

## ERIC R. DINALLO

### SUMMARY

Experienced leader and manager with extensive public and private sector accomplishments, including:

- Teaching business ethics at New York University's Stern School of Business as the Henry Kaufman Visiting Professor of Finance;
- Winning the Democratic Rural Conference and receiving the endorsements of the Daily News and Crain's New York Business as a candidate for New York State Attorney General;
- Reinvigorating the New York State Insurance Department, a 1,300-person agency with a budget of \$659 million, charged with regulating almost 1,900 entities with assets under management of about \$4 trillion;
- Breaking new ground in securities enforcement at the New York State Attorney General's Office by using the Martin Act to investigate major financial services firms, resulting in national industry reforms;
- Reshaping the regulatory and legal approaches of two major publicly traded financial services companies;
- Engaging an array of stakeholders, including federal and state agencies, legislators, industry and labor leaders and consumer advocates, often in crisis conditions and under intense media scrutiny;
- Working with existing laws and resources to develop creative and analytical approaches to address rapidly changing market conditions while continuing to emphasize core consumer and investor protections; and
- Creating and communicating a public message in various arenas, including testifying ten times before Congress and giving hundreds of speeches, such as to the Financial Stability Forum, corporate presentations and television and press interviews to media ranging from the BBC and 60 Minutes to local television and radio.

### MAJOR PROFESSIONAL ACCOMPLISHMENTS

- **New York University Stern School of Business, Adjunct Professor of Business** **2009 to Present**  
Held position as the Henry Kaufman Visiting Professor of Finance at NYU's Stern School of Business.  
Teaching business ethics as an adjunct professor of business and society at the NYU Stern School of Business.
- **Candidate for New York State Attorney General** **2009 to 2010**  
As a first time candidate, ran an issues-oriented campaign which resulted in winning the straw poll for Attorney General and receiving the endorsements of the Daily News and Crain's New York Business. Participated in over a dozen debates, winning the televised debate as scored by NYT/NY1's post-debate analysts.
- **New York State Insurance Department, Superintendent** **2007 to 2009**  
Demonstrated national leadership on the industry's regulation and its role in the financial system, including:
  - Catalyzed and framed dialogue concerning the national regulation of credit default swaps;
  - Stabilized the bond insurance industry and facilitated the injection of \$11 billion in private sector capital;
  - Conceived and executed the licensing of Berkshire Hathaway's monoline insurance company;
  - Collaborated with the New York Federal Reserve and U.S. Treasury on AIG rescue talks; and subsequently chaired a 50-state regulator task force overseeing AIG's insurance business and asset sales;
  - Engineered a \$2 billion resolution of the World Trade Center insurance dispute;
  - Achieved numerous consumer reforms aimed at making insurance affordable and available;
  - Required auto insurance companies to freeze auto rates during the recent gas price crisis;
  - Increased workers' compensation benefits for injured workers while reducing costs by 25 percent; and
  - Mandated insurance companies treat same-sex couples in New York equally under the insurance law.
- **Willis Group Holdings, General Counsel** **2006 to 2007**  
Served as member of the global management committee of the world's third-largest insurance broker. As chief legal officer, implemented strategies and procedures to ensure effective management of regulatory, compliance, internal audit and litigation matters and reduce operational risk exposure.

- **Morgan Stanley, Global Head of Regulatory Matters and Affairs** **2003 to 2006**  
Successfully effectuated a firm-wide shift in regulatory strategy, including improved regulatory relations and favorable resolution of numerous investigations. Conceived and built premier regulatory group. Designed and led publicly-recognized “top-to-bottom” review of the firm’s global conflicts and practices.
- **New York State Office of the Attorney General, Chief of Investment Protection Bureau** **1999 to 2003**  
Fundamentally altered the national approach of states to securities enforcement. Through innovative use of the New York State Martin Act, achieved major industry reforms in equity research and the “spinning” of hot initial public offerings, and initiated the investigation of late-trading and market-timing of mutual funds.
- **New York County District Attorney’s Office, Assistant District Attorney** **1995 to 1999**  
Litigated and investigated securities fraud and insider trading cases. Investigated a major Wall Street firm, achieving convictions at trial, substantial fines and eventual reform in the securities clearing broker industry.

## **EXPERIENCE**

### **New York University Stern School of Business, New York, NY** **2009 to Present** **Adjunct Professor of Business and Society**

- Joined the NYU faculty in 2009 as the Henry Kaufman Visiting Professor of Finance.
- Teaching an MBA course in the Markets, Ethics and Law program.

### **Candidate for New York State Attorney General, New York, NY** **2009 to 2010**

- Announced candidacy for New York Attorney General in November 2009.
- Won the Democratic Rural Conference for Attorney General by nearly a two to one margin.
- Received the endorsements of the New York Daily News and Crain’s New York Business.
- Won televised debate amongst the attorney general candidates in September 2010, scoring highest in NYT/NY1’s post-debate analysis.
- As a first time candidate, raised nearly \$3 million.
- Received the endorsements of over two dozen New York County Chairs.
- Developed several agendas outlining a vision for the attorney general’s office and proactive proposals to attack public corruption, protect consumers, hold businesses accountable, safeguard the environment, tackle discrimination, and save taxpayer’s money.
- As profiled in the New York Times, sent a letter to Governor Paterson urging him to issue an executive order granting the Attorney General’s Office jurisdiction over public corruption cases.

### **New York State Insurance Department, New York, NY** **2007 to 2009** **Superintendent**

- Appointed in January 2007 and confirmed by the State Senate in April 2007.
- Transformed the culture and reputation of a 1,300-person Department, with a \$659 million budget, which regulates almost 1,900 life, property, accident and health insurers, pension funds and other entities and 230,000 agents, brokers and other producers.
- A national leader on insurance regulation and the industry’s role in the financial system, implementing effective regulation to protect consumers and foster innovation and a competitive market for insurance.
- Honored with the 2008 “Esprit de Corps Award” by the National Association of Insurance Commissioners (NAIC) for accomplishments as an “ambassador for state-based insurance regulation.”
- Testified multiple times before federal and state legislators, including committees of both houses of Congress, on credit default swaps, the rescue of AIG, regulatory reform, bond insurance and terrorism

insurance, among other issues.

- Early leader in advocating for national regulation of credit default swaps.
- Working with the US Treasury, the New York Federal Reserve Bank and others on the AIG rescue.
- Mandated that all insurance companies must treat same-sex couples in New York who were legally married outside the state equally under the insurance law, including health insurance.
- Chair of the NAIC 50-state task force charged with overseeing AIG insurance interests.
- Chair of the NAIC's Life Insurance Committee, coordinating 50-state regulation of industry.
- In two months, engineered the largest regulatory insurance settlement in the U.S., ensuring a payment of \$2 billion for damages from the attack on the World Trade Center, which had been stalled for five years.
- Separately heads the 400-person New York Liquidation Bureau, which manages impaired and insolvent insurance companies in New York.
- Reformed, modernized and issued the first external financial audit in the 99-year history of the Liquidation Bureau, which manages \$3 billion in assets of failed companies.
- Produced workers' compensation reforms estimated to reduce the \$5 billion annual cost for New York businesses by more than 25 percent and made the market competitive for the first time.
- Facilitated \$11 billion in new private sector capital as part of a three-point plan to stabilize the bond insurance industry.
- Conceived and executed the licensing of Berkshire Hathaway's monoline insurance company;
- Orchestrated with several stakeholders \$1 billion package to rescue Jefferson County Sewer Authority.
- Developed new state pension fund regulations to further safeguard the approximately \$150 billion in assets in that fund.
- Reached an agreement that will protect nearly 11,000 accident victims and individuals receiving annual payments from structured settlements and pensions from insolvent insurer Executive Life of New York.
- Imposed new rules creating contract certainty for insurance policies in order to prevent situations similar to the protracted World Trade Center dispute.
- Required auto insurance companies to freeze auto rates during the recent gas price crisis;
- Chair of New York's commission to modernize the State's financial services regulations.
- Chair of New York's task force on medical malpractice reform.
- Co-chair of New York's universal health insurance task force.
- Issued the first proposed principles-guided insurance regulations in the United States.
- Helped lead the successful effort to renew and extend the Terrorism Risk Insurance Act.
- Entered into cooperation agreements with foreign regulators, including those of the United Kingdom, Germany, France, Taiwan, Bermuda and Macau, with more pending.
- Leader in revising regulations concerning foreign reinsurance companies.

## **Willis Group Holdings, New York, NY and London, UK**

**2006 to 2007**

### **General Counsel**

- Chief legal officer to New York Stock Exchange-listed global insurance broker, the world's third-largest, with more than 15,000 employees in 300 offices in more than 100 countries.
- Direct report to Chairman and Chief Executive Officer.
- Member of the Partners Group, the firm's global management committee.
- Managed legal, compliance and internal audit departments of over 80 professionals based in New York City, Nashville and London, including world-wide outside counsel.
- Primary legal advisor on various critical matters, including mergers and acquisitions, formation of joint ventures and issues involving securities, internal audit and corporate finance.
- Initiated and developed company-wide projects to reduce operational risk exposure.

- Implemented corporate strategies, policies and procedures to ensure effective management of regulatory and litigation matters.
- Responsible for preparation of quarterly filings in compliance with Sarbanes-Oxley.
- Regularly interacted with regulators and advised senior management on corporate governance including compliance with SEC, NYSE, BMA and the United Kingdom's FSA regulations.
- Achieved significant reductions in Legal Department spending through effective management of outside counsel and better utilization of in-house counsel.

**Morgan Stanley, New York, NY**

**2003 to 2006**

**Global Head of Regulatory Matters and Affairs, Managing Director**

- Recruited by Chief Executive Officer, Chief Legal Officer and Management Committee to set firm-wide regulatory strategy.
- Achieved major shift in firm-wide regulatory strategy, including improved regulatory relations and favorable resolution of numerous investigations.
- Conceived and built firm-wide premier regulatory group of more than 30 attorneys and other professionals with regular reports to the Management Committee and Board of Directors.
- Responsible for coordinating and supervising global regulatory matters, including institutional sales, trading, investment banking, asset management, retail brokerage and credit card divisions.
- Regularly interacted with media and corporate communications on regulatory matters.
- At request of CEO and senior management, designed and led publicly-recognized "top-to-bottom" review of conflicts and business practices and led extensive report to SEC on that review of conflicts and business practices.
- Supervised creation of resulting global policies, procedures and databases.
- Advised on firm-wide business practices, franchise risks, transactions and product concepts.
- Advised on structured transactions, investment banking, sales and trading, and retail and commercial banking, including dealings with NASD and NYSE.
- Chair of Global Conflicts Committee.
- Member of Global Operational Risk Group and Global Franchise Committee.
- Supervised General Counsel for Equity Research, Law Division's Managing Attorney and numerous company-wide projects, including large-scale internal investigations and the firm's application for Consolidated Supervised Entity status.
- Regular speaker on regulatory environment, compliance and related issues, reaching more than 20,000 employees and 1,000 firm clients, including client conferences, one-on-one meetings with client senior management, management committees and boards of directors.
- Managing Director on Law Department Diversity Committee.

**New York State Office of the Attorney General, New York, NY**

**1999 to 2003**

**Chief of Investment Protection Bureau**

- Through innovative use of the Martin Act, the combination and reinvigoration of two bureaus with more than 100 professionals produced more than 40 civil and criminal cases and investigative reports.
- Worked closely with the SEC, NYSE, NASD, NASAA and the New York County District Attorney's Office, as well as state and federal prosecutors and state securities regulators across the country.
- Supervised bureau matters and managed staff with jurisdiction over broker-dealers, investment advisors, real estate finance, commodities, franchises and theatrical finance.
- Led office into investigations, litigation and reforms of conflicts of interest in financial services industry, including research analyst cases (*In the Matter of Merrill Lynch & Co., Inc., Henry Blodget, et al., In the Matter of Citigroup Global Markets Inc., In the Matter of Jack Grubman, and In the Matter of Morgan*

*Stanley & Co. Inc.*); “spinning” of hot initial public offerings (*State of New York and Eliot Spitzer v. Philip F. Anschutz, et al.*) and late-trading and market-timing of mutual funds.

**New York County District Attorney’s Office, New York, NY**

**1995 to 1999**

**Assistant District Attorney**

- Litigated and investigated securities fraud and insider trading cases, including *People v. McAndris*, *People v. A. R. Baron* and *People v. Marisa Baridis*.
- *Investigation into the Affairs of Bear Stearns Clearing Corp.* included early use of the Martin Act, investigating a major Wall Street firm that resulted in substantial fines paid to the SEC and the DA’s Office and the initiation of reform in the securities clearing broker industry.

**Paul, Weiss, Rifkind, Wharton & Garrison, New York, NY**

**1991 to 1995**

**Litigation Associate**

- Conducted and argued trials, hearings, depositions, and appeals relating to various commercial, asbestos, patent and securities matters.
- Lead attorney in lengthy prisoner’s rights trial that obtained record award and counsel fees.

**United States Court of Appeals, Tenth Circuit, Denver, CO**

**1990 to 1991**

**Judicial Clerk for the Honorable David Ebel**

## **EDUCATION**

**New York University School of Law, Juris Doctor, 1990**

*New York University Law Review*, Review and Essay Editor. Order of the Coif.

**Duke University School of Public Policy, Master of Arts, 1987**

Recipient of Public Service Fellowship, including full-scholarship, housing and living stipend.

**Vassar College, Bachelor of Arts in Philosophy, 1985**

## **SPEAKING ENGAGEMENTS, PUBLICATIONS AND PROFILES**

### Testimony:

*Financial Crisis Inquiry Commission*, “The Role of Derivatives in the Financial Crisis”, July 1, 2010.

*U.S. Senate, Committee on Banking, Housing and Urban Affairs*, “AIG: Examining What Went Wrong, Government Intervention, and Implications for Future Regulation”, March 5, 2009.

*U.S. House of Representatives, Agriculture Committee*, “Role of Credit Derivatives in the U.S. Economy”, November 20, 2008.

*U.S. Senate, Agriculture Committee*, “Role of Financial Derivatives in the Current Financial Crisis”, October 14, 2008.

*U.S. House of Representatives, Oversight and Government Reform Committee*, “The Causes and Effects of the AIG Bailout”, October 7, 2008.

*U.S. House of Representatives, Energy and Commerce, Subcommittee on Oversight and Investigations*, “Long-Term Care Insurance”, July 24, 2008.

*U.S. House of Representatives, Financial Services Committee, Subcommittee on Capital Markets, Insurance, and Government Sponsored Enterprises*. “Proposals to Reform Insurance Regulation”, April 16, 2008.

*New York State Assembly*, “The New York State Insurance Department’s Regulatory Role in Light of Bond Insurance Crisis”, March 14, 2008.

*U.S. House of Representatives, Financial Services Committee*, “Municipal Bond Turmoil: Impact on Cities, Towns and States”, March 12, 2008.

U.S. House of Representatives, Financial Services Committee, Subcommittee on Capital Markets, Insurance, and Government Sponsored Enterprises. "The State of the Bond Insurance Industry", February 14, 2008.  
New York State Senate Insurance Committee Hearing, Coastal Testimony, October 9, 2007.  
U.S. House of Representatives, Financial Services Committee, Subcommittee on Capital Markets, Insurance, and Government Sponsored Enterprises. "Extending the Terrorism Risk Insurance Act", June 21, 2007.  
U.S. House of Representatives, Financial Services Committee, Subcommittee on Capital Markets, Insurance, and Government Sponsored Enterprises. Field Hearing in New York City, "Extending the Terrorism Risk Insurance Act", March 5, 2007.

Frequent public speaker and panelist, including:

Professional Liability Underwriting Society, "Keynote" (February 26, 2009).  
National Association of Mutual Insurance Companies Annual Convention, "Keynote" (October 1, 2008).  
Financial Stability Forum, Participant (Only U.S. state regulator) (September 29-30, 2008).  
New York Insurance Association Annual Meeting, "Keynote" (May 29, 2008).  
Mealy's Insurance, Insolvency & Reinsurance Roundtable, "Keynote" (April 10, 2008).  
New York City Partnership/Crain's New York Business Breakfast, "Insurance Regulation in New York" (February 22, 2008).  
Society of Insurance Financial Management, "Keynote" (December 6, 2007).  
International Association of Insurance Receivers, "Panel with Chris Flowers and Forrest Krutter" (October 24, 2007).  
Financial Services Roundtable Fall Conference "Washington 2007: Intersection of Politics & Policy", "Modernization of Regulation of the Financial Services Industry" (September 27, 2007).  
Debevoise & Plimpton M&A Seminar, "The Future of Insurance Regulation" (Sept. 12, 2007).  
Geneva Association, "Securitization and Insurance" (June 7, 2007).  
NYSE Second Annual Conf., panelist, "Ethics" (June 20, 2006).  
Insurance Federation of New York, "Keynote" (March 8, 2007) (November 7, 2007).  
ALI-ABA Sarbanes-Oxley Institute, panelist, "Compliance Programs" (October 7, 2005).  
NYSE Annual Conf., keynote panelist, "Ethics and Compliance" (June 21, 2005).  
NYS Bar Conf., moderator, "Shareholder Litigation and Enforcement" (June 10, 2005).  
SEC Dialogue with the Regulators, moderator, "Regulatory Risk Assessment" (May 6, 2005).  
Institutional Investor Conf., speaker, "Managing Regulatory Risk" (March 16, 2005).  
CIEBA Annual Conf., speaker, "Principle-Based Regulatory Environment" (November 8, 2004).  
NYS Bar Securities Section, speaker, "The Current Regulatory Environment" (March 30, 2004).  
CIEBA Pension Fund Managers, speaker, "The View of a Prosecutor" (January 21, 2004).  
Prime Brokerage Conf., speaker, "Hedge Fund Regulatory Environment" (January 15, 2004).

Significant publications:

What I Learned at the AIG Meltdown, Wall Street Journal Op-Ed, (February 3, 2010).  
Farmworkers Deserve Their Day in Court, New York Daily News Op-Ed, (January 28, 2010).  
Split the Financial SuperMarkets to Make them Safe, Financial Times Op-Ed, (September 30, 2009).  
Everyone, Into the Pool! It's the Only Way Insurance Works, New York Daily News Op-Ed, (September 20, 2009).  
Stopping Start-Ups, New York Times Op-Ed, (August 20, 2009).  
Principles- Based Regulation, Business Insurance Letter to Editor, (July 6, 2009).  
Marriage, Not Dating, is the Key to Healthy Regulation, Financial Times Op-Ed, (April 26, 2009).  
We Modernized Ourselves Into This Ice Age, Financial Times Op-Ed, (March 30, 2009).  
Buyers Should Pay for Bond Ratings, Wall Street Journal Op-Ed, (March 3, 2009).  
Tackle False Rumors About Insurance Companies, Financial Times Op-Ed, (July 31, 2008).  
Principles-Based Regulation Needs Robust Risk Management Structure, National Underwriter Op-Ed, (November 12, 2007).

*Putting a Premium on Disaster*, New York Times Op-Ed, (June 10, 2007).  
*Conflicts of Interest: A Guide for Banks, Auditors and Law Firms*, “History and Current Challenges of Conflicts of Interest in the United States” (2005).  
*Restoring Trust in America’s Business Institutions*, “Wall Street’s Role,” Sloan Project on Business Institutions at the Georgetown Univ. Law Center, Conference Proceedings (2005).  
*The Peculiar Treatment of Contributory Negligence in Accountants’ Liability Cases*, 65 NYU L. Rev. 329 (1990) (Recipient of Hornstein Award and Rubin Prize).

Work profiled in:

*New York Daily News*, “Go With Dinallo: He’s the Class of the Democratic Field for State Attorney General”, (September 13, 2010).  
*New York Daily News*, “Go With Dinallo: He’s the Top Democrat in Attorney General Primary” (August 22, 2010).  
*Crain’s New York Business*, “Pick for AG: Eric Dinallo” (August 22, 2010).  
*New York Times*, “Paterson Is Urged to Empower Prosecutor to Investigate Public Officials” (August 17, 2010).  
*New York Times*, “Ex-Official Wins Straw Poll for Attorney General” (May 1, 2010).  
*Wall Street Journal*, “Not Running Against Wall Street” (October 28, 2009).  
*Business Insurance*, “10 to Watch in 2009” (January 5, 2009).  
*AP*, “New York’s Former ‘Hammer’ on Wall Street Helps Save AIG” (October 5, 2008).  
*New York Times*, “Naked Came the Speculators” by Gretchen Morgenson (August 10, 2008).  
*Wall Street Journal*, Editorial, “Son of Spitzer” (February 20, 2008).  
*New York Times*, “A Regulator Not Stymied by Red Tape” (January 9, 2008).  
*Newsday*, Editorial, “Bravo, Dinallo” (August 30, 2007).  
*New York Daily News*, Editorial, “Cure Doc’s Big Headache” (July 7, 2007).  
*New York Post*, Editorial, “NY’s Legal Plague” (July 5, 2007).  
*New York Times*, “Public Lives: Inspired by a Modern Marvel: Insurance” (June 1, 2007).  
*New York Times*, Editorial, “Ensuring Progress at Ground Zero” (May 26, 2007).  
*Business Week*, “The New Ethics Enforcers” (February 13, 2006).  
*Spoiling for a Fight*, Brooke Masters (2006).  
*The Banker*, “The New Masters of the Universe” (April 2005).  
*Blood on the Street*, Charles Gasparino (2005).  
*Registered Rep*, “Ten to Watch 2004” (August 1, 2004).  
*The Wall Street Journal*, “Morgan Stanley Taps Regulators to Rehab Image” (June 21, 2004).  
*New Yorker Magazine*, “The Investigation” (April 7, 2003).  
*The New York Law Journal*, “Behind the Merrill Lynch Investigation” (December 6, 2002).

**PUBLIC INTEREST AND PROFESSIONAL ASSOCIATIONS**

Board and Executive Committee Member, *American Institute for Stuttering*.  
*New York State Governor Eliot Spitzer Transition Team* Criminal Justice Subcommittee Member.  
*New York State Attorney General Andrew Cuomo Transition Team*.  
Former Member, Executive Committee, *Commercial & Federal Litigation Sec., NYS Bar Assoc.*  
Former Member, *Marshall Chess Club Board of Governors*.  
Former Master and Membership Chair, *New York Inn of Court*.