularly in the areas of FAR and CAS compliance, proposal development, indirect rates, claims, business processes and information systems. Mr. Cleary was particularly successful in the claims area, obtaining over \$275 million dollars in settlements for his clients. Mr. Cleary typically oversaw those audits and engagements where Andersen's risks were high (e.g., troubled companies or bankruptcy) or where maintaining positive client relationships were critical (e.g., top 10 law firms).

Professional Experience

- In 1991, Mr. Cleary joined Waste Management as the Corporate Controller responsible for compliance on government contracts, and while Waste is well-known for its environmental and financial statement issues, there were no government contracting compliance issues during Mr. Cleary's tenure. In addition, Mr. Cleary led the proposal teams on several significant government contracts (valued at over \$2 billion) ultimately winning contracts in excess of \$750 million. Mr. Cleary also led the finance team that installed the first new, ERP system at Waste in over 20 years which was critical to Waste's government contracting business. One of Mr. Cleary's last duties at Waste was to oversee the successful divestiture of Waste's environmental remediation business.
- In 1995, Mr. Cleary was recruited from Waste Management to serve as the CFO of a turn-around company where he successfully led the company through Chapter 11 in only seven months. He was able to reduce the operating losses by over 90% in just six months and to restore the confidence of the creditors. He also re-engineered many of the systems and business processes to produce timely and reliable management information that was critical to the turnaround. During the various court hearings and depositions, Mr. Cleary successfully provided expert testimony on the difficulties that led to the bankruptcy filing, the steps taken to turn around the company's fortunes and the Company's future business plans and forecasts. Working with the CEO, Mr. Cleary helped to negotiate the sale of the company to a competitor in 1997.
- Capitalizing on his experience in government accounting, auditing, FAR and CAS compliance, Mr. Cleary founded his own accounting, consulting and audit practice in 1997. His goal was to provide his Big 4 and Fortune 100 business, finance, compliance and contract management skills to government contractors to help his clients become successful, compliant government contractors.
- Mr. Cleary manages the annual overhead audits for two of the top 10 E&C firms in the US along with the overhead audits for several other smaller and mid-sized firms. Through these audits, Mr. Cleary applies his unique combination of skills in accounting, government contracting and auditing
- Developed and implemented a new overhead rate structure for a large multi-national engineering firm that has increased income by over \$10 million per year through improved cost recovery on government contracts.
- Designed and implemented the policies, procedures and compliance programs for large companies that are critical to their ability to successfully bid, win and execute government contracts valued at over \$1 billion.
- Successfully led the project team for a \$10B Engineering and Construction (E&C) firm to develop and implement a government contracts compliance program



including a new corporate office allocation methodology, corporate and segment CAS Disclosure Statements; DCAA audits and the annual incurred cost submissions helping to recover over \$75M in corporate office costs each year.

- Successfully led the team that audited and reviewed the monthly invoices of an E&C client invoices on a \$1 billion cost-plus "Rebuild Iraq" construction contract including assisting with the successful negotiation of the final costs on the contract. In the end, the government did not question even a single dollar of the costs on the contract which is and was, "a first" for an Iraq-war contractor.
- Audited the subcontractor invoices for an E&C client on the \$2 billion AC First contract for support services for US Armed Forces in Afghanistan. Successfully identified and excluded subcontractor's costs that were outside of the terms and conditions of the contract. Assisted with the successful close-out of the subcontract.
- Drafted and implemented over 45 CAS Disclosure Statements for a variety of clients including manufacturing, engineering & construction companies, professional services and consulting organizations, joint ventures, etc. Many of these Disclosure Statements were a "first-ever" for the client, and when necessary, all of these Disclosure Statements were ultimately approved by the DCAA.
- Developed and implemented the Corporate Office allocations for Tyco International Ltd. that led to \$30+ million of additional cost recovery on Tyco's government contracts. This was done in the context of the on-going investigations of the former management.
- Developed and prepared over 75 annual overhead rate calculations and the related government filings that improved the cost recovery for our clients by over \$250 million. Again, many of these were first-time filings for new government contractors.
- Provided the successful financial oversight and direction on a qui tam case involving most-favored customer (i.e., price-reduction clause) and Buy American (i.e., Trade Agreement Act) allegations that was ultimately settled on very favorable terms for our client. This involved quantifying the potential damages over multiple years, developing the statistical sampling approach and assisting with the development of the overall strategy to respond to the allegations.
- Successfully negotiated various disputes and claims with the government saving our clients over \$135 million in refunds to the government.
- Led the financial teams that successfully bid and won major government and commercial contracts valued at over \$450 million, and similarly participated in and led the financial teams on various bid protests.
- Managed the selection, design and implementation of a new MIS system used for management reporting, job costing and accounting for a subsidiary of a Fortune 500 Company. The system improved project profitability and reduced overhead costs by 20%.
- Planned and organized Cleary Government Services' peer review resulting in clean opinions in each three-year cycle.