### Resume of Ms. Cynthia Holste Pepper

#### Areas of Specialization

Cynthia Holste Pepper brings 30+ years of experience leading Human Resources functions and providing assessment and consulting services to governmental, educational, and not-for-profit institutions. Her professional background in organizational behavior coupled with her educational background in biopsychology gives her a unique platform from which to provide meaningful assessments and organizational interventions.

Ms. Pepper provides consultative and operational services to public and private universities, state governments, municipalities, and numerous public and private industries. Her work covers a broad spectrum of strategic and operational challenges, including assessing and optimizing organizational structure; identifying and eliminated barriers to business effectiveness; culture change strategy; total compensation programs; staffing and retention strategies; performance evaluation and optimization; legal and regulatory compliance; union relations; aligning policies and practices; and internal communications. A consistent focus of her work is to discover the hidden opportunities for performance excellence that exist in the spaces between hierarchical authority in distributive business models and help organizations bridge those gaps.

She has held leadership roles in multiple capacities, including that of the director of human resources for a large city, a member of the cabinet of a college, and as an executive coach to senior leaders of all levels across clients in government, education, non-profits, corporations, and the judiciary. She has a broad understanding of the inter-relatedness of organizational functions for optimal performance and is a trusted business advisor as well as experienced member of boards and commissions.

In the utility arena, she has emphasized the changing nature of the regulated environment and has worked with both municipal and investor-owned utilities to bring about changes that will support more effective operations. Additionally, Ms. Holste Pepper has participated as a Lead or Technical Consultant on 31 management and operations reviews of water, gas, electric and telecommunications companies. (See below for relevant examples)

Ms. Holste Pepper served as a delegate from Michigan to the 1995 White House Conference on Small Business Administration. Her past service includes a position on the Board of Directors for the National Association of Women Business Owner (NAWBO), as a Commissioner on the Local Officials Compensation Commission for the City of Dearborn, and currently sits on the Executive Board of Directors for the Small Business Association in Michigan. She is active in many professional associations.

#### Selected Consulting Experience

***Kentucky-American Water Company*** - Lead Consultant for a management and operations review for the Kentucky Public Service Commission. Investigated the human resources area, including manpower planning, wage and salary practices, EEO/AA programs, employee benefits, labor relations, management development and training, and safety management. A total of 11 recommendations were made that address potential improvements.

***Trenton Water Works -*** Lead consultant in a management study of the human resources core processes, with an emphasis on process improvement through team involvement. Ms. Holste Pepper is the facilitator for a team comprised of senior utility, City, and State personnel, with a charter to identify and improve core process delivery. A detailed management assessment of the current and recommended processes, along with detailed staffing and organization plans resulting from improvements in core business processes and technological advances are deliverables.

***United Water Pennsylvania -*** Lead Consultant for the review of the human resources policies, practices, and programs as the company was integrated in the United Water organization from General Waterworks. The assessment included recommendations pertinent to blending the two cultures, integrating programs between two previously separate companies, developing personnel, managing compensation, benefits, promotional opportunities, etc. between two culturally-distinct entities.

***Philadelphia Suburban Water Company-*** Lead Consultant for a management and operations audit of the Human Resources function for the Pennsylvania Public Utility Commission. The review included human resource planning and selection, EEO/AA programs, training and development, compensation, supervision, compliance, and productivity and staffing levels (work force management).

***VI WAPA –*** Lead Consultant for a management and operations audit of the Human Resources function of the Virgin Islands Water and Power Authority. Assessed the policies, practices and programs related to the efficient functioning and development of the company’s personnel, including the policies and procedures, staffing levels, compensation and benefits practices, labor relations, and communications. Developed recommendations that will move the company into a more competitive position through effective cost savings, talent development and succession, changes to the benefits plans and recruitment strategies. (20113

***Curoil Power –*** Lead Consultant for a management and operations review of the human resources functions of this island power company. Recommendations included addressing the challenges of talent acquisition and development in a limited environment.

***Aqualectra Power Company*** – Lead Consultant for a management and operations review of the human resources functions and labor relations for an organization with the challenges of multiple island sites, limited professional development opportunities, cultural norms and succession planning challenges.

***Duquesne Light Company*** – Lead Consultant for a management and operations review of all human resources programs, including the extent to which the design, development, and administration of human resources programs support the corporate mission and goals. Short-term and long-term tactical and strategic issues were identified.

***United Illuminating*** - Lead Consultant for a management and operations review of all human resources programs. Addressed major changes in corporate policies, including wage and benefits programs as Company dealt with economic downturn and rate structure issues.

***Pennsylvania Gas and Water Company -*** Lead Consultant for a management and operations review for the Pennsylvania Public Utility Commission. Ms. Holste Pepper investigated all areas related to human resources, including executive compensation and staffing.

***Entergy Corporation*** - Lead consultant on this review of affiliated transactions. Ms. Holste Pepper assessed various executive and employee compensation programs to determine how they impacted decisions made relative to affiliated relations. Additionally, she investigated the issue of “brain drain” between the regulated and non-regulated segments of the corporation.

***Louisville Gas & Electric Company*** - Lead consultant on this comprehensive management audit for the Kentucky Public Service Commission. Incremental improvements were identified in the areas of executive incentive programs, management of benefit programs, and gains sharing for employees. These changes were made during a time of considerable downsizing, labor issues, and internal changes from a hierarchical to a team-based organization.

***PECO Energy Company*** - Lead Consultant on a reengineering project of the major utilities Materials Management Department. The assignment included the integration of a new business design into an existing organization. It involved the assessment of the existing HR programs and policies, and a team approach to achieving the desired outcomes and goals. Development of new job specifications, work rules, organization and staffing design, pay levels, recruitment sources, etc. were critical to the success of the project.

***Alltel Pennsylvania, Inc.*** – Lead Consultant for a management review of all human resources programs, including compensation, benefits, staffing programs and costs, labor relations, training and employee development, and regulatory compliance. The cost burden to Pennsylvania ratepayers relative to the total corporate service area was investigated.

***Commonwealth Telephone Company -*** Lead Consultant on the assessment of the Human Resources program within Commonwealth Telephone Company and its parent CTEC Corporation. Reviewed the delineation of Human Resources activities between the two organizations, measured the effectiveness of the design, reviewed staffing levels, compensation, diversity, employee movement, cost allocations, benefits programs and costs, and labor programs.

***Union Light, Heat & Power Company -*** Consultant for a management and operations audit of the Human Resources function for the Kentucky Public Service Commission. The review included human resource planning and selection, EEO/AA programs, training and development, compensation, supervision, compliance, and productivity and staffing levels (work force management).

***Pennsylvania Power & Light Company*** - Lead Consultantfor a management and operations audit for the Pennsylvania Public Utility Commission. Ms. Holste Pepper investigated the human resources area, as well as several special objectives including affirmative action and EEO, salaries, wages, and benefits, with emphasis on executive compensation.

***Central Maine Power Company -*** Lead Consultant for a focused review for the Maine Public Utilities Commission. Ms. Holste Pepper investigated the executive compensation and salaries area.

***U.S. West, Inc., Advanced Technologies, Inc. and U.S. West Communications -*** Lead Consultant for regulatory impact reviews for a Three-State Steering Committee (TSSC) of Arizona, Iowa, and Oregon on behalf of the U.S. West Regional Oversight Committee, which is composed of the 14 states served by U.S. West Communications.

***West Texas Utilities Company -*** Lead Consultant for a management and operations audit of the Company's Human Resources function for the Public Utility Commission of Texas. The review included human resource planning and selection, EEO/AA programs, training and development, compensation, supervision, and affirmative action.

***Western Kentucky Gas Company -*** Lead Consultant for a management and operations audit of the Human Resources function for the Kentucky Public Service Commission. The review included human resource planning and selection, EEO/AA programs, training and development, compensation, supervision, compliance, and productivity and staffing levels (work force management).

***Peoples Natural Gas Company -*** Lead Consultant for a management and operations audit of the Human Resource function for the Pennsylvania Public Utility Commission. The review included all industrial relations training and development, personnel, accident prevention, and employee services functions. Investigated the quality and integration of company programs, the equitable treatment of employees, EEO/AA activities, grievance procedures and results, and safety programs.

***New England Telephone Company -*** Consultant for a focused management and operations review for the Department of Public Utilities of Massachusetts. Investigated the human resources function of New England Telephone (NET) regarding its affiliated transactions with the major NYNEX affiliates.

***Philadelphia Gas Works -*** Consultant for a management and operations audit of the Human Resources function for the Philadelphia Gas Commission. The review included human resource planning and selection, EEO/AA programs, training and development, compensation, supervision, compliance, and affirmative action.

***DTE Energy –*** Consultant for a long-term compensation project including updated market pricing, job reclassification, and complaint resolution***.***

***Semco Energy Gas Company –*** Long-term consultant in human resources and management problem resolution. Designed and installed a customize market-sensitive compensation program that included detailed reviews of all jobs across the company, appropriate pay positioning, legal and regulatory compliance, customer-centered policies, data capture and annual updates.

***Enstar Gas Company –*** Consultant for resolution of internal personnel issues related to pay, management, customer service roles, and workforce development.

***New Mexico Gas Company*** – Provided determination and restructuring of pay systems as part of due diligence prior to an acquisition by Continental Energy. Provided post-acquisition compensation consulting services to NMG relative to integration efforts.

***Grayson Rural Electric Cooperative*** – Provided findings and recommendations pursuant to an assessment of the human resources function, compensation, staffing, retention, as well as the role of the board of directors’ impact on these operations.

#### Other Business and Professional Experience

In addition to her consulting practice, Ms. Pepper has held several positions in human resources. As Director of Human Resources for the City of Dearborn, she has led broad organizational change initiatives to successfully navigate the current and future challenges of talent sustainability and best practices in a large, diverse municipal environment. Work includes risk assessments, succession planning, full-scale talent spectrum strategies, employee engagement and inclusion, total compensation design, labor relations and negotiation strategies.

As Executive Director of the Henry Ford College Foundation and a member of the President’s Cabinet, Ms. Pepper led the reintegration of the Foundation with the Academics of the College. Her work led to the largest annual donations in the College’s history to support student learning and opportunity for underprivileged young adults.

As Director of People Excellence at AmeriClean System, Inc., a large national company, she revised compensation programs to be leading-edge support programs for salaried and commissioned employees, redesigned the benefits program to be better aligned with current legislation and increase choices for employees, expanded the training and development programs to support short-term and long-term corporate goals, and protected the corporation from legal and regulatory challenges through changes to the policies and practices.

Her responsibilities at ADP Network Services Inc. included the development of programs to identify, attract, hire, and retain qualified technical and professional employees, the development and implementation of the corporation's first Affirmative Action Plan, and the development of a comprehensive salary administration/compensation program that utilized a pay-for-performance approach to the management of business, and employee relations. She supervised employee programs and managed the implementation of corporate employee benefit programs in a divisional office.

#### Education

* MA, Eastern Michigan University (Counseling/Personnel)
* BA, University of Michigan (Psychology)
* Harvard University (Executive Education Negotiation program)

#### Professional Activities and Affiliations

* Adjunct Faculty, University of Toledo, Executive Center for Global Competitiveness
* Adjunct Faculty, Wayne State University, School of Business, Executive Management Program
* Presentation "Process for Determining Executive Compensation," NARUC Staff Subcommittee on Management Analysis, Winter 1993.
* Diversity training for commission staff personnel
* Board of Directors, National Association of Women Business Owners
* Board of Directors, Chair, Small Business Association of Michigan
* Board of Directors, National Small Business Association
* Board of Directors, Henry Ford College Foundation
* Board of Director, YWCA of Western Wayne County
* Member, Society for Human Resource Management
* Member, Project Advisory Task Force for Michigan Jobs Commission
* Delegate, White House Conference on Small Business, 1995
* Co-chair, White House Conference National Human Capital Implementation Committee
* Contributing author to three scientific studies in the field of physiological psychology; published in international industry journals.

**Certifications & Licenses**

* Licensed Professional Counselor, State of Michigan
* Myers-Briggs (MBTI) individual and team profile instruments
* DiSC individual and team profile instruments
* COPS Interest Inventory
* Strong Interest Inventory
* Denison Organization Culture Assessments
* Denison 360 Leader Assessment
* GROW coaching
* Leading Today’s Professionals

**Public Presentations and Publications (selected recent examples)**

* *Anatomy of a Merger: Leadership Lessons from the Merger of the Medical University of Ohio and the University of Toledo*, Leading Culture Change, Learning from Worldwide Best Practice cases, RossiSmith Publishing, 2015
* Contributing author to Non-Profit Excellence, Learning from Worldwide Best Practice cases, RossiSmith Publishing, 2012
* “Increasing Institutional Efficiencies and Student Learning through Leadership Development Strategies,” Higher Learning Commission, Chicago, IL
* “Paving the Way to a Promising Future by Fostering Institutional Leadership,” CUPA Regional Conference
* “Academic Broadbanding,” Michigan CUPA conference
* Contributing author to three scientific studies in the field of physiological psychology focusing on the neurochemical bases for learning; published in international industry journals.
* Lessons in Leadership, presentation at regional CUPA conference
* Structured Compensation Programs, Business Next Radio Show
* Six Secrets to Success: How to Motivate and Retain Talent, SBAM Journal
* “Employee Retention,” Small Business Spotlight Radio Show
* “Money and Other Rewards”, EMU, Leadership Series
* “Process for Determining Executive Compensation,” National Association of Regulatory Utility Commissioners
* “Affirmative Action, EEO, and Diversity – the Differences,” Municipal leaders
* “Challenges of Human Resources Departments,” Small Business Association Barometer