



R. Carter Pate, CPA, MA

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Executive Summary

Carter Pate is a PwC-trained CPA; former CEO of Providence Service Corp DBA Logisticare (NASDAQ “PRSC” \$1.7B Revenue). Logisticare is the largest non-emergency medical logistics company for Medicare/Medicaid. He is recently retired Global Managing Partner of Health Care for PricewaterhouseCoopers.

He currently serves as a Board member of Optioncare Health (NASDAQ: “OPCH”, Rev \$3.0 B) and was the predecessor, Chairman of the Board of Directors and former Audit Chair for BioScrip Inc. (NASDAQ: “BIOS”); Optioncare is the largest independent provider of medical infusion services in the US.

He was recently named Chairman of the Board of the Red Lion Hotel Group (NASDAQ: “RLH”) with over 1400 hotels in North America.

He also serves as the Board Chair of Compensation for Advanced Emissions Solutions, Inc. (NASDAQ: “ADES”) and a member of the Audit Committee.

He also serves as Chairman of the Board of Global Step, Inc which is a global leader of the development, production, and maintenance of interactive entertainment technology. With offices in India, UK, Canada and the US, they are an off shore leader in the tech industry.

During the nearly two decades as a Global/US Managing Partner of US Advisory and later the Healthcare leader with PricewaterhouseCoopers, he worked with Fortune 500 companies and G-20 governments, Carter has excelled at leading change management and cost realignment to drive business objectives, achieving overhead cost reductions and revenue increases on a level that has redefined what is possible for the organizations he represents, while providing a global financial perspective while serving as an advisor and Board Director. For the first 7 years as a PwC Partner, Carter lead the restructuring practice within PwC. As an industry leader and the author of the best selling financial restructuring book “**The Phoenix Effect**” (translated into five languages), Carter has been featured in numerous publications and media outlets that

include The Wall Street Journal, Forbes, USA Today, CNN and CNBC. He is a CPA, CFE, CFPFA, and a CTP with both an undergraduate degree in accounting and a Master degree in Accounting and Information systems from University of Texas at Dallas.

PROFESSIONAL EXPERIENCE

Providence Service Corporation / Atlanta, GA Interim CEO / (Since 2017-2020) Revenue \$1.4B

Providence Service Corporation (NASDAQ: "PRSC") is a Global Holding company whose subsidiaries (including LogistiCare, Inc) provide high quality, technology-enabled healthcare. We invest in, manage and build companies that are delivering exceptional value in Healthcare service industries.

BioScrip, Inc. (now Optioncare Health) / Chairman of the Board / Director Since 2015 / Revenue \$780M

BioScrip, Inc. (NASDAQ: "BIOS") is a \$1B+ revenue industry leader that provides infusion and home care services from over 70 locations across 28 states and is a leading national provider of infusion and home care management solutions. BioScrip partners with physicians, hospital systems, skilled nursing facilities, healthcare payers, and pharmaceutical manufactures to provide patients access post-acute care services. BioScrip operates with a commitment to bring customer-focused pharmacy and related healthcare infusion therapy services into the home or alternate site setting. By collaborating with the full spectrum of healthcare professionals and the patient, BioScrip provides cost-effective care that is driven by clinical excellence, customer service, and values that promote positive outcomes and an enhanced quality of life for those it serves.

Matrix Medical Network / Phoenix, AZ / former Audit Chairman of the Board

Providence owns 46% of this private company and consolidates it's financials via the equity method. Matrix provides high-touch, specialized care in-home or via mobile health clinics to help health plans and other at-risk entities improve quality management, revenue integrity, member satisfaction and overall quality of care.

ADA-ES, Inc./Denver, CO / Compensation Chairman of the Board / (Since 2016)

Advanced Emissions Solutions, Inc. (NASDAQ: “ADES”) serves as the holding entity for a family of companies that provide emissions solutions to customers in the power generation and other industries.

ADA-ES, Inc. (“ADA”) is a wholly-owned subsidiary of Advanced Emissions Solutions, Inc. (“ADES”) that provides emissions control solutions for coal-fired power generation and industrial boiler industries. With more than 25 years of experience developing advanced mercury control solutions, ADA delivers proprietary environmental technologies, equipment and specialty chemicals that enable coal-fueled boilers to meet emissions regulations. These solutions enhance existing air pollution control equipment, maximizing capacity and improving operating efficiencies. Our track record includes securing more than 30 US patents for emissions control technology and systems and selling the most activated carbon injection systems for power plant mercury control in North America.

Red Lion Hotels/Denver, CO/Director/2019

Red Lion Hotels Corporation is an innovative hotel company with over 90,000 rooms doing business as RLH Corporation and focuses on the franchising, management and ownership of upscale, midscale and economy hotels. The company focuses on maximizing return on invested capital for hotel owners across North America through relevant brands, industry-leading technology and forward-thinking services.

**Carter Pate, LLC–Pate Family Investment Office/www.carterpate.com/
Dallas, TX / Founder and CEO / (Since 2014 and ongoing)**

Serving as a leading resource for Boards of Directors seeking world-class expertise with \$1-\$5M direct private equity support for restructuring management, regulatory healthcare compliance, growth and margin strategies, and critical business insights to drive consistent results in the marketplace.

MV Transportation / Dallas, TX / Chief Executive Officer / 2011 – 2014

The largest privately owned passenger transportation firm based in the United States, MV Transportation employs more than 17,580 dedicated professionals and operates over 221 transit contracts in 28 U.S. states, UK, Canada, Saudi Arabia, United Arab Emirates, Qatar and Brazil.

- Responsible for leading day-to-day operations, sales, and overall company strategy, while managing seven executive level direct reports. Achieved revenue

growth from \$723M to more than \$1.1B by 2013, with exceptional EBITDA growth, and the highest new business win and renewal rates in the industry at 92%. Valuation of company went up over 54% during my tenure. Won the transportation rights for the London 2012 Summer Olympics and the 2014 World Cup Brazil.

- Expanded MV Transportation from its U.S. base to a global reach operation, with a presence in five international markets. Moved MV into the areas of school bus operations, black car services and third-party logistics. Continue to serve the company as a strategic advisor to the Board of Directors, supporting ongoing expansion efforts.
- Supported major contract negotiations involving labor unions, large settlements, corporate insurance renewal, and international contracts with foreign governments. Secured contracts with the United Kingdom, United Arab Emirates, Saudi Arabia, Kuwait, Oman, China and the city of Rio de Janeiro.
- Traveled nationally and internationally, 50% of the time, to deliver sales presentations, review onsite operations, inspect facilities, and speak with employee groups.

PricewaterhouseCoopers (PWC) / Washington, DC / New York, NY

Global & U.S. Managing Partner, Heath Care Practice and Government Practice

2010-2011 / Washington, DC

The largest global professional services network, PwC operates in 1557 countries and was named “the most prestigious accounting firm in the world” for seven consecutive years by Vault Accounting 50.

- Responsible for directing more than \$410M in global public and private sector transportation, infrastructure, and capital improvement projects for PwC in the areas of high speed rail, toll roads, light rail, airports, and seaports. Set strategies and growth targets, determined revenue and spending levels to deliver double-digit growth and supported selling large scale cross board projects.
- Managed a P&L of more than \$300M annually, with full responsibility for profitability, partner income, and 43 industry managing partners in the world’s largest industrialized counties.

- Built the Capital Projects and Infrastructure practice from the ground up, and started the PwC Government practice in the U.S. following its previous sale to IBM in 1999. Achieved 40% growth compounded annually during tenure, and played a key role in making the Healthcare and Government practices among the top five fastest growing practices in PwC.

U.S. Managing Partner, Advisory Line of Service (Consulting) / 2009-2010 / Washington, DC / New York, NY

Responsible for strategy, top-line growth, profitability, and oversight for a number of PwC divisions that included Transaction Services; Technology and Security Controls; Risk, Regulatory and Compliance Services; Forensic and Investigation Accounting Services; Internal Audit Services; International Financial Reporting Standards (IFRS) Compliance; People and Change Services; Finance, Valuation, and Operations Improvement; and Corporate Restructuring and Performance Improvement Services.

Managed a full P&L responsibility exceeding \$1B, along with approximately 10 Managing Divisional Partner direct reports that included division COOs, CFOs, HR, and administrative personnel.

Interacted with country leaders around the globe on large proposals and served as the international financial advisor to a range of leading companies that included DIMON International, Kevco, Inc., Volvo Industrial Engines and Systems, Ericsson Electronics, SABMiller, TransWorld Airlines, Kmart and General Motors.

Led three of the fastest growing practices at PricewaterhouseCoopers at that time, achieving double digit growth from 2009-2011.

Global & U.S. Managing Partner, Healthcare Practice / 2007-2010 / Washington, DC / New York

Responsible for managing, reviewing, and recruiting partners; setting the overall division strategy; and managing relationships with the world's largest Pharmaceutical, Provider and Payer clients. Drove market prioritization, priority account identification, and revenue growth for the Healthcare sector. Guided sector-oriented training, knowledge management, and thought leadership for the Advisory, Assurance, and Tax Practices.

- Managed the full division P&L of \$700M in revenue, with responsibility for 16 major countries and their budgets. Led 12 managing National and Regional Partners, including COOs, CFOs, HR and administrative personnel.

- Led PwC's Global and U.S. healthcare Leadership Council, to develop and execute the overall sector program and strategy across the G-20 countries in which PwC has a member firm.
- Managed the expansion of the PwC Healthcare network in Europe and the initial development of the Asia Pacific network. Consolidated the global go-to-market strategy with aligning principles and set up a global billing system to foster cross-border cooperation.
- Achieved a 28% increase in global revenue during tenure, brought six unprofitable country practices into profitability, increased profitability by 11% and improved A/R Days Sales Outstanding by 22 days.

Global & U.S. Managing Partner, G-20 Government Practices / 2004 – 2008 / Washington, DC / New York City, NY

U.S. Managing Partner, Corporate Restructuring Partner / 1999-2004 / Washington, DC / New York, NY

Corporate Restructuring Managing Partner / 1996- 1999/ Washington, DC / New York, NY

EDUCATION

Masters of Accounting & Information Management

The University of Texas at Dallas – Richardson, TX 4.0 GPA

Bachelor of Science, Accounting / Honorary PhD

Greensboro College – Greensboro, NC

CERTIFICATIONS & PROFESSIONAL DESIGNATIONS

- Certified Public Accountant - Texas/Texas Society of Certified Public Accountants
- Top Secret Clearance / Department of Defense (2005 – Present)
- Certified Public Accountant – New York/New York State Society of Certified Public Accountants (2008, Inactive)
- Certified Public Accountant – Virginia/Virginia Society of Certified Public Accountants (2008, Inactive)
- Certified Public Accountant – District of Columbia/The Greater Washington Society of CPAs (2008, Inactive)
- Certified Fraud Examiner/Association of Certified Fraud Examiners (2001, Inactive)
- Certified Forensic Public Accountant/American Institute of Certified Forensic Public Accountants (1999)

- Certified Government Financial Manager/Association of Government Accountants (2002)
- Certified Insolvency & Reorganization Accountant/Association of CIRA (1998)
- Certified Turnaround Professional/Turnaround Management Association (1996)

ADDITIONAL BOARD APPOINTMENTS & PROFESSIONAL AFFILIATIONS

- Texas Lieutenant Governor's Advisory Transportation Committee (2015 – Present)
- National Association of Corporate Directors (NACD), Board member (2015-Present)
- National Association of Corporate Directors, Member (2014-Present)
- Institute for Excellence in Corporate Governance, Member (2014-Present)
- MV Transportation, Inc., Board of Directors, Advisor (2011-2016)
- Carmel Worldwide, Lead Director (2011-2014)
- American Institute of Certified Public Accountants, Member (2004-2011)
- Baylor healthcare of Plano, Texas, Board Member (2001-2004)
- Sun Coast Industries, Inc. (NYSE: SN), CEO & Board Member (1991-1994)
- Hunt Liquidating Trust, Chairman of the Board (1989-1995)
- Sun TV and Appliance, Inc., Chairman of the Board (1988-1991)

VOLUNTEER ACTIVITIES

- Dallas Regional Chamber / Board Member – Dallas, TX (2013-2015)
- George Mason University Board of Visitors / Board Member – Fairfax, VA (2011-2013)
- Habitat for Humanity International / Volunteer – Dallas, TX (1994-2001)
- Greensboro College / Chairman of the Board and Board Member – Greensboro, NC (1991-2005)

SELECT AWARDS & PROFESSIONAL RECOGNITION

- Board Governance Fellowship Award / NACD – National Association of Corporate Directors (2015)
- Distinguished Alumni Award / The University of Texas at Dallas (2015)
- Management Committee Award / PwC – PricewaterhouseCoopers (2004)
- Alumni Excellence Award / Greensboro College (1998)
- 40 Under 40 Honoree / Dallas Business Journal (1991)

PUBLICATIONS

The Phoenix Effect: Nine Revitalizing Strategies No Company Can Do Without, Co-Author – Originally published by John Wiley & Sons in 2002, this book has since been translated into five languages.