

James C. Fontana, Esquire

Professional History

James C. Fontana has 24 years of experience as an attorney specializing in government and commercial contracts, with an emphasis on technology and related technical services, as well as network assurance systems and technology products. He also specializes in mergers and acquisitions, particularly in the government technology sector. In addition, he is one of the few recognized experts in national security law, especially with regard to Foreign Owned, Controlled or Influenced (FOCI) entities under the Defense Department's National Industrial Security Program. In 2006, the Association of Corporate Counsel named Mr. Fontana Outstanding Chief Legal Officer in the Washington D.C. Metropolitan Area. In both 2005 and 2006, the *Washington Business Journal* named Mr. Fontana a Top Attorney in the Washington, DC area in the General Counsel category.

Mr. Fontana is currently Senior Vice President, General Counsel and Corporate Secretary of Alion Science and Technology Corporation, a public company providing technology solutions and products to the Department of Defense, civilian agencies and commercial customers. In this position he oversees all of the legal affairs of Alion and its subsidiaries, and advises the company on such matters as corporate governance, domestic and international contracts, litigation, technology licensing, acquisitions and divestitures, intellectual property management and employment issues. He is also the company's Corporate Compliance Officer, and is responsible for assuring the company's adherence to national industrial security requirements. Mr. Fontana also serves as Corporate Secretary to the Alion Board of Directors.

Since Mr. Fontana joined Alion in January 2004, the company's annual revenues have almost quadrupled. Mr. Fontana contributed to that growth in large part by directly overseeing and taking an active role in 14 key acquisitions by Alion as well as several financing transactions to include a recent \$250 million high yield public debt offering.

Mr. Fontana has held senior positions at other major corporations. He is formerly Senior Vice President, Corporate Development and Law, of Getronics Government Solutions, LLC (formerly Wang Global). In addition to his duties as General Counsel, Mr. Fontana was responsible for the contracts management, export compliance, human resources, security and training departments, as well as the company's efforts involving mergers and acquisitions. He also served as secretary to the board of directors. Getronics was sold to DigitalNet, Inc. in 2002. DigitalNet is now part of BAE Systems NA. Mr. Fontana also served as General Counsel of Vinnell Corporation and Senior Corporate Counsel to BDM International, Inc., Vinnell's parent company. BDM and Vinnell were sold to TRW in 1997, and are now a part of Northrop Grumman Corporation.

Mr. Fontana is also formerly with Reed Smith, LLP, a top 20 law firm, and a founding member of that firm's Government Contracts and Export Compliance Group, as well as an active member of the Technology Law Group. In private practice, he represented clients with regard to government contracts, export control, mergers and acquisitions, national security, technology transfers and corporate governance issues.

Activities and Affiliations

Mr. Fontana is a frequent seminar speaker and author on issues relating to government contracts, international law and technology-related issues. He had previously been a regular contributor to Washington Technology's *Infotech and the Law* column, and has published articles in numerous other publications, including the American Bar Association's Public Contract Law Journal, the National Contract Management Journal and Federal Publications. In addition, Mr. Fontana has been interviewed by the *Legal Times*, *Washington Technology*, *Federal Computer Week*, the *Washington Business Journal* and the *General Counsel Weekly*, among other publications.

Mr. Fontana is a former adjunct professor of law at George Mason University School of Law in Arlington, Virginia. He has also conducted lectures at Temple University School of Law, Georgetown University School of Law, Southern Methodist University School of Law, the Judge Advocate General's School at the University of Virginia, the American Bar Association, the National Institute of Federal Procurement, the National Contract Management Association, the Contracts Services Association and the American Conference Institute, in addition to other industry associations.

Mr. Fontana is a member of the American Bar Association (Public Contract Law Section member) and the Association of Corporate Counsel. He is admitted to practice in the District of Columbia and Virginia. He is also admitted before the U.S. District Courts for the District of Columbia, the Eastern and Western Districts of Virginia, the U.S. Courts of Appeal for the District of Columbia and the Fourth Circuit, the U.S. Court of Federal Claims, the U.S. Court of Appeals for the Federal Circuit and the U.S. Supreme Court.

Civic Activities

Mr. Fontana served a three-year term as Chairman of the Board of Easter Seals for the Greater Washington-Baltimore Region, a charitable organization long known for its service to children and adults with disabilities, and previously served as that organization's Treasurer. In 2007, Mr. Fontana was presented with the Clarence F. Donohoe Award for outstanding contribution as a member of the Easter Seals Board. He continues to be an active fundraiser and member of the Easter Seals Board of Directors. Mr. Fontana is also a member of the Board of Directors of America Sings, Inc., a charitable group serving the interests of homeless children, and previously served as that organization's Chairman.

In addition, Mr. Fontana is also a member of the Board of Directors of the Professional Services Council, the principal national trade association representing the federal government's professional and technical services industry. He also serves as a member of the Dean's Advisory Board to the George Mason University School of Management.

Education

Mr. Fontana is a graduate of Temple University School of Law, where he was a member of the Law Review and Moot Court Board, and the recipient of the International Trial Lawyer Association Award. He received his undergraduate degree from American University, where he majored in economics.