

# The Indiana Chapter of The ESOP Association



## 2012 Round Tables & Round Ball Event MARCH MADNESS ESOP STYLE



Friday, March 9, 2012  
9:30 A.M. to 3:30 P.M. (EST)



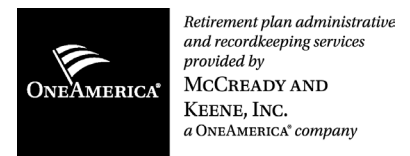
The Murat Shrine Temple  
510 North New Jersey Street  
Indianapolis, IN 46204

Event should qualify for CPE  
credits in Indiana.

## EVENT SPONSORS



RYDMAN & FOX, INC.



# EVENT PROGRAM

8:45 a.m. - 9:30 a.m.	REGISTRATION / CONTINENTAL BREAKFAST
9:30 a.m. - 9:40 a.m.	WELCOME / ANNOUNCEMENTS / RECOGNITION OF SPONSORS
9:45 a.m. - 10:45 a.m.	ROUNDTABLE SESSIONS
10:45 a.m. - 11:00 a.m.	BREAK
11:00 a.m. - 12:00 p.m.	ROUNDTABLE SESSIONS
12:00 p.m. - 1:15 p.m.	LUNCHEON / PRESENTATION OF 2012 CHAPTER AWARDS CAPITOL HILL UPDATE ( <i>J. Michael Keeling, President, The ESOP Association</i> )
1:15 p.m. - 2:15 p.m.	ROUNDTABLE SESSIONS
2:15 p.m. - 2:30 p.m.	BREAK
2:30 p.m. - 3:30 p.m.	ROUNDTABLE SESSIONS

## ROUNDTABLE SESSIONS AND TIMES PRESENTED

9:45 A.M. - 10:45 A.M.	11:00 A.M. - 12:00 P.M.	1:15 P.M. - 2:15 P.M.	2:30 P.M. - 3:30 P.M.
What Does It Mean to be an Employee Owner?	ESOP Compliance Tests ~ Review & How to Avoid Common Errors	Revitalizing Your ESOP Communications Committee	Fiduciary Best Practices
Don't Do THAT with Your ESOP	Don't Do THAT with Your ESOP	Communicating ESOP Valuation	Communicating ESOP Valuation
Working with Your Lender and Financial Advisor	Creative ESOP Communications	Working with Your Lender and Financial Advisor	Creative ESOP Communications

## ROUNDTABLE SESSION DESCRIPTIONS (These Roundtable Sessions will be Presented Once)

**WHAT DOES IT MEAN TO BE AN EMPLOYEE OWNER? (First Session)** 9:45 a.m. - 10:45 a.m.

*Victor N. Aspengren, Prairie Capital Advisors, Inc., Cedar Rapids, IA*  
*Kristin Jaracz-Steier, Worm's Way, Inc., Bloomington, IN*

The word "owner" is a powerful word and triggers many thoughts in an employee's mind. The challenge is connecting these individual thoughts to the strategies of leadership and the organization. This session will focus on how do you create a common set of behaviors that permeate the organization in support of what ownership means. Come share your ideas, learn from others, and take away some techniques and thoughts to use in your organization's quest to be the best employee-owned company.

**ESOP COMPLIANCE TESTS ~ REVIEW & HOW TO AVOID COMMON ERRORS (Second Session)** 11:00 a.m. - 12:00 p.m.

*Jackie J. Salmon, McCready and Keene, Inc., Indianapolis, IN*  
*E. Van Olson, Van Olson Law Firm, LLC, Indianapolis, IN*

This session provides an overview of the compliance tests required for ESOPs by the federal pension laws, such as 415, 409(p), coverage, dividend and top-heavy tests, and how to avoid common errors that may result in the failure of such tests.

**REVITALIZING YOUR ESOP COMMUNICATIONS COMMITTEE (Third Session)** 1:15 p.m. - 2:15 p.m.

*Cathy Ivancic, Workplace Development Incorporated, Akron, OH*

During this interactive discussion, Cathy will share different approaches her clients have taken in revitalizing their committees, explore the steps to effective committee development, identify how a committee can be most effective, and explore the steps that you can take to re-ignite the enthusiasm in your committee.

## **FIDUCIARY BEST PRACTICES (Fourth Session)**

**2:30 p.m. - 3:30 p.m.**

*Alexander L. Mounts, Krieg DeVault LLP, Indianapolis, IN*  
*Rachel Saxon, Horizon Trust & Investment Management, Michigan City, IN*

The Department of Labor is serious about holding ESOP fiduciaries to a very high standard. This session will focus on best practices for internal trustees, external trustees, board members, and ESOP committees. It will include a discussion of determining stock value, documentation of meeting and decision making, monitoring other fiduciaries, ongoing fiduciary education and adequacy of fiduciary liability insurance. This session is designed for internal and external trustees, ESOP committee members, board members and corporate officers.

## **ROUNDTABLE SESSION DESCRIPTIONS (These Roundtable Sessions will be Presented Twice)**

### **DON'T DO THAT WITH YOUR ESOP (First and Second Sessions)**

**9:45 a.m. - 10:45 a.m.**  
**11:00 a.m. - 12:00 p.m.**

*Brian D. Bornino, GBQ Consulting LLP, Columbus, OH*  
*Donald M. Meyer, Bose McKinney & Evans LLP, Indianapolis, IN*  
*Timothy J. Regnitz, SES Advisors, Inc., Rolling Meadows, IL*

In this interactive session, we will discuss common mistakes made by ESOP companies and offer practical solutions and suggestions to avoid these issues. Potential topics to be discussed include repurchase obligation, mature ESOP issues, plan administration, fiduciary issues, valuation issues, ESOP transactions, ESOP sustainability, and much more.

### **WORKING WITH YOUR LENDER & FINANCIAL ADVISOR (First and Third Sessions)**

**9:45 a.m. - 10:45 a.m.**  
**1:15 p.m. - 2:15 p.m.**

*Douglas L. Dell, Sr., KeyBank, Indianapolis, IN*  
*Eric R. Moy, Barnes & Thornburg LLP, Indianapolis, IN*  
*David N. Sheffield, Vasey Commercial Heating & Air Conditioning, Zionsville, IN*

In this session, we will explore the roles of the ESOP company, its financial advisory firm, and its banker in putting together an initial leveraged ESOP transaction, and the ongoing interaction with each through the life cycle of the ESOP. The discussion will address opportunities for collaboration and negotiation with your banker, and the current lending appetite for ESOP transactions.

### **CREATIVE ESOP COMMUNICATIONS (Second and Fourth Sessions)**

**11:00 a.m.- 12:00 p.m.**  
**2:30 p.m. - 3:30 p.m.**

*Linshuang Lu, Praxis Consulting Group, Inc., Philadelphia, PA*

Communication is a critical element in building a successful ownership culture and many companies have developed successful and creative ways to provide ESOP education, share company information, and gather employee input and feedback. Join us for this roundtable discussion ~ come prepared to share your pressing questions and ideas around communication, employee participation and engagement.

### **COMMUNICATING THE ESOP VALUATION REPORT (Third and Fourth Sessions)**

**1:15 p.m. - 2:15 p.m.**  
**2:30 p.m. - 3:30 p.m.**

*Sandra S. Clark, Herff Jones, Inc., Indianapolis, IN*  
*Andrew J. Manchir, Katz, Sapper & Miller, Indianapolis, IN*

Join this roundtable of ESOP professionals and ESOP employee owners as they share ideas about communicating ESOP value. Questions that will be addressed include: What should I communicate to all employees? What should I communicate to new employees? Is there a way to discuss valuation without using technical jargon? How can I make it fun to communicate value? Share your input, share your experience, and learn from the experiences of others on this wide-ranging topic.

## **PARKING**

Parking is available at the Old National Centre Lot located at 502 North New Jersey Street and adjacent to The Murat Shrine Temple. **THE ENTRANCE TO THE LOT IS LOCATED ON NORTH ALABAMA STREET.** The parking fee is collected when you enter the lot and the daily rate is \$5.00 per car **if you enter the lot prior to 2:00 p.m.** There are no "in and out" privileges.

## **THE ESOP ASSOCIATION**

The ESOP Association ([www.esopassociation.org](http://www.esopassociation.org)) is a national, non-profit membership organization with 18 local Chapters, serving approximately 2,500 employee stock ownership plan (ESOP) companies, professionals with a commitment to ESOPs, and companies considering the implementation of an ESOP. The Association is the only association devoted solely to ESOPs. Promoting and enhancing laws before Congress and regulatory agencies that govern ESOPs and providing its members with expert educational ESOP programming and information are its main focuses. For more information regarding The ESOP Association, call toll free 866.366.3832 or e-mail [membership@esopassociation.org](mailto:membership@esopassociation.org).

# REGISTRATION FORM – Deadline March 2, 2012

Provide the name for each attendee. ***IF YOU ARE A NON-MEMBER CORPORATION***, please state each attendee's position within the company, *i.e.*, CEO, President (P), VP, CFO, HR Director (HR), ESOP Committee Member (ECM), beside the name.

Name(s) _____ _____ _____ _____ _____ _____	Company _____ Address _____ City _____ State _____ Zip _____ Tel ( _____ ) _____ Fax ( _____ ) _____ E-mail _____ (Required for Registration Confirmation)
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## Registration Fees

Please indicate the number of persons registering in each category. Registrations **MUST** be received by March 2, 2012, in order to qualify for discounted pricing. You can e-mail, fax or mail in your registration. If you mail your registration, allow 3 days for postal service processing.

	On or Before 3/2/12	After 3/2/12 and Walk-ins
ESOP Association Member (Each Attendee)	___ x \$ 85.00	___ x \$110.00
Non-member (Each Attendee)	___ x \$170.00	___ x \$195.00

If you are a non-member of The ESOP Association, do you have an ESOP? \_\_\_ Yes \_\_\_ No  
 If you are a non-member of The ESOP Association, are you an ESOP service provider? \_\_\_ Yes \_\_\_ No

## Payment Method (Payment MUST be Made with Registration)

Enclosed is a check, made payable to: **The ESOP Association**, in the amount of \$ \_\_\_\_\_

**OR CHARGE MY:**       Visa       MasterCard       Amex      for \$ \_\_\_\_\_

Card # \_\_\_\_\_ Exp. Date \_\_\_\_ / \_\_\_\_

\_\_\_\_\_ Cardholder Name (Please Print)

\_\_\_\_\_ Signature (REQUIRED)

**Return completed registration form with payment by March 2, 2012, to:**

Indiana Chapter The ESOP Association  
 P.O. Box 407  
 Amherst, OH 44001-0407  
 Fax: 440.989.1553 (*The blue page does not fax well. Make a copy, then fax copy.*)  
 E-mail: [karrie@esopchapters.com](mailto:karrie@esopchapters.com)



**CANCELLATION POLICY: NO REFUNDS will be given after March 2, 2012. Substitutions will be accepted. (Non-member fees apply if a non-member professional replaces a member professional.)**

**Questions? Contact:**

Karrie Imbrogno  
 ESOP Chapter Administrator  
 Tel: 440.989.1552  
 E-mail: [karrie@esopchapters.com](mailto:karrie@esopchapters.com)

**(Please DO NOT send registration and payment to National Office in Washington, D.C.)**