The New South Chapter of The ESOP Association 2011 Fall Conference Speaker Bios

Marshall L. Bartlett
Senior Vice President – Independence Trust Company
Marshall Bartlett joined Independence Trust Company in 2005 as vice president in charge of investments. In this role he oversees portfolio management, trading, and other investment functions for the firm's clients. This includes serving on the committee responsible for ESOP transactions and valuation review. In addition, he is the lead manager for the firm's dividend growth portfolio.

Marshall received his B.S. in economics and business administration from Vanderbilt University. He received an M.B.A. from the Massey School of Business at Belmont University. He concentrated his studies on finance while achieving his M.B.A., including classes on mutual fund analysis, stock and bond valuation, and option pricing. A member of the Beta Gamma Sigma honor society, he was voted most outstanding student by his peers.

Prior to joining Independence Trust Company, Marshall was a service manager for Aspect Communications, responsible for maintaining the company's premier client relationships and managing a team of fifteen employees.

Chris E. Best, CPA/ABV, CVA, ASA, MCBA
Best Business Appraisals, LLC
Mr. Best is a Certified Public Accountant and one of only a handful of business appraisers in the United States to be accredited by all four major business appraisal organizations and the only business appraiser in the nation to hold the senior designation in business appraisal from all four of these organizations.

Mr. Best is the developer and instructor for Course 1036 - ESOP Appraisals for the Institute of Business Appraisers and, in addition, teaches other courses on advanced business appraisal topics for the Institute of Business Appraisers.

Chris founded Best Business Appraisals, LLC, in September 1999, and since that time, has expanded the practice to be one of the largest ESOP appraisal firms in the Midwest and performs more appraisals for ESOP-sponsored companies than any other firm in the Iowa/Nebraska market.

Chip Brown
Willamette Management Associates
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Email: cbrown@willamette.com
F.A. "Chip" Brown, CFA, CPA, ABV, CFF - Chip is a senior manager of Willamette Management Associates. He provides valuation and transaction advisor (opinion) services for ESOP companies. Chip typically works with (and through) the tax advisers, legal advisers, and trustees for these ESOP companies. In addition, he has provided forensic and dispute advisory services for ESOP and ERISA matters in the U.S. District Court. Chip is a certified public accountant (CPA) and a chartered financial analyst (CFA). He is also accredited in business valuation (ABV) and certified in financial forensics (CFF) by the American Institute of Certified Public Accountants (AICPA). He holds a bachelor of science in management from the Georgia Institute of Technology and a master of science in accounting from the University of Virginia.

Tania Cable
Tania is the HR Benefits Analyst with The Haskell Company, the nation's leading integrated design-build firm, headquartered in Jacksonville, Florida. Since joining the team in 2006, Haskell transitioned from being a privately held organization (founded in 1965) to becoming employee-owned in 2008. In addition to overseeing Haskell's Benefits and Wellness programs, Tania currently serves as Chair of the Haskell's ESOP Communications Committee which recently won the 2011 AACE Award for Educational Materials (Print) and The New South Chapter Company of the Year. She holds a Marketing degree from the University of North Florida and enjoys fostering an employee-ownership culture with a firm that designs and builds facilities across the US, Latin America and the Globe.

Mark A. Dayman
CapVal-American Business Appraisers, LLC
Mark is a Managing Member in the Atlanta office of CapVal - American Business Appraisers, LLC., and a Managing Director of The McLean Group, LLC Investment Bankers. For many years he was the senior executive of Dayman Lurie & Goldsbury (DLG), a New England affiliate of BDO Seidman LP. Mark has over 35 years of experience in enterprise appraisals and pricing, litigation support, capital formation, franchising, and transactions.

Mark's appraisal experience focuses on exit strategies and enterprise pricing, ESOPs, estates and trusts, and Fair Value for accounting purposes. He also uses these skills in litigation support and forensics, and he is a qualified expert in litigation matters in Federal, Bankruptcy and various state courts. Mark is Accredited in Business Valuation (ABV) and Certified in Financial Forensics (CFF) by the American Institute of Certified Public Accountants, Accredited in Business Appraisal Review (ABAR) by the Institute of Business Appraisers, and is a Certified Valuation Analyst (CVA) accredited by the National Association of Certified Valuation Analysts. Mark is also a member of the American Society of Appraisers, and the Vermont and Georgia Societies of CPAs.

In his capacity as a licensed investment banker, Mark has works on transactions involving franchising business models, construction, hotels, resorts, foodservice, waste management, and government contractors. His capital formation skills also extend to various forms of debt, as well as the use of franchising to form capital. He holds FINRA Series 62, 63, and 79 securities licenses.

Mark is a member of The ESOP Association and the Board of Directors of the Southeast Franchise Forum.

Lisa Durham
Krieg DeVault
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Lisa Durham is a partner with Krieg DeVault LLP. She has expertise in a wide range of qualified plan and other employee benefit plan matters, including 401(k), money purchase and employee stock ownership plans ("ESOPs"). She uses this experience in helping plan sponsors, trustees and third-party administrators on administration issues and plan design. Ms. Durham works with Internal Revenue Service and Department of Labor representatives frequently. She also has extensive experience in the correcting of ESOP and other retirement plan qualification failures under the IRS's Employee Plans Compliance Resolution System (EPCRS). In the area of ESOPs, Ms. Durham has experience in stock purchase and sale transactions, ESOP loans, repurchase liability options, fiduciary education, testing, and correction of prohibited transactions. She is a Certified Employee Benefit Specialist (CEBS) and is Chairperson of the Firm's Benefits Committee.
PRACTICE AND INDUSTRY TEAMS
Employee Benefits and Executive Compensation
Employee Stock Ownership Plans - ESOPs
REPRESENTATIVE EXPERIENCE
Served as trustee counsel in an ESOP company's acquisition of a $4 million health care company
Supervised correction of five companies' ESOP loans through multi-year reallocation of shares
Guided numerous companies through 401(k) plan corrections under the Self-Correction
Program, Voluntary Correction Program or Audit CAP Program sponsored by the IRS
Designed and prepared over 100 plan documents for ESOPs, KSOPs, 401(k)s, profit sharing
plans, money purchase plans and 403(b) plans
Assisted with unique ESOP transactions for physician groups, accounting firms, architectural and
engineering firms, and other professional organizations
EDUCATION
Indiana University School of Law, Indianapolis, Indiana (J.D., *magna cum laude*, 2005)
Note Development Editor, Indiana Law Review
University of Illinois, Urbana, Illinois (B.A., 1981)

Jamie Flynt
Avion Solutions
Jamie Flynt is an Engineer with Avion Solutions. She has been with the company since 2007. As an engineer, Jamie is responsible for approving modified aircraft for flight through the Army Aviation Engineering Directorate. Jamie has participated on the Communications Committee since 2009. Her alter ego in the company is " ESOP Winfree." Jamie is involved in her community in many ways. As a volunteer staff member for Huntsville's women's football team, she is in charge of marketing and public relations and has been known to announce a game or two. This year will mark her 10th year as an active member of this sport. Jamie writes for Pretty Tough, a website dedicated to women's sports and work as an analyst for Women's Football Talk Radio. Jamie also participates in numerous Career Days within the local school system and volunteers with numerous organizations including the Downtown Rescue Mission, Big Brothers Big Sisters, Girls, Inc. and many others.

Nicholas J. Heinz
Senior Vice President
Mercer Capital
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Professional Experience: Nicholas J. Heinz joined Mercer Capital in 2000 and serves as a senior vice president. Mr. Heinz is a senior member of Mercer Capital's Corporate Valuation and Investment Banking Group.
Mr. Heinz has extensive experience in working with both sellers and buyers in various types of transaction advisory engagements. He has assisted clients through all phases of the transaction process, from conducting strategic alternatives analyses to structuring, negotiating, and closing transactions.

Investment banking services include both sell-side and buy-side merger and acquisition representation services, fairness opinions, solvency opinions, and valuation-related consulting. Services are typically provided for middle market private companies, small cap public companies, as well as middle market banks and other financial institutions.

He is also responsible for valuation and transaction analyses in connection with fairness opinions, corporate financings, strategic planning, mergers and acquisitions, ESOPs, tax planning and compliance, and litigation matters.

Mr. Heinz is an Accredited Senior Appraiser (The American Society of Appraisers)
Education: BA, Duke University, Durham, North Carolina, Economics

Carla Neal Klingler
Carla Neal Klingler is the owner and President of the national pension administration and consulting firm, PyraStar Pension Group, Inc. in the Metro Atlanta area of Georgia. For over 30 years, she has been a leader in developing and providing TPA services for all types of qualified and non-qualified retirement plans.

Carla began her pension career in 1980 at a national ESOP firm where she served as VP of Administration, first in San Francisco and later in Atlanta. Her pioneer work in the pension industry included interpreting the practical and operational aspects of ERISA and developing administration procedures and mathematical models to address regulatory requirements. Her broad technical expertise effectively aids clients of all sizes and corporate structures in the practical aspects of their plan design, implementation, operations, legal compliance, accounting, & employee communications. A sustained focus on excellent customer service and tenure in the pension industry has recently earned her company accreditation under the Better Business Bureau of Georgia.

Carla received her Bachelor of Science degree in Economics and Finance from University of California, Santa Barbara. She is an active member of the National ESOP Association, New South Chapter ESOP Association, NCEO, and ASPPA. She also currently serves as an active member of the National Administration Advisory Committee of the ESOP Association where responsibilities include active lobbying for the interests of companies with Employee Ownership, interpreting the practical applications of new laws, updating operational & communication procedures, peer reviews, and speaking at national, regional, and local conferences.

ADRIAN R. LOUD, CPA, ABV, CFF, CVA, ASA
Adrian Loud is a shareholder in the Atlanta-based firm of Bennett Thrasher PC, a full-service certified public accounting and consulting firm. Adrian is also the leader of the firm’s valuation practice. His work experience includes valuation and advisory services for a variety of engagements such as employee stock ownership plans (ESOPs), lost profits/economic damages calculations, transfer pricing, gift and estate tax planning, reasonable compensation studies, fairness and solvency opinions, intangible asset and intellectual property analyses, and financial reporting.

Adrian earned his Bachelor of Business Administration at Emory University. He is a certified public accountant (CPA), licensed in Georgia. He is accredited in business valuation (ABV) and certified in financial forensics (CFF) through the American Institute of Certified Public Accountants (AICPA). He is a member of the AICPA, the Association for Corporate Growth (ACG), The ESOP Association, and the National Center for Employee Ownership (NCEO). He is a past chairman of the DFK Forensic and Valuation Services Committee and chairman of the Georgia Society of CPAs (GSCPA) Forensic and Valuation Services Section. He is a Certified Valuation Analyst (CVA) of the National Association of Certified Valuation Analysts (NACVA). He is also an Accredited Senior Appraiser (ASA) of the American Society of Appraisers.

Jay Maples
Jay Maples is a shareholder at Sirote & Permutt, P.C. and is a member of both the Alabama State Bar and the New York Bar. He is experienced in a broad range of corporate and transactional matters and acts as general counsel for several small to mid-sized companies. He has particular expertise in the employee benefits area, including defined contribution and defined benefit retirement plans, 457 plans, and 403(b) plans, executive compensation, insured and self-insured group health plans, and cafeteria plans. In addition, Jay has represented clients in disputes and filings with the Internal Revenue Service, the U.S. Department of Labor, and the State of Alabama.

Stephen A. Martin
Senior Vice President, Reliance Trust Company
Steve began his career in financial services in 1976 and joined C&S Bank Trust Company in 1983 in institutional retirement services. Steve joined the Reliance Trust Fiduciary Consulting group in 2006 rejoining many of his former colleagues from C&S Bank Trust Company (now Bank of America) currently working for Reliance. While at C&S Trust, Steve managed recordkeeping operations and system implementations as well as a number of complex ESOP transactions and relationships along with numerous master trust clients.

His professional accomplishments include successfully managing sales and relationship management teams through up and down markets while with Wachovia Bank, SunGard Employee Benefit Systems and Amvescap Retirement. While at Wachovia, Steve managed the institutional relationship management team and the institutional trust and asset management sales teams. Steve was Managing Director at INVESCO Retirement, a division of INVESCO Funds responsible for developing its successful Strategic Partnership business for Retirement Services with banks and insurance companies. His experience also includes working in sales for Northern Trust Retirement Services, Vice President of Institutional Employee Benefit Sales for US Trust Company of New York and was a Principal and Southeast Regional Sales Manager for Barclays Global Investors Retirement Services.

Steve is a graduate of the University of Georgia and holds a Bachelor of Business Administration degree in accounting. He has his NASD Series 6, 7, and 63 Securities Licenses.

Sayward Masselter, PHR
Atlanta West Carpets, Inc.
Lithia Springs, GA
Sayward.masselter@atlwest.com
Sayward graduated from the University of Illinois-Chicago with a B.A. in Political Science. She is the HR Director at Atlanta West, an interior finish company specializing in cabinetry, floor covering and countertops with locations in Alabama, Georgia, Florida and North Carolina. She planned and implemented the company's ESOP Roll-out in 2008 and is currently chair of the Employee Ownership Committee and Training Team.

Michael R. Paslawskyj
Regional Economist
FDIC Division of Insurance and Research
Atlanta Regional Office
Mike is a native of New Jersey and now resides in the Atlanta, Georgia metropolitan area. He is the Regional Economist in the FDIC's Division of Insurance and Research Atlanta, Georgia regional office. He joined the FDIC in January 2008 and is responsible for surveying economic conditions and highlighting economic risks to financial institutions within the seven state Atlanta region.

Prior to joining the FDIC, Mike was a Senior Economist with the American Institute for Economic Research in Great Barrington, Massachusetts, where he managed the Institute's Statistical Indicators Project and performed research on business cycles. Prior to his position at the Institute, he was Vice President and Director of Economic Research at The CIT Group, a leading global finance company. As CIT's Chief Economist he was responsible for all research, forecasts and communication on economic issues. Mike has also worked at a number of banks, a brokerage firm, and taught economics at the college level.

Mike is a member of the National Association for Business Economics and past president of their New Jersey chapter. He is a panelist on NABE's macro economic outlook and policy committees. He also is a member of MacroMarkets LLC's Case-Shiller home price outlook committee.

Mike has a B.A. in Economics and Business Administration from Rutgers College and an M.A. in Economics from Fairleigh Dickinson University.

David Peterson
Dave is co-founder and now Chairman of The North Highland Company. Since opening in 1992 through stepping down as CEO in 2005, he led the company's early growth and helped frame its client service culture into the global management consulting company of today. Dave has nearly 40 years of business experience and has assisted organizations at all size, scale and complexity levels in a wide range of industries including service, defense, telecommunications, and consumer products.

In addition to the North Highland board, he sits on the Board and chairs the Compensation Committee for Delta Apparel (DLA), is a board member for Womenetics and the Atlanta Brewing Company, and is Chair of Literacy Action, an adult literacy non-profit. He also serves on several Georgia task forces for education and arts and culture.

Dave holds a B.S. in Economics from the Wharton School, University of Pennsylvania, and an MBA in Finance from the University of Florida. He is married, a father, a Rotarian, and avid golfer and sailor.
More information about The North Highland Company is available at: http://www.northhighland.com/

Susan Petrirena
Susan Petrirena is the Manager of the Defined Contribution ServiceTeam at Swerdlin & Company in Atlanta. Georgia.

Susan has over 25 years experience in pension consulting, recordkeeping and serving all types of defined contribution plans.

At Swerdlin, Susan manages a team of eleven client managers and a support staff. Her team is responsible for all types of defined contribution plans, including ESOPs, KSOPs, 401(k)s, 403(b)s, and new comparability plans.

Susan received her Bachelor of Science in Business Administration from the University of Florida. She is active in the National ESOP Association and National Center of Employee Ownership.

Ronald W. Sims, II, CFA
Senior Financial Analyst
Ronald Sims is the senior financial analyst in the FDIC's Atlanta Region. In this capacity, he prepares analyses on banking and economic conditions and author's various FDIC publications. Mr. Sims brings a wealth of knowledge and experience to the FDIC having spent several years working in corporate and investment banking operations. Ronald is a seasoned professor of finance at the collegiate level and holds a BS in Economics from Florida A&M University and an MBA from Mercer University's Stetson School of Business in Atlanta, GA. In addition, Mr. Sims also holds the Charter of Financial Analyst designation.

Randy Smith
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Randy Smith is a partner with Krieg DeVault LLP and is a member of the firm's Employee Benefits and Business Practice Groups.

He concentrates in the areas of Employee Stock Ownership Plans (ESOPs), corporate, securities, mergers and acquisitions, investment fund, ERISA and tax matters. With respect to ESOPs, Mr. Smith represents both companies and trustees in multi-million dollar leveraged ESOP buyouts. Mr. Smith has extensive experience with C corporation and S corporation ESOPs and related corporate restructuring and financing. Mr. Smith also has extensive experience negotiating and drafting all documentation for asset and stock purchases and sales, and conducting due diligence.

Mr. Smith is the author of "Sale of an ESOP Sponsor Company: Questions of Time, Money, People and the Law", published in the Winter 2011 issue of Insights Magazine, and in the NCEO Issue Brief "Responding to Acquisition Offers in ESOP Companies."

Rita Wilson Harris
Rita is the Director of Human Resources for GreenbergFarrow, an architecture, engineering, development and planning firm based in Atlanta. As Director of HR, Rita oversees the entire HR infrastructure of the company, including recruiting, training and development programs, and the compensation/benefits program. Rita also acts as the Corporate Secretary and is involved both in operational as well as board level matters. GreenbergFarrow has 160 employees in multiple offices throughout the United States

LANCE T. STUDDARD
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Lance is a senior consultant and co-founder of the Fiduciary Consulting Group and is responsible for fiduciary relationships and transactions for many of the largest plan sponsors at Reliance. Lance has worked as a litigator, Compliance Counsel for the AmSouth Bank Retirement Services Division, and Director of Compliance for Administaff Retirement Services. He offers a unique combination of experience on legal, administrative, product development, sales and compliance issues from both a provider and plan sponsor's perspective. Professional memberships include Alabama State Bar, Birmingham ERISA Attorneys

Group, and the American Bankers Association Fee Disclosure Working Group. He earned his J.D. and undergraduate degrees at the University of Alabama where he studied benefits law under Professor Norman Stein. He served as an editor for both the American Journal of Tax Policy and the Journal of Law and Psychology during his time there. Lance completed the Cannon Trust School Graduate Studies in Employee Benefits program and earned the AIF designation from the Center for Fiduciary Studies. Lance is a frequent speaker on the topic of ERISA fiduciary responsibility and liability and is an active member of the ESOP Association and the National Center for Employee Ownership.

James R. Urbach
Mr. Urbach is managing partner of Urbach Law Group, an Employee Benefits consulting practice located in Orange Park, Florida. The Urbach Law Group offers services acting as independent fiduciary in transactions and ongoing independent trustee in situations requiring independence and insuring that best practices and prudent procedures have been met.

Prior to forming the Urbach Law Group Mr. Urbach was an associate with a San Francisco area law firm specializing in ESOP design and related transactions, and management side representation of compliance issues and general business litigation. Mr. Urbach's original exposure to ESOP's came from his work as an investigator for the United States Department of Labor, Pension and Welfare Benefits Administration (now the EBSA) investigating the full range of ERISA regulated benefit plans.

Mr. Urbach holds a Bachelors of Business Administration from Idaho State University. He obtained his Juris Doctor degree from the University of San Francisco and is admitted to the California Bar. Mr. Urbach also worked during law school for the international law firm of Coudert Brothers in San Francisco assisting in large scale patent litigation.

Mr. Urbach formed the Urbach Law Group to assist clients in all phases of qualified plan design, installation and operation issues. Those issues include assisting plans in the correction of operational failures as well as acting in a consulting position to maximize plan design aspects to best meet employer and participant needs.

The Urbach law Group offers Independent Trustee services to ESOP's. To date those services have included acting as Trustee in a number of initial transactions with a wide range of complexity and values. They also represent ESOP's with sponsoring company's involved in corporate changes such as restructuring, acquisitions, or other events. Additionally, they act as an independent trustee for ESOP's on an ongoing basis bringing experience with all factors of plan governance and operation to this position.

Mr. Urbach is a member of the California Bar, the American Bar Association, the First Coast Lawyers Forum, the ESOP Association, the National Center for Employee Ownership and the American Society of Pension Professionals & Actuaries.

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Daphne Wilson
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McCord Communications
Daphne Wilson has been the Controller/HR Manager with McCord Communications in Anniston, Alabama for 12 years. She has a B.S. Degree from Jacksonville State University in Accounting and PHR Certification from SHRM. Her experience began with ESOPs in 2005 when the family owners of McCord's announced they were transferring ownership to the employees and the ESOP would be 100% owned within 10 years. McCord Communications has been in business for 64 years and specializes in Motorola radios and Whelen Emergency Warning Sirens. McCord's has received recognition as one of the top dealers in the nation for the last 7 out of 9 years.

Eric S. Zaiman
Senior Vice President, The ESOP Advisory Group
JP Morgan Chase & Co.
Professional Experience
A 23 year veteran of the finance industry, Eric is a senior vice president in the ESOP Advisory Group (EAG). Eric has a leadership role in managing ESOP financing transactions, including evaluation, structuring, underwriting and execution. Eric is actively involved in the EAG's portfolio management efforts as well. Like all members of the EAG, Eric is dedicated to helping bankers and their privately held clients evaluate the benefits of selling stock to an ESOP and provide liquidity in the transition.

Prior to joining JP Morgan Chase in 2009, Eric served for 11 years with financial advisory firm Duff & Phelps and a predecessor firm in its N.Y. office. Eric has structured and raised financing for ESOP transactions representing companies and sellers. In addition, Eric has represented ESOP trustees, issuing transaction and valuation opinions. Eric began his career in banking, served as a relationship manager and lender and in a credit/risk management role.

Memberships:
ESOP Association in Washington, D.C.
ESOP Association's Valuation Advisory Committee – Associate Member
Executive Board Member – ESOP Association's NY/NJ Chapter
National Center for Employee Ownership
Association for Corporate Growth

EDUCATION:
BA – Economics, Yeshiva University
MBA – Finance & International Business, New York University