

MICHAEL J. HEAD, CPA, CMA, CIA, CISA

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Qualifications

Over 43 years of consulting, auditing, and accounting experience in a combination of public accounting and the private sector, including experience in the financial services and manufacturing industries. Proven leadership ability in personnel development, resource management, problem identification and solving, internal and financial control consulting, and project management. Strengths include exceptional communication skills (both oral and written), time management, risk management, financial services knowledge, and general management skills. Regarded as results oriented and decisive with outstanding technical knowledge and common sense. Extensive experience and exposure to Executive Management and Board of Directors of multi-billion dollar organizations.

Education

Bachelor of Science degree in Business Administration with an emphasis in accounting (cum laude) - University of Missouri - Columbia, Missouri (May 1980).

Securities Industry Institute at the University of Pennsylvania – Wharton School (March 2007)

Societal Impact Statement

I seek to have a positive impact on society through my consulting practice, classroom teaching, and professional service. In terms of my consulting practice, I seek to provide independent, objective insight and advice to my clients that add value and improve organizational operations. I accomplish this *by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control, and governance processes*. In the classroom and through my teaching, I hope to motivate students to see how Accounting, and more specifically Internal Auditing, help organizations improve risk management, control, governance. I strive to give students the tools to help them advance on their leadership journey. Finally, through my service to the profession, I am focused on impacting business professionals, students, and other faculty through professional development and ongoing mentoring to increase their ability to advance the world's prosperity through their own leadership, professional service, and teaching.

Professional & Civic Affiliations

FINRA securities licenses held included Series 7, 24, 27 and 63 (inactive)

Appointed member of the Public Company Accounting Oversight Board (PCAOB) Investor Advisory Group (IAG) – Served two consecutive, three year terms 2014 – 2020.

Member of the American Institute of Certified Public Accountants, Texas Society of Certified Public Accountants, Nebraska Society of Certified Public Accountants, Missouri Society of Certified Public Accountants, Institute of Internal Auditors, Information Systems Audit and Control Association, and Institute of Management Accountants.

Member of the Institute of Internal Auditors (IIA) and currently serves on the Board of Governors of the Brazos Valley IIA Chapter. In the past, served as the Chairman of the North American Advocacy Committee for the North American Board of the IIA, served as Vice Chair – Finance of the Executive Committee of the IIA's International Board, served on and chaired the Audit Committee of the IIA's International Board, served on the IIA's North American Board, and served as a Trustee on the IIA's Research Foundation Board.

Co-authored *Internal Auditing: Assurance and Consulting Services*, a textbook published by the IIA Research Foundation in July 2007 with the second, third, fourth, and fifth editions released in 2009, 2013, 2017, and 2022, respectively. Also co-wrote *Blended Engagements*, published in *Internal Auditor* magazine, which earned the authors the 2010 Outstanding Contributor Award.

Awarded the CAHILL Award of Excellence by Creighton University's Heider College of Business in 2014

Formed in the fall of 2015 and served as the faculty moderator of the Creighton Student Center for the Public Trust (CPT) until June 2016. Under my leadership, Creighton University established the first student chapter in the state of Nebraska. The mission of the Student CPT is to promote ethical thinking in the developing character and conscience of students.

Formed in the fall of 2018 and currently serves as the faculty advisor of the Texas A&M University recognized Internal Audit Program Student Association (IAPSA), which serves as a Student Chapter of the Institute of Internal Auditors (IIA). Under my leadership, Texas A&M University established a student chapter of the Institute of Internal Auditors. The IIA Student Chapter provides undergraduate and graduate students with an educational and social organization that promotes internal auditing as a career objective. The IAPSA partners with the Texas A&M University Internal Audit Program to inspire and develop transformational Internal Audit leaders.

Recognized as a 2019 Fish Camp Namesake in recognition of my leadership and positive impact on Texas A&M University, its students, and the local community.

During the fall 2020 semester, I served as an Instructor Mentor for the First Year Experience (FYE) mandatory course at Texas A&M University.

Awarded the Baggett Snoots Teaching Excellence Award by Texas A&M University Mays Business School's James Benjamin Department of Accounting in 2021

Teaching Experience

Texas A&M University – College Station, Texas
(Executive Assistant Professor – Department of Accounting) September 2021 – Present

(Lecturer – James Benjamin Department of Accounting) September 2016 – August 2021

Responsible for instructing multiple sections of Introduction to Financial Accounting, Accounting Ethics, Internal Auditing, and Fraud Examinations.

Creighton University - Omaha, Nebraska January 2013 – June 2016
(Resident Instructor – Accounting Department)

Responsible for instructing multiple sections of Introduction to Financial Accounting and Introduction to Managerial Accounting. Also, serve as a faculty advisor for assigned students.

Business Experience

TD AMERITRADE Holding Corporation - Omaha, Nebraska August 1999 – May 2013 (Retired)
(Managing Director – Corporate Audit)

Responsible for the coordination and delivery of risk-based and process-driven review, assurance, and advisory services specific to internal controls and risk management throughout TD Ameritrade including the development, directing, organizing, monitoring, planning, and administering the strategic, operations, information systems, compliance, and financial audit plan and budget, as approved by the Board Audit Committee, for the purpose of determining the accuracy of financial records, effectiveness of prudent business practices, and compliance with applicable policies, procedures, laws, and regulations.

PricewaterhouseCoopers LLP - Omaha, Nebraska October, 1997 – August 1999
(Director Internal Audit Services)

Responsible for building, marketing, sales and delivery of risk management services, including strategic risk services, financial risk management, compliance risk management, operational and systems risk management, and internal audit services to targeted clients. Managed the Internal Audit Services practice for the Nebraska Practice and the SW Region Financial Services Industry Practice. Responsible for identifying and pursuing suitable market segments and target clients. Works closely with industry teams to sell and deliver risk management services to existing clients, as well as develop and produce new leads at non-client companies. Works with the partners to coordinate and track leads developed, manage action plans to secure new client commitments, and execute sales campaigns through a variety of approaches including mail, personal visits and follow-up, etc.

Also, responsible for delivering high quality value-driven risk management services for a wide variety of clients in various industry groups and for managing relationships with those clients to ensure the highest client satisfaction. Responsible for managing local risk management team members and building a local infrastructure to support the delivery of services to clients. Serves as an internal control and operations consultant with extensive working knowledge in the COSO (Committee of Sponsoring Organizations of the Treadway Commission) internal control framework. Provides timely control evaluations of significant operating functions, processes, systems, products, and services. Services include financial, compliance, information systems, and operational control reviews of all significant business activities and processes of clients utilizing the COSO and CobiT evaluation models.

The Guarantee Life Companies Inc. - Omaha, Nebraska January, 1996 – September, 1997

(Corporate Auditing Vice President)

Responsible for the development and implementation of a risk based comprehensive internal audit function for the Guarantee Life as part of becoming a publicly owned insurance company. Served as an internal control and operations consultant. Provided timely control evaluations of significant operating functions, processes, systems, products, and services. Services included financial, compliance, information systems, and operational control reviews of all significant business activities of the Company utilizing the COSO and CobiT evaluation models. Guarantee Life is a \$1.3 billion insurance company that markets group life and health insurance products to employers and other groups, and life insurance and annuities to individuals. Guarantee Life's principal business operations are based in Omaha, Nebraska and conducted in 48 states and the District of Columbia. Insurance coverage and related benefits are provided through more than 200,000 individual and group policies issued to almost 1.4 million customers throughout the United States.

FirsTier Financial, Inc. - Omaha, Nebraska September, 1991 - January, 1996

(Vice President and Manager of Audit Operations)

Responsible for the administration of the corporate audit and consulting function of FirsTier Financial, Inc. and all its subsidiaries. Instrumental in the development and implementation of a proactive, risk based operational audit function. Audit universe included Information Systems, Financial & Operational activities, Mortgage Banking activities, Brokerage activities, and Trust activities. Audit responsibilities included oversight, resource management, recruiting, and training of a staff of 17.5 full time equivalents. Direct interaction with executive management (CEO, COO, & all Division Heads) and reported to the Board Audit Committee comprised entirely of outside directors representing major companies residing in Omaha, Lincoln, Norfolk, and Scottsbluff, Nebraska. Prepared, reviewed, and communicated risk based financial, operational, and compliance related findings and recommendations to senior management and the Audit Committee on a regular basis. Responsible for an annual audit budget in excess of 27,000 man hours and approximately \$900,000 of direct expenses. Acted as the corporate liaison between the external accounting firms, regulatory bodies, and interested third parties.

KPMG Peat Marwick - Omaha, Nebraska
(Senior Audit Manager)

1990-1991

Senior Audit Manager - Responsible for the planning, administration, reporting and scheduling of engagements for several SEC clients. Was developed and trained as a financial services specialist, but also had extensive exposure to various other industries. Assisted in ongoing campus recruiting. Responsible directly for client relations of multi-billion dollar bank holding company and financial services clients. Reviewed financial statements and related SEC filings for compliance with SEC guidelines and Generally Accepted Accounting Principles. Prepared and presented formal management letters with operational and financial reporting findings and recommendations to senior management and Board of Directors representatives. Participated in the initial information gathering task force for evaluating the feasibility of a co-sourcing practice for the firm.

Bank of America (Formerly NationsBank & NCNB Texas) - Dallas, Texas
(Audit Manager)

1986-1990

Responsible for the planning, administration, budgeting, and reporting of various lending and operating units in the North and West Texas Regions. Primary responsibility for scheduling over 100 staff with direct oversight and development responsibilities for approximately 25 staff in the Dallas Office. Responsible for university recruiting relationships for selective schools targeted by NCNB Corporation. Also, responsible for the development, authoring, and maintenance of the Introduction to Bank Audit core training course for entry level staff auditors. Specialized in Commercial Lending, Indirect and Direct Consumer Lending, & Mortgage Banking. Managed the Fort Worth office prior to consolidation into the Dallas office with a dedicated staff of 13 full time equivalents and an annual direct expense budget of approximately \$1 million. Participated in the Statewide Transition and Conversion Team related to the First Republic Bank (formerly InterFirst) FDIC bailout and subsequent purchase by NCNB Corporation.

Standard Havens, Inc. - Kansas City, Missouri
(CFO & Corporate Controller)

1985-1986

Responsible for corporate financial accounting operations and reporting, including SEC filings for a multi-million dollar manufacturing concern. Prepared and presented financial results to senior management and the Board of Directors. Coordinated all audit efforts, both internal and external, with direct supervision of the internal audit function. Coordinated consolidated financial accounting and reporting for all domestic and foreign subsidiaries with operations in Canada, France, Australia, and Germany. Administered corporate benefit plans, including 401(k), pension, and ESOP plans. Supervised approximately 15 staff performing accounts payable, payroll, cost accounting, financial reporting, taxes, fixed assets, and accounts receivable functions.

Bank of America (Formerly NationsBank & NCNB Texas) - Fort Worth, Texas
(Audit Manager)

1984-1985

Managed the Fort Worth office and administered all audit efforts for the Regional Lead Bank and the West Texas Region with a dedicated staff of 13 full time equivalents and an annual direct expense budget of approximately \$1 million. Responsible for financial, operational, compliance audit efforts, including trust activities.

KPMG Peat Marwick - Kansas City, Missouri
(Supervising Senior)

1980-1984

Supervising Senior - Responsible for the day-to-day supervision of multiple, concurrent audit engagements with as many as 5 staff on each assignment. Prepared and reviewed financial statements for various clients. Broad industry exposure with an emphasis in financial institutions and the financial services industry. Assisted in campus recruiting at the University of Missouri-Columbia.

References

References available upon request.