



John H. Bitner, Esq.

Current Employer-Title Bitner Enterprises LLC - CEO

Profession Attorney, Arbitrator, Mediator, Consultant, Teacher, Expert Witness

Work History CEO, Bitner Enterprises LLC, 2009-present; General Equity Partner/Associate, Bell, Boyd & Lloyd LLP, 1964-2009.

Experience Law practice for 45 years concentrated in corporate and securities matters, including public offerings, contests for control, negotiated and hostile mergers and acquisitions, proxy contests, routine and special SEC investigations (representing six NYSE-listed clients in sensitive payments investigations), and litigation of merger and acquisition cases, including refusals to close and material adverse change issues. Also involved in several Rule 10b-5 class action and derivative claims and proxy contest, takeover and expert witness litigated matters. Chair or co-chair of firm's corporate and securities group of law firm for 14 years, when it doubled in size to approximately 60 lawyers. Principal outside lawyer for Alberto-Culver, Aramark, Baxter, Boise Cascade, Deere, W.W. Grainger, Hecla Mining, IMC Global, LyphoMed, Motorola, Storage Technology and Waste Management in a myriad of corporate transactions, including acquisitions, divestitures and joint ventures, with an aggregate value of several billion dollars. Other litigation experience includes proxy contest, takeover, material adverse change and refusal to close lawsuits in Delaware state court, federal district courts in Illinois, Washington, New Mexico and Minnesota and in the Ninth Circuit, and expert witness testimony in federal and state courts (including lawyer malpractice matters). Long-time outside counsel for Waste Management, Fred. S. James and Aramark in scores of "roll up" acquisitions of related businesses and the use of acquisition shelf registration statements. In 1999-2000, represented Deere in two significant acquisitions, one in South Africa and one in Finland (Timberjack, for \$600 million). In 2001-03, represented Hecla Mining in a contested divestiture, two issuer tender offers and a \$100 million public offering. In 2003, represented Boise Cascade in its \$1.3 billion acquisition of OfficeMax, and in 2004, in its \$1.1 billion self-tender for ten issues of public debt. In 2004-05, represented an audit committee of a NASDAQ-100 company in an internal accounting investigation, and, in 2006-07, a special board committee in two investigations of employee stock option misdating. Significant recent experience with SOX compliance and corporate governance counseling. See www.johnbitner.org for more information.

Alternative Dispute Resolution Experience In late 2006, appointed as a party arbitrator to serve on a three-member panel under AAA rules to resolve a dispute about a \$445 million acquisition of a quasi-public company by a public company (finally resolved in early 2009). Minority position on the scope of the arbitration contract was ultimately sustained in federal district court (535 F.Supp.2d 909) and the Seventh Circuit Court of Appeals (540 F.3d 533). M&A experience added significantly to the panel's perspective, particularly

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as to alleged breaches of representations and warranties, adequate performance of due diligence, whether alleged fraud trumps agreed liability limits, waivers of reliance on financial projections and the important and developing Delaware law on what constitutes a material adverse change. Also heard "dueling accountant" expert testimony.

Panel member and chair in several Cook County Court mandatory arbitration procedures; hearing officer in two private accreditation disputes.

In October, 2009, enrolled as a public arbitrator by FINRA (the Financial Industry Regulatory Authority, now administering securities industry arbitrations). In 2009, added as an arbitrator with the Cook County Circuit Court's Mandatory Arbitration Program (chair qualified), and as a Court Certified Mediator for that Court's Law and Chancery Divisions. Listed, The Best Lawyers in America and Who's Who in America.

Alternative Dispute Resolution Training

AAA The Ethics of eDiscovery in Arbitration, 2015; AAA How to Navigate the Arbitrator Disclosure Minefield 2014; AAA Maximizing Efficiency & Economy in Arbitration: Challenges at the Preliminary Hearing, 2013; AAA Managing the Arbitration Process for Efficiency & Economy Following the Preliminary Hearing, 2012; AAA Managing Your First Arbitration, 2011; AAA Arbitration Awards: Safeguarding, Deciding & Writing Awards (ACE001), 2010; AAA Fundamentals and Best Practices for New Arbitrators, 2010; DePaul University College of Law Center for Dispute Resolution, 40-Hour Mediation Certificate Training Course, 2009; FINRA Arbitration Training; Cook County Arbitration Training.

Professional Licenses

Admitted to the Bar, Illinois.

Professional Associations

American Bar Association; Chicago Bar Association; American Bar Foundation (Life Fellow); Columbia Law School (Past Member, Board of Visitors); James B. Moran Youth Advocacy Center (Past Director); Chicago Crime Commission (Past Director, Vice President and Executive Committee Member).

Education

Northwestern University (AB-1961); Columbia University Law School (JD, cum laude, top 7%-1964).

Publications and Speaking Engagements

Published various articles covering topics related to lawyers letters to auditors, attorney-client privilege in sensitive payments investigations, and securities law topics, in both the National Law Journal and the Chicago Bar Record. Spoken on topics such as: going public, hostile takeovers, emerging biotechnology issues, board and special committee investigations, proxy contests, shareholder proposals and M&A developments at various organizations including the National Business Institute, Northwestern University, Bell, Boyd & Lloyd LLP, American Society of Corporate Secretaries and Chicago and Illinois Bar Associations. Taught M&A course to undergraduate students at Northwestern University's Harvey Kapnick Business Institutions Program, Spring Quarters 2010-2014.

Citizenship Languages

United States of America
English

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The AAA provides arbitrators to parties on cases administered by the AAA under its various Rules, which delegate authority to the AAA on various issues, including arbitrator appointment and challenges, general oversight, and billing. Arbitrations that proceed without AAA administration are not considered "AAA arbitrations," even if the parties were to select an arbitrator who is on the AAA's Roster.

Locale

Evanston, Illinois, United States of America

Compensation

Hearing:	\$400.00/Hr
Study:	\$400.00/Hr
Cancellation Period:	0 Days
Comment:	Hourly rate negotiable. Includes study/preparation time. Travel and electronic research expenses at cost. Cancellation policy: cancellable at any time, on payment of any incurred hourly fees and expenses.

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