12-12020-mg Doc 5342-5 Filed 10/11/13 Entered 10/11/13 20:31:01 Exhibit 6 Pg 1 of 5

# <u>Exhibit 6</u>

### 12-12020-mg Doc 5342-5 Filed 10/11/13 Entered 10/11/13 20:31:01 Exhibit 6 Pg 2 of 5

# **Initial Members of the Liquidating Trust Board**

Set forth below is biographical information regarding the initial members of the Liquidating Trust Board upon the Effective Date.<sup>1</sup>

1. John S. Dubel. John S. Dubel has spent over 30 years in the turnaround and restructuring industry. He is CEO of Dubel & Associates, LLC, a firm that provides restructuring services to boards and companies. Mr. Dubel is currently serving as Chairman and Chief Executive Officer of Financial Guaranty Insurance Company (FGIC), a monoline bond insurance company, which he led through a precedent setting rehabilitation process. Mr. Dubel has previously been a Managing Director of Gradient Partners, L.P., a single strategy distressed hedge fund. Before joining Gradient, Mr. Dubel was a Managing Director with AlixPartners, LLC. Among others, he has served as Chief Restructuring Officer of Anchor Glass Container Corporation and Acterna Corporation, President and Chief Operating Officer at RCN Corporation, Chief Executive Officer of Cable & Wireless America, and CFO at WorldCom, Inc. Mr. Dubel received a Bachelor in Business Administration degree from the College of William and Mary.

2. *Mitchell Sonkin*. Mitchell I. Sonkin is currently a Senior Advisor to MBIA, Inc.. Prior to his role as an advisor, he served as Executive Vice President and Chief Portfolio Officer for the company. In his capacity as Chief Portfolio Officer, Mr. Sonkin was responsible for the oversight of MBIA's \$778 billion global portfolio of insured municipal, corporate and structured finance credits, including all workout, restructuring and litigation related remediation activities. He was also a member of the Board of MBIA Insurance Corporation and Capital Markets Assurance Corporation. Prior to this position, Mr. Sonkin was Managing Director and Head of the Insured Portfolio Management Division.

Mr. Sonkin was formerly senior partner and co-chair of the Financial Restructuring Department at the Wall Street law firm of Cadwalader, Wickersham & Taft and a member of its Management Committee. Before joining MBIA in 2004, Mr. Sonkin was a senior partner at the international law firm, King & Spalding, where he was co-chair of King & Spalding's Financial Restructuring Group and a member of the firm's Policy Committee. Prior to joining King & Spalding, He has over 30 years of experience in U.S. and international workouts and restructurings, corporate reorganization and insolvency matters, and has served as a court appointed examiner. Mr. Sonkin has played a significant role in complex structured finance, corporate, infrastructure, utility, healthcare and insurance company reorganizations and served as chief counsel in the rehabilitations of Mutual Benefit Life and Confederation Life Insurance (U.S.).

Mr. Sonkin has lectured and served on panels on such topics as distressed debt trading, utility restructurings and life insurance company reorganizations. Mr. Sonkin is a cum laude graduate of the Temple University College of Liberal Arts where he earned a bachelor's degree in political science and currently serves as the chairman of the Board of Visitors. He received his J.D. from the Syracuse University College of Law where he is a member of the Board of Advisors and its

<sup>&</sup>lt;sup>1</sup> All capitalized terms used but not defined herein shall have the meaning ascribed to them in the *Joint Chapter 11 Plan Proposed by Residential Capital, LLC, et al. and the Official Committee of Unsecured Creditors* [Docket No. 4819, Ex. 1] (as may be amended from time to time, the "*Plan*").

#### 12-12020-mg Doc 5342-5 Filed 10/11/13 Entered 10/11/13 20:31:01 Exhibit 6 Pg 3 of 5

Executive Committee. A member of the Bar of the State of New York, Mr. Sonkin is also admitted to practice before the U.S. Supreme Court.

3. *Matthew Doheny*. Matthew Doheny is the President of North Country Capital LLC, an advisory and investment firm focusing on investing in alternative investments and board advisory assignments. He previously served as Portfolio Manager of Fintech Advisory Inc., a hedge fund focusing on turnarounds as well as undervalued securities in US until December 2010. He also served as a Managing Director of the Distressed Assets Group of Deutsche Bank Securities Inc. from January 2000 to March 2008. Prior to Deutsche Bank, Mr. Doheny worked as an attorney in the Corporate Restructuring Departments of Orrick LLP, Kelley Drye & Warren LLP and Hancock & Estabrook LLP. Mr. Doheny was a candidate for the United States House of Representatives in 2010 and 2012 in the 21st Congressional District of New York. Mr. Doheny currently serves on the boards of the following companies: YRC Worldwide, Inc., Affinity Gaming, Arcapita Inc., and Kodak Inc. Mr. Doheny received a Bachelor of Arts degree from Allegheny College and a Juris Doctor from Cornell Law School.

4. Paul J. Weber. Paul J. Weber, a CPA, has over 32 years of professional experience including providing expert witness, accounting, auditing, litigation support and reorganization/restructuring consulting services to a wide variety of large and small business entities in diverse industries. He has worked on investigation/dispute and litigation support engagements involving forensic analysis, bankruptcy claims and preference/fraudulent conveyance litigation, construction litigation and claims, trust operations, loan processing/mortgage servicing operations, related party transactions and alleged fraud matters, calculation of damages, forensic accounting, and other litigation areas. Litigation-related work has included providing oral and written testimony in court, arbitration/mediation and regulatory proceedings. Additionally, he has also worked on a variety of bankruptcy/reorganization and outof-court restructuring engagements (including providing testimony in court), which involved performing crisis management functions, the preparation and analysis of detail cash flow projections, preparation and analysis of comprehensive business plans. estate management/distribution agent, performance/management of treasury and financial reporting functions, analysis of debtor solvency and preparation and analysis of restructuring alternatives (including analysis of the income tax ramifications). Finally, with respect to general consulting and auditing, special task responsibilities have included the examination of financial statements; the preparation, review and evaluation of financial statements; the review and evaluation of internal accounting controls (and the development of recommendations); the preparation and review of financial forecasts; and small business problem identification and analysis.

5. Samuel L. Molinaro, Jr. Samuel L. Molinaro, Jr. is a Group Managing Director and heads the UBS Non-Core and Legacy division. He joined UBS as the chief operating officer of the Investment Bank in March 2012. Prior to joining UBS he was the chief executive officer of Braver Stern Securities from 2010-2011. Prior thereto, he spent 22 years at Bear Stearns, where he was executive vice president, chief operating officer and chief financial officer of The Bear Stearns Companies Inc. and its subsidiary Bear Stearns & Co. Inc. Mr. Molinaro was appointed to the executive committee in 2001 and served as executive vice president of The Bear Stearns Companies Inc. and its subsidiary Bear Stearns & Co. Inc. from 2001 to 2008. He was promoted to chief operating officer in 2007. Mr. Molinaro was a member of the Bear Stearns' Management

# 12-12020-mg Doc 5342-5 Filed 10/11/13 Entered 10/11/13 20:31:01 Exhibit 6 Pg 4 of 5

and Compensation Committee from 1998 through 2008. He was promoted to chief financial officer in 1996 and held that title through 2008. Mr. Molinaro has also served as a director of the Securities Industry and Financial Markets Association (SIFMA). He received a bachelor's of business administration from St. Bonaventure University in 1980. He serves as a trustee on the Board of Directors for both St. Bonaventure University and King Low Heywood Thomas School.

## 12-12020-mg Doc 5342-5 Filed 10/11/13 Entered 10/11/13 20:31:01 Exhibit 6 Pg 5 of 5

# Liquidating Trust Board Compensation

The following sets forth the compensation to be provided to members of the Liquidating Trust Board. The terms set forth herein are not exclusive and may be amended or supplemented as necessary by the Liquidating Trust Board pursuant to the Liquidating Trust Agreement.

Members of the Liquidating Trust Board (other than the Chairman of the Board) shall receive \$70,000 per year. The Chairman of the Liquidating Trust Board shall receive compensation equal to \$120,000 per year.

Members of the Liquidating Trust Board may serve on separate committees formed by the Liquidating Trust Board. If a member of the Liquidating Trust Board serves on a committee or committees, the member shall receive an additional \$10,000 per year per committee. If a member of the Liquidating Trust Board serves as Chairman or Chairwoman of a committee or committees, the member shall receive an additional \$20,000 per year per chairmanship, which includes compensation for the member's service on the committee itself.

In addition to the above compensation, the Board will be entitled to earn up to an additional \$500,000, for the whole board, based upon the Trust achieving certain performance metrics which will be determined prior to the Effective Date.